



K I C METALIKS LIMITED

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Dated : August 18, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai – 400 001

Sub : **Annual Report for the financial year 2022-23**
Ref. : **Scrp Code - 513693; Name: K I C Metaliks Limited**

Dear Sir/Madam,

Please be informed that 36th Annual General Meeting ('AGM') of the Company will be held on **Friday, September 08, 2023 at 10.30 a.m. (IST)** via Video Conference/Other Audio-Visual Means only, in accordance with the General Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 and the Securities and Exchange Board of India Circulars dated May 12, 2020 and January 15, 2021.

Please find enclosed herewith the 36th Annual Report of K I C Metaliks Limited for the financial year 2022-23. The Annual Report is also being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrars and Transfer Agent/Depositories.

The Annual Report is available on the website of the Company at www.kicmetaliks.com.

This is submitted pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This is for your information and record.

Thanking You,

Yours faithfully,

For, K I C METALIKS LTD

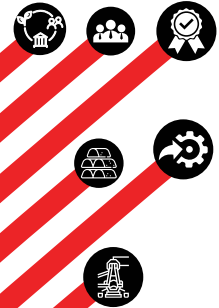
Company Secretary


CIN : L01409WB1986PLC041169

Factory: Village - Raturia, Angadpur, Durgapur - 713 215, Phone : +91 987 494 3345
Email: info@kicmetaliks.com, Website: www.kicmetaliks.com



where vision takes shape...



Stable and Agile



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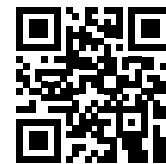
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www.kicmetaliks.com



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**At K I C Metaliks Limited,
we have been and will remain
stable and agile.**

We have maintained a consistent focus towards strengthening the organisation, and expanding the market presence. Our forays are spearheaded by consistent innovation to meet our customers' needs.

As a responsible manufacturer in the iron and steel industry, we are equally focused on adopting green technologies so as to ensure corporate sustainability.

Thus, despite various crests and troughs, we are embracing better ways of working and smarter ways of satisfying our stakeholders.



K I C Metaliks Limited operational discipline comes from its ability to resist deviations, adapt to upcoming opportunities and deliver a stable and agile performance



Vision

To become one of the most competitive Integrated Steel Plant with diversified product offering.



Mission

- Technological improvements.
- Achieving cost-effectiveness.
- Focusing on its unique product quality.
- Expanding markets.
- Achieving customer satisfaction for both stated and implied needs.
- Being a responsible corporate citizen.
- Providing work environments where our employees can meet their potential and thrive in an atmosphere of excellence.

The corporate culture at K I C Metaliks has been nurtured by a distinctive spirit of Stability and Agility



Know about K I C Metaliks Limited

From being a predominantly cast iron manufacturer and exporter to a renowned Pig Iron manufacturing Company to transforming into an integrated business with raw material security, we have come a long way in our journey through a stable and agile mind-set. While we have been through a milieu of changes in more than one and half quarter of a century, in terms of leadership and business environment, what hasn't changed are the core principles and ethos - of systematic, safe, and cost effective manufacturing process, and community & environmental stewardship.

Today, under the aegis of a visionary entrepreneur - Mr. Radhey Shyam Jalan, we at K I C Metaliks Limited have evolved to become one of India's most diversified, integral and integrated commodity

producers known for our value-driven and rooted mind-set, which is supplemented by our strong urge to evolve and stay relevant. Today, we draw on these roots – values, experiences and knowledge - to sustain across challenging market cycles and respond with speed and agility.





Result

We have not just enhanced our capacities to reduce costs but has also been able to maintain the growth despite carrying out major repairs of the MBF during the previous year.

And it is this focus on future that gives us both the confidence and conviction to continue on this growth trajectory.

By producing high quality and repeatedly demanded Pig Iron grades, by being a more agile Company with lower overhead costs and by being more environmentally responsible.

Introducing the capitals



Financial

Our key financial resources primarily include equity and internal accruals. We have adopted a prudent approach in allocating capital across our business. It is our constant endeavour to strengthen our balance sheet, improve profitability and cash-flow by margin expansion and enhance efficiencies across our operations.

Shareholders' Equity

₹ **709.92** Lakhs

Return on Network

11%

Cash generated from operations

₹ **4,430.21**

Operating Profit

₹ **4,370.64** Lakhs



Manufacturing

We have adopted a holistic approach towards investing in our manufacturing assets. Our objective is to raise our production capabilities by deploying best-in-class technology, meeting high safety standards and minimising the impact on the environment we operate in. Through integrated operations, low cost of production and 35+ years of reserve and resource base, our manufacturing assets enable the creation of strong and sustainable cash flows.

Gross Block

₹ **26,462.02** Lakhs

Hot Metal Production

1,61,856.89 MT

Sale of Pig Iron

158,081.24 MT



Human

Our business runs on the passion and perseverance of our people. Our objective is to be recognised as a preferred employer in all our functions. We are committed to providing our people with an engaging work culture, continuous opportunities for skill development, ample scope for learning and increasing diversity across the organisation. Enhancing safety at our facilities and providing our people with an environment that is inclusive and inspiring are key priorities for us.

Human Resource base

421

Salary, wages, other employee benefit expenses

₹ **2,70.71** Lakhs



Stakeholders

The communities we work with are our principal stakeholders. We work in close coordination with our stakeholders - customers, communities, suppliers, shareholders, government, regulators, to create all-round, sustainable value for them. Our social intervention is driven by need-based assessment of community requirements.

Social Contribution

₹ **18.63** Lakhs

Salary, wages, other employee benefit expenses

₹ **2,70.71** Lakhs

Contribution to national exchequer

₹ **1,177.10** Lakhs

Market Capitalisation

₹ **12,800** Lakhs



Intellectual

Technology and a culture of continuous improvement are key enablers towards achieving the strategic objectives of industry leadership and cost leadership.

Finance Cost

₹ **1,119.93** Lakhs

Hot Metal Capacity

2,35,000 MT

Sinter Capacity

3,60,000 MT



Natural

We are cognisant of the depletable nature of our resources and are committed to conservation and prudent use. We are steadily reducing our environmental footprint through our innovative processes for water stewardship, captive usage of energy from renewable sources and adoption of new methods for waste recycling. Our sustainability 'Vision' is leading to step changes Company's approach towards reducing GHG emissions, remaining water positive, utilisation, maintaining safety and diversity at workplaces, enriching communities and enhancing biodiversity.

Capital Investment on Energy Conservation equipments

₹ **131.48** Lakhs



Mr. Radhey Shyam Jalan, Chairman and Managing Director, analyses how K I C Metaliks Limited is growing in a sustainable way towards an agile future.



Did the company's management express satisfaction with its operation throughout the reviewed fiscal year?

A It was a great pleasure for our executive team to share exceptional financial results for the year under review. We recorded operational revenues of ₹ 74,927.09 Lakhs over the year, and a Profit After Tax (PAT) of ₹ 1,854.64 Lakhs. Though our record-breaking topline was certainly noteworthy which helped us to seize a growth of 44%, but what truly added to our success story was the Production of Hot Metal during the year which increased by 38.79%. During the year, our Earnings Before Interest, Taxes, Depreciation, and Amortization (EBIDTA) stood at ₹5,574.87 Lakhs.



What reasons accounted for the sustainable growth?

A In an industry like ours (steel), where market cycles predominantly dictate our outcomes, we maintain that a significant part of our progression is a direct outcome of our capacity to create surpluses internally. Over recent years, we have fortified this inward-oriented strategy with an enhanced display of our singular corporate strength, one that we immensely value - our culture of enthusiasm and strategic planning.

At K I C Metaliks, our unique commitment has been a constant feature of our daily operations. In a sector where outcomes are mostly beyond our control, we maintain our conviction that our true source of stability is the undivided attention we provide to our product domain, our continued pursuit of quality and operating efficiency.

Our company firmly believes in the crucial role of passion and planning. Given our long-standing experience as a multi-decade enterprise, our concentration remains on a singular product - foundry grade Pig Iron. Our dedicated customer base, consistent repeat orders and strategic planning have enabled us to achieve significant growth. This has, in turn, contributed to the comprehensive value accrued by our shareholders.



How did this passion and planning play out in your Company in 2022-23?

A I am proud to state that this is the area in which K I C Metaliks distinguished itself. In the past half-decade, the Company has strategically allocated its finances towards the consistent enhancement of its manufacturing infrastructure, implementing modern technology advancements. This has ensured adherence to foremost productivity benchmarks, resulting in amplified operational efficacy and product quality, as substantiated by the recent initiation of the Pulverised Coal Injection (PCI) facility. This, coupled with boosted oxygen enrichment, will augment hot metal output while making the Company more financially competitive.



How did these initiatives translate into improvements?

A I am pleased to report that the by-product of our passion was the ability to address the emerging requirements of the industry. We trained our people to look for areas of under performance with the singular passion to remove blockers and enhance efficiency; we continued to believe that whatever was good could be made better; we encouraged the mindset that behind every challenge lies attractive opportunity.

In doing so, we manufactured superior Pig Iron grades with consistently high quality. We delivered products around a superior value-price proposition. We delivered products just when the downstream user industries needed them. Thus, during the year under review, the Company manufactured 1,61,856.89 MT of Pig iron, which translated into 72.03% capacity utilisation.



How would you describe your performance during 2022-23?

A During the year end 2022 when the entire industry was witnessing a balanced phase of growth we took a differentiated approach through planned shutdown and

I am pleased to report that the by-product of our passion was the ability to address the emerging requirements of the industry.



upgradation of the Blast Furnace with a capex of around ₹3,547.00 Lakhs which was completed during the Mid of April 2022.

Even as this transpired, raw material costs increased faster than hot metal realisations, which squeezed our EBIDTA margins by 36.94%. However, this downtrend will soon correct; with rising realisations added to a full year's working of our upgraded Blast Furnace capacity, we expect to grow profits and profitability over 2023-24 and beyond.

Efficiency improvement has always been an ongoing process at our Company to improve realisations, we have strategically also focused on the long-term security of raw materials to offset any input cost volatilities. Over the years our backward integration measures by installing the Sinter Plant and the Captive Power Plant and their upgradation transpired into higher realisations of today. As a result, the Company's net operating profit and net profit after tax margins stood at 5.83% and 2.48% respectively.

The Company's networth stood at ₹ 17,780.34 Lakhs at the end of March 2023 and the Earnings per share for the full year from continued operations was ₹ 5.22. The figures may not be impressive when we reported an encouraging top-line but the volume growth in 2022-23 should offset cost-push inflation and sustain our margins in the long-run.



How is the Company focusing on people and the planet besides chasing profits?



At K I C Metaliks we have always held the belief that the viability of our Company depends on our ability to safeguard our area of operations from emissions and effluents. With the aim of fully complying with numerous regulatory requirements and broadening our sustainability horizons we are laying our focus on the principles of Environment

Sustainability, Social Sustainability and Governance Sustainability and trying to abide by them. This would help us to create a futuristic roadmap to implement it with full heart and soul in the years down the line to benefit the people, plant, and processes involved in our value chain.



How do you see the domestic steel industry shaping?

A The growth story for India remains intact despite global headwinds. The Indian Steel Association (ISA) is forecasting a 7.5% growth in steel demand in FY 2023-24 driven by strong infrastructure spending and consumption-led demand. The association also expects a 6.3% growth in steel demand in FY 2024-25. The Indian government's measure to steeply lift capital expenditure in the union budget of 2023-24 is expected to drive road and railway infrastructure and increased investment in government housing projects is expected to underpin steel demand growth this year. Furthermore, steel demand will also receive a boost from investments in infrastructure, renewables and mining as well as within the steel sector through the production linked incentive scheme.



How is the Company accelerating towards the future?

A We aim to be one of the top five Pig iron manufacturers in Eastern India in the near future and all our investments and strategies are aimed towards achieving this transition. The capital expenditures we have made over the last few years mean that we are more agile and stable. These investments, coupled with process improvements, also mean we are well prepared to handle more volume and are well positioned to cater to the growing demands.



What is the outlook for the years ahead?

A At K I C Metaliks, our out performance is derived from our strategic focus to be a low cost Pig Iron manufacturer with a growing systemic integration on new technologies and processes. In a bid to extend our value chain, we intend to explore new opportunities and establish our status as a multi-product Company. In line with these statements of intent, we expect to possess one of the highest Pig Iron manufacturing capacity in Eastern India. We believe that the implementation of these capacities and delivery of revenues will not only enhance our profits but will also enrich our organisational value.

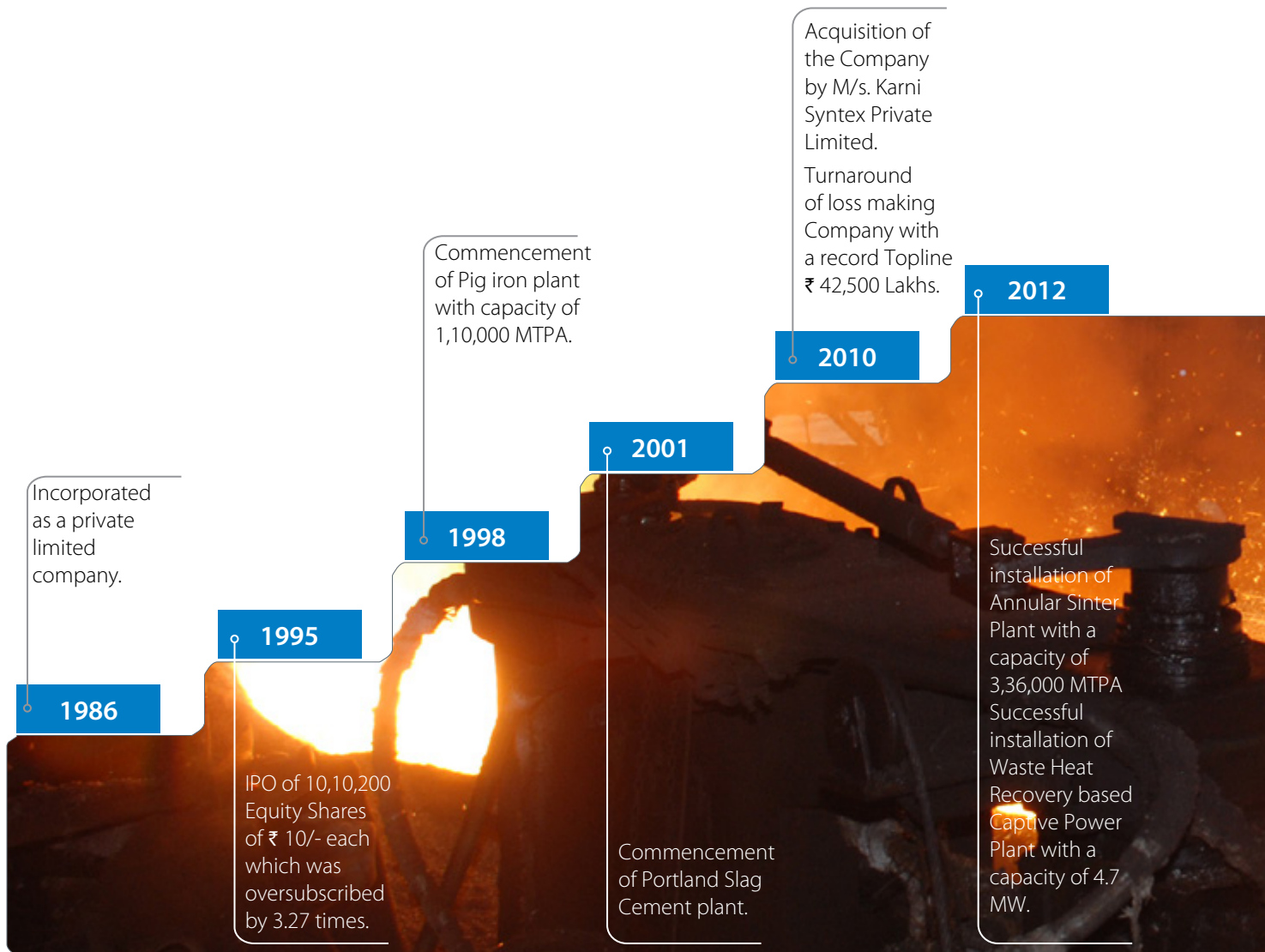


We aim to be one of the top five Pig iron manufacturers in Eastern India in the near future and all our investments and strategies are aimed towards achieving this transition



Through stable and agile operations, we have been achieving milestones.

At K I C Metaliks Limited, throughout our journey spanning more than thirty-five years, we have always strengthened our endeavours towards transforming ourselves as a quality centric manufacturer of intermediary products for the steel industry. We have always managed to ensure that our consistent and untiring efforts result in a positive outcome for our stakeholders.

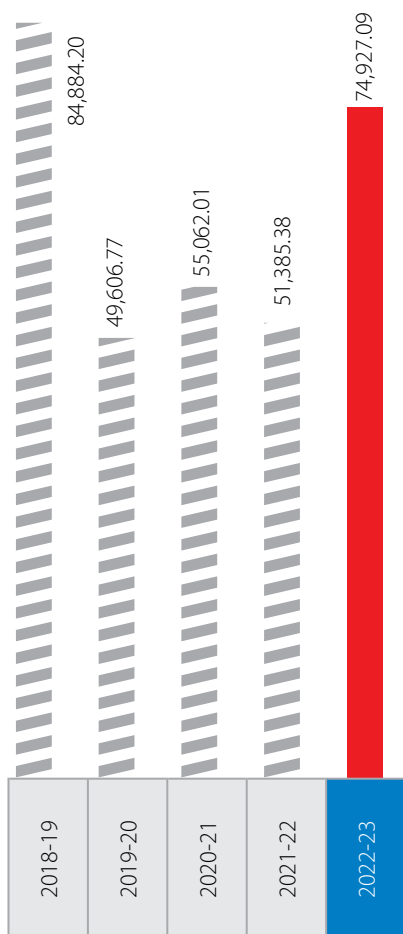




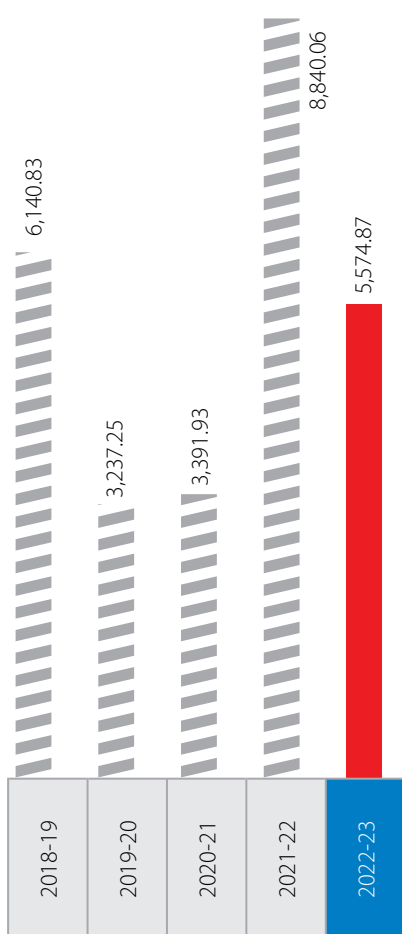
Through stable and agile operations, we have been delivering success

We are amongst the leading and fastest growing companies in the Indian Pig Iron manufacturing. Our significant focused investment in people, products, processes and programs are expected to drive sustainable growth and value creation through 2023-24 and beyond.

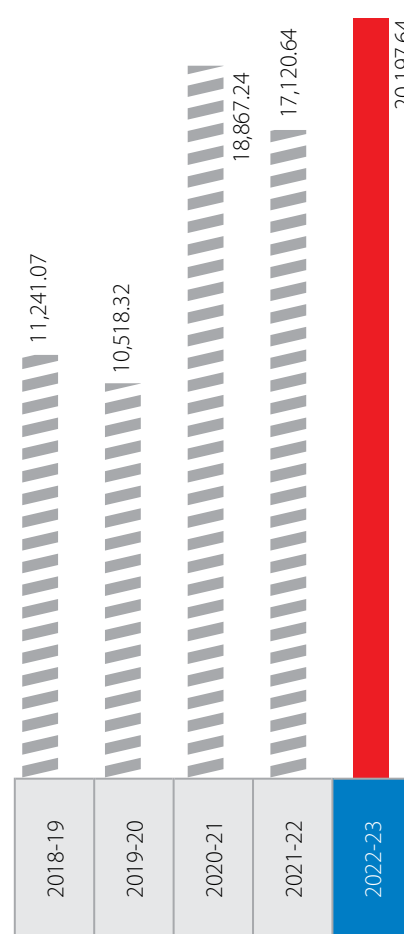
Total Revenue (₹ in Lakhs)



EBITDA (₹ in Lakhs)

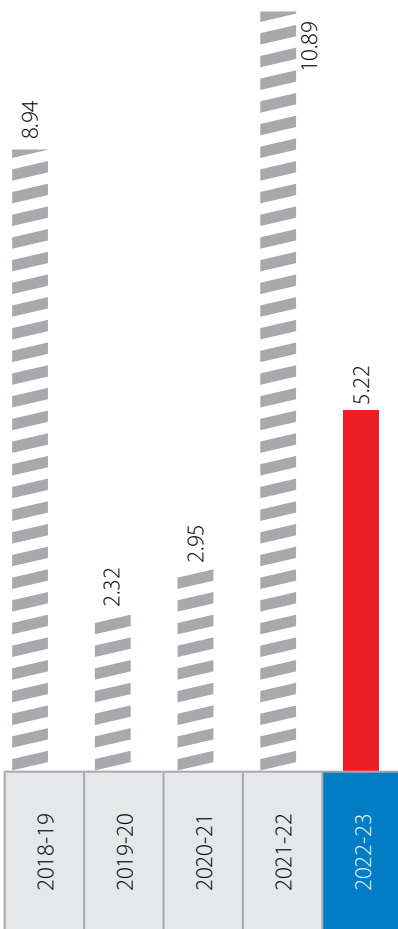


Fixed Assets (₹ in Lakhs)

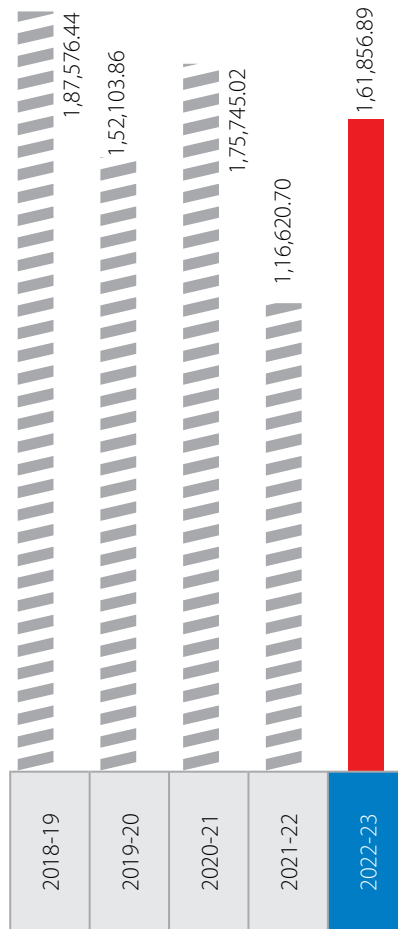




Earnings Per Share (EPS) (₹)



Hot Metal Production (MT)



CARE
BBB+ Stable
 for long-term
 financial instruments

CARE
A3+
 for short-term
 financial instruments

Through stable and agile operations, adaptability and diversity - our core focus

In a rapidly changing business landscape, utilizing technology for future expansion often becomes the most significant transformative factor. We, at K I C Metaliks Ltd., have identified that the optimal way to achieve this is by concurrently managing controllable factors. This form of 'management' allows us to gradually transition realities from one stage to another, yielding reduced costs, enhanced output, and higher throughput, among other benefits.



Capacity expansion

We embarked on the largest addition to our production capacity in the shortest time. In a dynamic world where peoples are trying their hands with new means of technologies and raw materials, in a bid to reduce cost and enhance capacity. We chose to remain "Caupitistic". A cautious yet optimistic approach. We grew the production capacity of Hot Metal from 1,10,000 MTPA in 1997-98 to 2,35,000 MTPA in 2022-23 by adopting conventional raw materials aided by new means of technologies which have been proven globally. The result, today, our core focus have positioned us to emerge as a reliable supplier of Pig Iron for a large and growing customer base.



Cost competency

We have professed a culture of austerity across market cycles, strengthening our business sustainability. The proven technologies which we have adopted over the years has led us to become one of the cost-effective producers of Pig Iron in the domestic iron and steel segment. We integrated backward to conserve the burdening raw material cost by installing Sinter Plant to reduce our dependence on large size iron-ore lumps and instead we started using iron-ore fines which are abundantly available domestically. We reduced our dependence on grid for power supply by installing Captive Power plant which has helped us to reduce the cost of manufacturing. The result, today, we meet 55% of our power requirements captively.

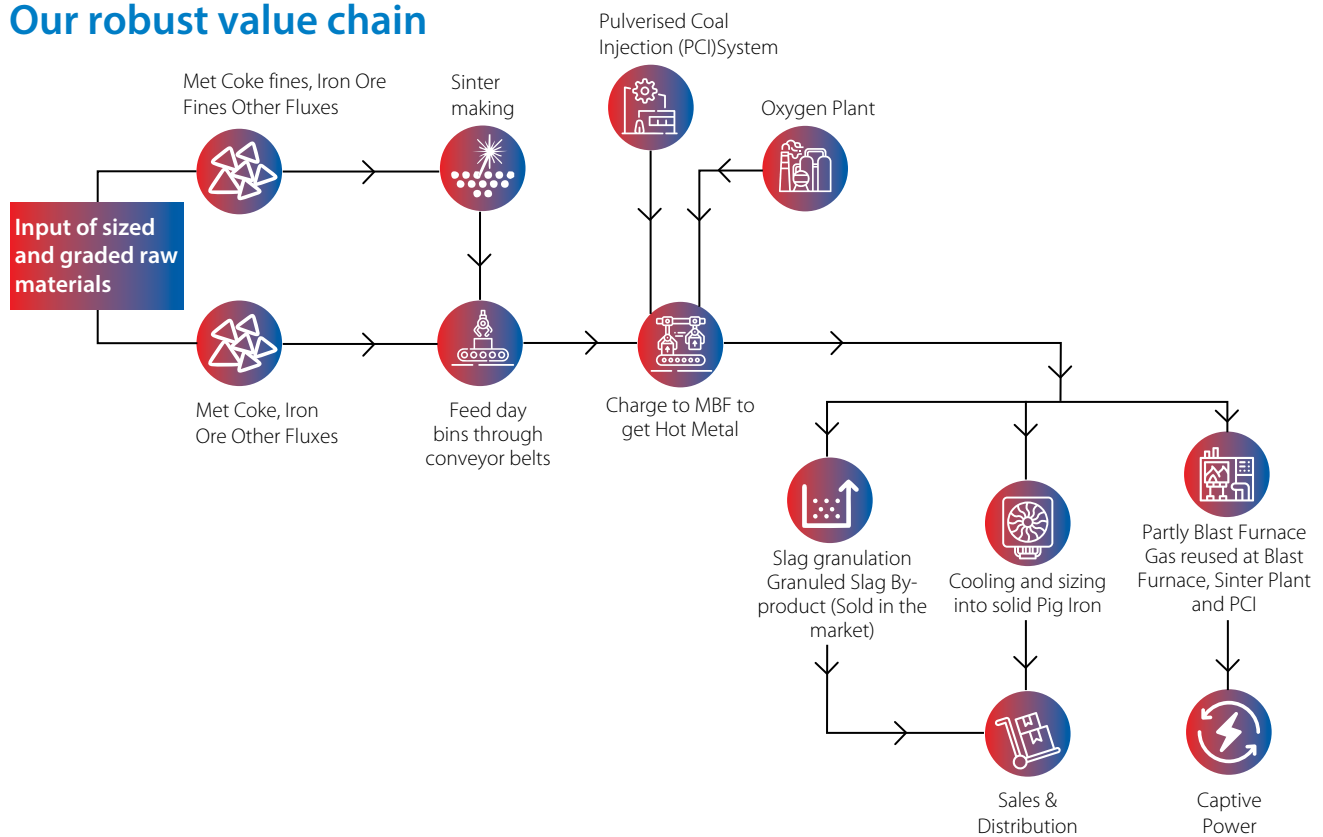


Quality consistency

We are passionate about creating a culture of perfection that encourages and promotes excellence in products and services through innovation and continuous improvement. We believe that quality makes a company. We have adopted "KAIZEN" to improve the quality of product. The primary USP of the Pig Iron manufactured by us is its distinctive size, which facilitates quick sales of the goods and elevates the Company to a significant pig iron producer. Every quality personnel at our Company are qualified and well trained. The guidelines and protocols laid down by our management ensure that every batch of the products delivered by us is of right quality. The result, our sales grew by appx 44% during the year.



Our robust value chain



Agility and Stability are a success when we keep sustainability at the core

At K I C Metaliks Ltd, we believe in giving back to the Society and henceforth creating a positive impact through various contributions.

CONSERVING ENVIRONMENT FOR THE TOMORROW

At K I C Metaliks, we work tirelessly to preserve the environment. Our commitment to lessen the impact of our activities are guided by our philosophy of minimising environmental impact and improving resource efficiency. The pig iron making process involves the use of natural resources such as iron ore, coal, limestone, and other natural resources and is water and energy intensive too. During the process, Green House Gas (GHG) emissions, particularly CO₂ and dust emissions, play a significant role in air pollution and global warming. We reduce our environmental impact by maintaining sustainable operations and consistently enhancing our product quality.

Pillars of our environment management:



Emissions performance

Use of air pollution control equipment, installation of various devices to reduce the coke consumption, installation of Electrostatic Precipitators (ESP), gas cleaning plant and bag filters, fume extraction system, water sprinkling on internal roads & on top of raw materials, reduction of vehicular movement inside the plant to control emissions. Also installation of acoustic hoods, silencers, enclosures to control noise pollution.



Water management

Minimising makeup water usage from local municipality and installation of rain water harvesting system for self-consumption, use of air cooled condensers along with closed circuit cooling system to reduce water consumption. Waste gas cleaning plant (GCP) water after settling being used at GCP for circulation. Captive Power Plant blow down water also being used in GCP slump. Waste water also being used in slag granulation plant.



Energy management

Through usage of vvf drives in high capacity motors, LED light for illumination across plant premises, installation of transparent sheets on sheds to save electricity in day time. During the current year, we are planning to install solar energy at our manufacturing site.



Circular economy

Waste Heat recovery for captive power generation, sintering technology for usage of iron ore fines for charging the MBF which helps us to instil the concept of reduce, recycle and reuse.



Bio diversity

33% green belt across the plant premises as per CPCB guidelines to arrest fugitive emissions. More than 1,094 no of trees with Sirish, Mango, Sal, Mahogany, Devdaru, etc and 3 acres of gardening with various types of plants such as Rose, Mari Gold, Rubber plant, Papaya, Jasmine, etc and various types of herbs for hedging.

STRENGTHENING RELATIONSHIP FOR SUSTAINABLE TOMORROW

At K I C Metaliks, our long-term relationships with customers, suppliers, human resource and communities are key to our business sustainability. Nurturing these relationships for the long term is integral to our strategy.

Valued proposition to varied stakeholders



Customers

To meet our objective of becoming the industry leader in pig iron and insulating revenue from steel cyclicity, we also offer customised and superior quality services to our customers in iron & steel segment. Over the years we have built strong relationship with more than 1,084 value based customers.



Suppliers

As an integrated pig iron manufacturer, we work very closely with our network of supply chain partners. Our supply chain process is focused on using a multi-pronged approach of vendor segmentation and developing long-term supplier partnerships. We treat our vendors as business partners through a fair and transparent governance process. Today due to these initiatives we have a robust relationship with more than 270 business partners.



Human Resource

We have a strong commitment towards our people, which is demonstrated through our industry-leading employee welfare practices, culture of working together and Occupational, Health and Safety (OHS) practices are aimed at developing a culture of safety and care. Industrial harmony of over 35 years with 421 employees and trade unions are a testament to our culture of working together.





Corporate Social Responsibility

K I C Metaliks has a record of shared context, with communities giving it a microscopic view of their critical needs and aspirations. This has enabled the design of focused initiatives which have matured over the years, from service provision to empowering communities in forging their future. Our community welfare measures go well beyond the CSR mandate in the Companies Act, 2013. They cater to the most vulnerable sections among communities, addressing the challenges of today through focused projects encompassing health and safety, sports, education, employment creation activities and special drive towards eradicating hunger, poverty and malnutrition.





ক্লা ব হা উ জ
কলকাতায় এই প্রথমবার
অপেশাদার টেনপিন টুর্নামেন্ট



● কলকাতার ম্যানি স্ট্রেচারে 'এমোবেলা' তে সর্বপ্রথম মহিলা ও পুরুষ অপেশাদারী 'টেনপিন বোলিং টুর্নামেন্ট' আয়োজন করা হয়েছিল। এর আগে যা আগে কখনো হয়নি। 'বেঙ্গল টেনপিন বোলিং অ্যাসোসিয়েশনের' সহযোগিতায় অনুষ্ঠানটি আয়োজন করেছিল 'কিক মেটালিক লিমিটেড'। বলতে গেলে, নতুন প্রতিভাদেরকে বুজ্ঞে বের করার ও তাদেরকে সুযোগ দেওয়ার জন্য এটা ছিল একধরনের 'ট্যালেন্ট হান্ট'। টুর্নামেন্টে কোনো জাতীয় কিংবা রাজ্যভরের খেলোয়াড়কে অংশগ্রহণ করতে দেখা যায়নি। নতুনদের সুযোগ দেওয়া হয়েছিল। টুর্নামেন্টে ৪১ জন পুরুষ ও ২৯ জন মহিলা প্রতিযোগী অংশগ্রহণ করেছিল। পুরুষদের মধ্যে বিজয়ী হয়েছেন আনমোল পোন্দর ও দ্বিতীয় হয়েছেন হারশিমর সিং পাথেজা। মেয়েদের মধ্যে প্রথম হয়েছেন সিবিকা সুরানা, দ্বিতীয় হয়েছেন গানেড়িওয়াল। – সুখবর ব্যুরো

PROGRESSING WITH INTEGRITY

To manage our business affairs fairly, transparently and to create long-term value for all of our stakeholders, we at K I C Metaliks incorporates the highest principles of governance into all aspects of our operations. Our priority is to adhere to best of global corporate governance standards and practices. By appointing an active, experienced and independent Board with 3 Independent Directors backed by Board Committees like Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee and Finance Committee, we have built a solid foundation for making corporate governance a way of life.



Corporate Information

BOARD OF DIRECTORS

Mr. Radhey Shyam Jalan

Chairman and Managing Director

Mr. Mukesh Bengani

Director (Finance) and CFO

Mr. Laxmi Naryan Sharma

Independent Director

Mrs. Manjula Poddar

Independent Director

Mrs. Ishita Bose

Independent Director

Mr. Kanhaiyalal Didwania

Non Independent Director

COMPANY SECRETARY AND COMPLIANCE OFFICER

Mrs. Ruchika Fogla

STATUTORY AUDITORS

M/s. B. N. Agrawal & Co

Chartered Accountants.

1, Old Court House Corner,

Room No. 511, 5th Floor,

Tobacco House, Kolkata - 700 001

West Bengal, India

INTERNAL AUDITORS

M/s. Agarwal Maheswari & Co.

Chartered Accountants

6, Waterloo Street, 5th Floor,

Room No. 504, Kolkata – 700 069

West Bengal, India

COST AUDITORS

M/s. Patangi & Co.

"Fortuna Tower"

23 A, Netaji Subhash Road, 1st Floor,

Suit No- 13, Kolkata – 700 001

West Bengal, India

SECRETARIAL AUDITORS

M/s. B. G. Lahoti & Associates

493/c/a G. T. Road, South Vivek Vihar,

Phase- III, 2nd Floor, Office No. 2C,

Kolkata – 711102

West Bengal, India

PLANT LOCATION

Raturia, Angadpur, Durgapur - 713 215

West Bengal, India

Phone : +91 9874943345

REGISTRAR AND SHARE TRANSFER AGENT

M/s. S. K. Infosolutions Pvt. Ltd.

D/42, Katju Nagar (Near South City Mall),

Ground Floor, Katju Nagar Bazar,

Jadavpur, Kolkata -700 032

West Bengal, India

Phone :+91 33 2412 0027/29

BANKERS

HDFC Bank Limited

YES Bank Limited

Union Bank of India

State Bank of India

CIN: L01409WB1986PLC041169

Registered Office: "Sir RNM House", 3B, Lal Bazar Street, 4th Floor, Room No. 2, Kolkata - 700 001

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Website: www.kicmetaliks.com

Director's Report

Dear Members,

Your Directors have pleasure in presenting the Thirty Sixth Annual Report on the affairs of the Company together with the Statement of Accounts for the financial year 'FY' 2022-23. The summarized financial highlights for the financial year vis-a-vis the previous year are as follows :

1. FINANCIAL HIGHLIGHTS

(Rs. in lakhs)

Particulars	2022-23	2021-22
REVENUE FROM OPERATIONS	74,927.09	51,385.38
Profit before Finance Cost, depreciation and taxes	5,574.87	8,840.06
Less : Finance Cost	1,119.33	1,896.33
Depreciation and amortization	1,423.80	1,181.41
Profit Before Taxation	3,031.74	5,762.32
Provision for Taxation	1,177.10	1,897.52
Profit After Tax for the year	1,854.64	3,864.80
Other Comprehensive Income (net of tax)	(7.88)	3.01
Total Comprehensive Income for the year	1,846.76	3,867.81

2. PERFORMANCE, RESULT OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

During the year under review your Company reported a hot metal production of 1,61,857 MT as compared to 1,16,621 MT in the last fiscal. The capital repairs of the MBF carried out in last fiscal aided this boost in production. Domestic sales increased by 44% in volume, and the total revenue stood at Rs. 74,927 Lakhs in FY 2023 as against Rs.51,385 Lakhs in the previous year thereby registering growth of 46 % y-o-y. The increase in revenue was primarily due to higher production and was partly offset by lower sales realisations on account of the decline in steel prices attributed to lower international steel prices, slowdown of demand in steel producing major-China, persistently high inflation which resulted in increasing interest rates globally and imposition of export duty on steel from May 22 to November 22.

The Company's bottom line took a hit despite a 1.46X y-o-y jump in its operating revenue as the jump in its expenses outweighed the rise in revenue. Led by a surge in its operational expenses and raw material cost, K I C's PAT stood at 1854.64 lakhs in FY 22-23 as compared to 3864.80 lakhs in the previous fiscal year, a decline of almost 52% y-o-y.

Still the results for FY 2022-23 are testament to K I C's resilience and to the strength and quality of its product, as it managed to delivered profits despite navigating through a challenging year for the world and Indian economy. During the year under review, the Company continued to focus on strengthening the back end infrastructure of its Plant and on improving the quality and output of hot metal.

Looking ahead your management is optimistic about India's economic activity, despite concerns over oil prices and the impact of decisions relating to Russian's war in Ukraine. Your Company is poised for as an optimistic year ahead, with a cyclical recovery in consumption, an increase in government spending, and better inflationary projections from Q2 2023-24.

Please refer to the Management Discussion and Analysis section which forms a part of this Annual Report for details of the performance and operations review.

3. DIVIDEND

Keeping in view the working capital requirements of the Company, your Directors have ploughed back the profits and express their inability to declare any dividend for Equity shares of the Company for the fiscal 2023.

4. TRANSFER TO RESERVE

During the year under review, the Board has decided to retain the entire amount of profit for fiscal 2023 in the statement of profit and loss and no amount is proposed to be transferred to the general reserves.

5. SHARE CAPITAL

There was no issue of fresh Equity Shares during the year. No Bonus Shares were issued. The Company has not issued any Sweat Equity Shares and not provided any Employee Stock Option Scheme. The Company has not Bought Back any of its securities during the year under review.

Director's Report

6. CHANGE IN NATURE OF BUSINESS

During the year under review, there was no change in the nature of business of the Company.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL

7.1. Retirement by Rotation

Pursuant to the provisions of the Companies Act, 2013, Mr. Radhey Shyam Jalan (DIN : 00578800) Chairman and Managing Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The information as required to be disclosed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, "Listing Regulations" in case of re-appointment of Directors is provided in the Notice of the ensuing Annual General Meeting.

7.2. Appointment

During the financial year 2022-23 there has been no change in the Board of Directors of your Company.

7.3. Declaration of Independent Directors

All the Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 "Act" and Regulation 25 of Listing Regulations.

7.4. Key Managerial Personnel

Following officials are appointed as the Key Managerial Personnel 'KMP' of the Company :

- Mr. Radhey Shyam Jalan, (DIN : 00578800) Chairman and Managing Director ;
- Mr. Mukesh Bengani, (DIN : 08892916) Director (Finance) and Chief Financial Officer ;
- Mrs. Ruchika Fogla, Company Secretary and Compliance Officer.

7.5. Meetings of the Board

As required under Section 134 of the Act the Board of Directors met 4 (four) times during the FY 2022-23, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Act and Listing Regulations.

7.6. Board Evaluation

Pursuant to the provisions of the Act and the Listing Regulations the Board of Directors has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration the inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance, etc.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders, etc. The performance evaluation of the Independent Directors was carried out by the entire Board of Directors. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

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

Information on conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed herewith as 'Annexure -A' and forms part of this Report.

Director's Report

9. CORPORATE GOVERNANCE

Your Company believes in transparent and ethical corporate governance practices. The Company's approach to Corporate Governance cascades across its business operations and its stakeholders at large to create long term sustainable value.

Pursuant to Regulation 34(3) read with Schedule V of the Listing Regulations, a separate section on Corporate Governance and a Certificate regarding compliance of conditions of Corporate Governance from a Practicing Company Secretary form part of this report as '**Annexure – B**'. The declaration by the Managing Director stating that all the Board members and Senior Management Personnel have affirmed their compliance with the Company's Code of Conduct for the year ended March 31, 2023 is given in the Corporate Governance Report.

10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report, in compliance with Regulation 34(3) read with Schedule V of Listing Regulations, is annexed herewith as '**Annexure - C**' and forms an integral part of this report.

11. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with section 134(3)(a) of the Act, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Act read with Rule 11 of the Companies (Management and Administration) Rules, 2014 is hosted on the website of the Company i.e. www.kicmetaliks.com.

12. AUDITORS AND AUDITORS' REPORT

12.1. Statutory Auditors

M/s. B. N. Agrawal & Co., Chartered Accountants (Firm Registration No. 320312E) were appointed as Statutory Auditors of your Company for a term of one year from the conclusion of the 35th Annual General Meeting until the conclusion of the 36th Annual General Meeting to be held in the year 2023.

The Statutory Auditor's Report for the FY 2022-23 does not contain any qualifications, reservations, adverse remarks or disclaimer and no frauds were reported by the Auditors to the Company under sub-section (12) of Section 143 of the Act.

As per Section 139(2) of the Act, no listed Company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. In view of the same, your Company will be appointing the new Statutory Auditor's of the Company before the forthcoming AGM and the same will be notified to the Shareholder's in the Notice of 36th AGM.

12.2. Cost Auditors

The Board of Directors had appointed M/s. Patangi & Co. (Firm Registration No. 101919, Membership No. 30818) as Cost Auditors of the Company. Their remuneration is subject to ratification by shareholders at the ensuing Annual General Meeting. Cost Audit Report for the FY 2021-22 was filed within due date.

12.3. Secretarial Auditors

Pursuant to Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. B G Lahoti & Associates, Practicing Company Secretaries (Membership No. 37056) as Secretarial Auditors of the Company. The Secretarial Audit Report in Form MR-3 is annexed herewith as '**Annexure – D**' and forms part of this Report. The Report does not contain any qualification, reservation or adverse remark.

13. REPORTING OF FRAUD

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Act.

14. COMPLIANCE CERTIFICATE

The Board has received the Compliance Certificate as required to be given by the Chief Executive Officer and the Chief Financial Officer under Regulation 17(8) of Listing Regulations is annexed herewith as '**Annexure– E**' and forms an integral part of this Report.

Director's Report

15. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 22 of Listing Regulations, the Board of Directors had approved the Policy on Vigil Mechanism/Whistle Blower and the same has been hosted on the website of the Company at the web link <http://kicmetaliks.com/wp-content/uploads/2016/01/VIGIL-MECHANISM.pdf>.

16. NOMINATION AND REMUNERATION POLICY

The Company follows a policy on remuneration of Directors and Senior Management Personnel. The policy is approved by the Nomination and Remuneration Committee and the Board of Directors had approved the policy and the same has been hosted on the website of the Company at the web link <http://kicmetaliks.com/wp-content/uploads/2016/01/NOMINATION-AND-REMUNERATION-POLICY.pdf>.

17. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a Policy for Prohibition and Redressal of Sexual Harassment at work place which is in line with the requirements of the Sexual Harassment of women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder. All employees (permanent, contractual, temporary and trainees) are covered under this policy. The Company has constituted an Internal Complaint Committee for its Registered Office and Corporate Office under Section 4 of the captioned Act. No complaint has been filed before the said committee till date. The Company has filed an Annual Report with the concerned Authority.

18. AUDIT COMMITTEE

Your Company has an Audit Committee in terms of Section 177 of the Act and Regulation 18 of the Listing Regulations. Further details of Audit Committee are given in the Corporate Governance Report annexed as a part of the Directors' Report.

19. FINANCE

19.1. Public Deposits

During the year under the review your Company has not accepted any deposits nor does the Company have any outstanding deposits under Section 73 of the Act read with the Companies (Acceptance of Deposit) Rules, 2014 as on the date of the Balance Sheet.

19.2. Particulars of loans, guarantees or investments under Section 186 of the Act

During the year under the review your Company has not given any loan or guarantee covered under Section 186 of the Act.

19.3. Contracts and arrangements with related parties

There were no materially significant related party transactions entered by the Company which may have a potential conflict with the interest of Company. All related party transaction(s) are first placed before Audit Committee for approval and thereafter such transactions are also placed before the Board for seeking their approval. The details of Related Party Transactions, as required pursuant to respective Indian Accounting Standards, have been stated in **Note No. 36** to the Audited Financial Statement of Company forming part of this Annual Report.

The Policy on Materiality of Related Party Transactions and dealing with related party transactions, as approved by the Board of Directors may be accessed on the Company's website at the web link <http://kicmetaliks.com/wp-content/uploads/2016/01/RELATED-PARTY-TRANSACTION-POLICY.pdf>

19.4. Internal Financial Control

The Company has in place adequate internal financial control with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operations of the same were observed.

Director's Report

20. RISK MANAGEMENT

Risk management is an integral part of the strategic management of your Company. The process involves periodic identification of risk likely to affect the business from operating smoothly and adoption of appropriate measures to address the concerns. In this regard, your Company has identified inherent risks in its operations and record residual risk after taking specific risk mitigation steps. The Policy on Risk Management, as approved by the Board of Directors may be accessed on the Company's website at the web link <http://kicmetaliks.com/wp-content/uploads/2016/01/RISK-MANAGEMENT-POLICY.pdf>.

Further details regarding the same are given in the Management and Discussion Analysis Report.

21. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted CSR Committee in compliance with the provisions of section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The CSR Policy of the Company has been prepared pursuant to Section 135 of the Act and the CSR Rules. The CSR policy serves as the referral document for all CSR related activities at the Company. CSR Policy relates to the activities to be undertaken by the Company as specified in schedule VII and other amendments/circulars thereon to the Act.

Salient features of the CSR Policy and details of activities as required under Companies (Corporate Social Responsibility Policy) Rules, 2014 is provided in 'Annexure – F' forming part of this Report. The Company's CSR Policy may be accessed at the link: <http://kicmetaliks.com/wp-content/uploads/2019/04/CSR-Policy-1.pdf>.

22. DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors would like to inform the shareholders that the Audited Accounts containing the financial statements for the year 2022-23 are in conformity with the requirements of the provisions of Section 134(3)(c) read with Section 134(5) and all other applicable provisions of the Companies Act, 2013 and they believe that, the financial statements reflect fairly the form and substance of transactions carried out during the year and reasonably present the Company's financial condition and results of operations.

Based on the same, your Directors further confirm, according to the best of their knowledge and belief that :

- a) in the preparation of the Annual Accounts for the FY ended March 31, 2023, the applicable Accounting Standards have been followed and there are no material departures from the same ;
- b) the Directors have 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 the Company at the end of the FY 2022-23 and of the profit and loss of the Company for that period ;
- 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 have prepared the Annual Accounts on a going concern basis ;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively ;
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

23. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The Company had no employee during the FY ended March 31, 2023, who was drawing remuneration in excess of limits set out under Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Hence, no disclosure is required for the same.

Director's Report

A. Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided here below :

i) **The ratio of remuneration of each Director/KMP to the median remuneration of the employees of the Company for the FY 2022-23 :**

Sl. No.	Name of Directors/KMP and Designation	Remuneration for FY 2022-23 (Rs. in lakhs)	% increase in remuneration in the FY 2022-23	Ratio of remuneration of each Director/ KMP to median remuneration Of employees
1.	Mr. Radhey Shyam Jalan DIN: 00578800 (Chairman and Managing Director)	105.8	10.21%	63.38 x
2..	Mr. Mukesh Bengani DIN : 08892916 [Director(Finance) and Chief Financial Officer]	15.61	15.46 %	9.35x
3.	Mr. Kanhaiyalal Didwania DIN : 07746160 (Non - Executive, Non Independent Director)	-	-	-
4.	Mr. Laxmi Naryan Sharma DIN : 00356855 (Non - Executive, Independent Director)	-	-	-
5.	Mrs. Manjula Poddar DIN : 08158445 (Non - Executive, Independent Director)	-	-	-
6.	Mr. Ishita Bose DIN : 00058501 (Non - Executive, Independent Director)	-	-	-
7.	Mrs. Ruchika Fogla Membership No. : A23339 (Company Secretary)	3.23	9.85%	1.94 x

ii) The median remuneration of employees of the Company during the FY 2022-23 was Rs. 1.66 lakhs.

iii) In the financial year 2022-23, there was a increase of 0.38 % in the median remuneration of employees.

iv) There were 339 permanent employees on the rolls of Company as on March 31, 2023.

v) Average percentage increase made in the salaries of employees other than the Managerial Personnel in the FY under review i.e. 2022-23 was 15.27% whereas the increase in the managerial remuneration for the same period was 10.83%.

vi) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, KMP and other Employees.

B. Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided as '**Annexure – H**' to this Report.

24. MATERIAL ORDERS

There have been no significant and material orders passed by the court or regulators or tribunals impacting the going

Director's Report

concern status and Company's operations. Your attention is drawn to the Contingent Liabilities and commitments shown in the Notes to Financial Statements forming part of this Annual Report.

25. MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments have occurred after the close of the FY till the date of this Report, which affect the financial position of the Company.

26. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the year under the review no applications were made by the Company and neither any proceedings were pending against the Company under the Insolvency and Bankruptcy Code, 2016.

27. OTHER DISCLOSURES

The Company has proper and adequate systems and processes in place to ensure compliance with all applicable Secretarial Standards issued by The Institute of Company Secretaries of India.

No disclosure or reporting is made in respect of the following items as there were no transactions or change during the year under review :

- Details relating to deposits covered under Chapter V of the Act ;
- Issue of Equity Shares with differential rights as to dividend, voting or otherwise ;
- Issue of Shares to the employees of the Company under any scheme (Sweat Equity or Stock Options)
- The Company does not have any scheme or provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees ;
- There was no revision in the financial statements other than as required to be done as per Ind AS.

28. ACKNOWLEDGEMENT

The Board wishes to place on record their sincere appreciation for the continued support which the Company has received from its customers, suppliers, debenture holders, shareholders, promoters, bankers and above all, its employees.

ANNEXURES TO THIS REPORT

A brief summary of the annexures accompanying this Report are given as below :

Annexure	Particulars
A	Conservation of Energy, Technology Absorption And Foreign Exchange Earnings and Outgo.
B	Corporate Governance Report.
C	Management and Discussion and Analysis Report.
D	Secretarial Audit Report in Form MR - 3.
E	CEO/CFO Certification.
F	CSR Report.
G	Disclosures pertaining to remuneration and other details as required under Section 12(197) of the Companies Act, 2013 read with Rule 3) & (2)5) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

For and on behalf of the Board of Directors

Radhey Shyam Jalan

DIN : 00578800

Chairman and Managing Director

Place : Kolkata

Dated : May 26, 2023

'Annexure - A' to the director's report

Information pursuant to Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8 of the Companies (Accounts) Rules, 2014 and as part of the Directors' Report for the financial year ended March 31, 2023.

A. CONSERVATION OF ENERGY

- (i) The steps taken or impact on conservation of energy :
- Installation of VVVF of drives to reduce power consumption.
 - Installed coke drying system to use the extra heat from sinter plant cooler. It is used to remove the coke moisture as a result of which coke consumption will reduce.
 - Replacement of conventional Lights with LED light fittings.
- (ii) The steps taken by the Company for utilizing alternate sources of energy : Nil
- (iii) The capital investment on energy conservation equipments : Rs. 131.48 lakhs

B. TECHNOLOGY ABSORPTION

- (i) The efforts made towards technology absorption : Nil
- (ii) The benefits derived like product improvement, cost reduction, production development or import substitution : Nil
- (iii) In case of imported technology :
- a. The details of technology imported : Nil
 - b. The year of import : NA
 - c. Whether the technology been fully absorbed : NA
 - d. If, not fully absorbed, areas where absorption has not taken place, and the reasons thereof ; and : NA
- (iv) The expenditure incurred on Research and Development : Nil

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

(Rs. in lakhs)

Particulars	2022-23	2021-22
a. Foreign Exchange earned in terms of Actual Inflows	Nil	4,312.17
b. Foreign Exchange used in terms of Actual Outflows	347.38	4344.01

For and on behalf of the Board of Directors**Radhey Shyam Jalan**

DIN : 00578800

Chairman and Managing Director

Place : Kolkata

Dated : May 26, 2023

'Annexure - B' to the director's report

CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance for the financial year 2022-23. This report elucidates the systems and processes followed by the Company to ensure compliance of Corporate Governance requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "Listing Regulations" and the Companies Act, 2013 "Act" and provides a true overview of the Company's business model and operations, structure, activities and performance.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Our philosophy on Corporate Governance is based on an ethical and transparent governance practices. Good corporate governance is the key to enhance the long-term value of the Company for the benefit of all stakeholders. The pillars on which the edifice of corporate governance stands are fairness and accountability. Thus it becomes necessary for every organization to achieve high standards of corporate governance. We firmly believe that our governance mechanism protects and enhances the trust of members, customers, suppliers, financiers, employees, government agencies and the society at large.

2. BOARD OF DIRECTORS

Composition

Category	No. of Directors
Non Executive and Independent Directors	3
Non Executive and Non Independent Directors	1
Executive Directors	2

None of the Directors on the Board is a member of more than 10 (ten) Committees and Chairman of more than 5 (five) Committees across all the Companies in which he/she is a Director pursuant to Regulation 26 of Listing Regulations. Further, none of the Independent Directors on the Board is serving as an Independent Director in more than 7 (seven) listed Companies. Necessary disclosures regarding Committee positions have been made by all the Directors.

The composition of the Board is in conformity with Regulation 17 of Listing Regulations. The Board met 4 (Four) times during the financial year 2022-23 i.e. on May 26, 2022; August 11, 2022; November 7, 2022 and February 13, 2023 and the time gap between any two meetings did not exceed 120 days.

The composition of the Board and the attendance of Directors at the Board Meetings held during the last fiscal and at the last Annual General Meeting and the number of other directorship and Board Committees' membership/ chairmanship held in other Public Companies are as follows :

Name and Category of the Directors	Attendance at Board Meetings	Attendance at the last Annual General Meeting	No. of other Directorship held ^a		No. of other Committee Membership held ^b	
			As Director	As Chairman	As Member	As Chairman
Mr. Radhey Shyam Jalan DIN : 00578800 (Executive, Chairman and Managing Director)	4	Yes	Nil	Nil	Nil	Nil
Mr. Mukesh Bengani DIN : 08892916 [Executive, Director (Finance) and Chief Financial Officer]	4	Yes	Nil	Nil	Nil	Nil
Mr. Kanhaiyalal Didwania DIN : 07746160 (Non-Executive, Non-Independent Director)	4	Yes	Nil	Nil	Nil	Nil

'Annexure - B' to the director's report

Name and Category of the Directors	Attendance at Board Meetings	Attendance at the last Annual General Meeting	No. of other Directorship held ^a		No. of other Committee Membership held ^b	
			As Director	As Chairman	As Member	As Chairman
Mr. Laxmi Naryan Sharma DIN : 00356855 (Non-Executive, Independent Director)	3	Yes	4 ^e	Nil	Nil	Nil
Mrs. Manjula Poddar DIN : 08158445 (Non-Executive, Independent Director)	4	Yes	Nil	Nil	Nil	Nil
Mrs. Ishita Bose DIN : 01088890 (Non-Executive, Independent Director)	4	Yes	Nil	Nil	Nil	Nil

Notes :

- Excludes Directorship/Committee membership in Private Limited Companies, Companies under Section 8 of the Act read with Rule 19 of the Companies (Incorporation) Rules, 2014 and Foreign Companies and Associations.
- Only Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of the Listing Regulations.
- None of the Directors have any inter-se relation among themselves and with any of the employees of the Company.
- None of the Non-Executive Directors holds any shares in the Company, except Mr. Kanhaiyalal Didwania.
- The directorship held by Mr. Laxmi Naryan Sharma in listed entities is as below :

Name of the Listed Entities	Category
Global Capital Markets Limited	Independent Director
GCM securities Limited	Independent Director
GCM Capital Advisors Limited	Independent Director
GCM Commodity & Derivatives Limited	Independent Director

Schedule for Board Meeting

Tentative dates for Board Meetings in the ensuing financial year are decided in advance and communicated to the members of the Board. The information, as required under Regulation 17(7) read with Schedule II Part A of the Listing Regulations, is made available to the Board.

The Board meets at least once a quarter to review the quarterly financial results and other agenda items. Additional meetings are held when necessary. Committees of the Board usually meet the day before or on the day of the formal Board meeting, or whenever the need arises for transacting business. The recommendations of the Committees are placed before the Board for necessary approval.

Independent Directors

Independent Directors are Non-executive directors as defined under Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. Based on the declarations received from all Independent Directors at the first meeting of the Board, the Board has confirmed that they meet the criteria of independence as mentioned under Section 149 of the Act and Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management.

'Annexure - B' to the director's report

Further, the IDs have in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs.

During the year under review, a separate meeting of the Independent Directors of the Company was held on Friday July 01, 2022, without the presence of Non-Independent Directors and members of management. All the Independent Directors were present in that meeting.

The Independent Directors in the said meeting had, inter-alia:

- i. reviewed the performance of Non-Independent Directors and the Board as a whole;
- ii. reviewed the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
- iii. assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Familiarisation Programme for Directors (including Independent Directors)

As a practice, newly appointed Directors (Including Independent Directors) inducted to the Board are given a formal orientation. The Directors are usually encouraged to visit the plant of the Company and interact with member of senior management as a part of the induction programme. The senior management makes the presentation giving overview of the Company's manufacturing product, marketing, finance, and other important aspects. This enables the Directors to get a deep understanding of the Company, its people, values and culture and facilitates their active participation in overseeing the performance of the Management.

The Directors are updated from time to time, on the Company's procedures and policies as per the familiarization program devised in that behalf by the Company, copy of the same is available on Company's website at <http://kicmetaliks.com/wp-content/uploads/2016/01/FAMILARISATION-PROGRAMME.pdf>.

Skills, Expertise and Competencies of the Board

The Board comprises with highly qualified members possessing required skills, expertise and competence in making effective contributions towards the growth of the Company. Leadership, operational experience, strategic planning, industry experience, research and development, innovation, consumer insights, marketing, supply chain management and branding are the key core skill/expertise/competence, in the context of the Company's business apart from governance, finance, taxation and regulatory affairs functions. In the opinion of the Board, these skills are available with the Board and the following chart/matrix depicts the aforesaid skills/expertise/ competence possessed by the board.

SI No.	Directors Name	Skills / expertise / competence
1.	Mr. Radhey Shyam Jalan	Business strategy and operations, industry experience, risk management, Leadership, project management, risk management, financial and supply chain management and governance, Accounting, Taxation and Capital markets.
2.	Mr. Mukesh Bengani	Financial management and accounting, Business Strategy, Management Information System, Taxation, Costing and Capital markets
3.	Mr. Laxmi Naryan Sharma	Financial management and Accounting, Taxation and Capital markets.
4.	Mr. Kanhaiyalal Didwania	Marketing, sales and consumer insights, operations, supply chain management and distribution.
5.	Mrs. Ishita Bose	Legal and regulatory requirements.
6.	Mrs. Manjula Poddar	Governance and regulatory requirements, Financial management and Accounting and Taxation.

3. AUDIT COMMITTEE

The primary objective of the Audit Committee is to monitor and effectively supervise the Company's financial reporting process with a view to provide accurate, timely and proper disclosures and maintain the integrity and quality of the

'Annexure - B' to the director's report

financial reporting. The Audit Committee oversees the work carried out in the financial reporting process by the management, the Statutory, the Internal Auditors, the Cost Auditor and the Board. The terms of reference of the Audit Committee are in conformity with the provisions of Section 177 of the Act and Regulation 18 of Listing Regulations.

The brief terms of reference of the Committee, inter alia, include the following :

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible
- Discuss and review with the management the annual/ half-yearly/quarterly financial statements and the auditor's report thereon, before submission to the Board for approval
- Review of the Company's accounting policies, internal accounting and financial controls, risk management policies and such other matters
- Discuss with the 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
- Hold timely discussions with the statutory auditors regarding critical accounting policies and practices and significant financial reporting issues and judgements made
- Recommend to the Board the appointment, re-appointment and if required, the replacement or removal of statutory auditors, remuneration and terms of appointment of auditors, fixation of audit fees and to approve payment for any other services rendered by the statutory auditors
- Review and monitor the auditor's independence, qualification and performance and effectiveness of audit process
- Review with the management, performance of the statutory and internal auditors
- Review the adequacy of the internal audit function and the adequacy and efficacy of the internal control systems
- Evaluate internal financial controls and risk management systems
- Review the related party transactions and the functioning of the Whistleblower Mechanism
- Review the effectiveness of the system for monitoring compliance with laws and regulations and oversee compliance with legal and regulatory requirements, including the Code of Conduct of the Company
- Approve the appointment of the Chief Financial Officer after assessing the qualifications, experience and background of the candidate

All the items listed in Section 177 of the Act and Regulation 18(3) read with Part C of Schedule II of the Listing Regulations are covered in the terms of reference of the Audit Committee.

Further, pursuant to Regulation 18(2)(c) of the Listing Regulations, the Audit Committee is empowered to investigate any activity within its terms of reference, seek information it requires from any employee, obtain outside legal or other independent professional advice and secure attendance of outsiders with relevant expertise, if considered necessary. Apart from the above, the Audit Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time.

Further the Audit Committee also reviews the processes of Conduct and Insider Trading Code, Whistle-Blower Policies and related cases thereto. The Committee also reviews matters under the Prevention of Sexual Harassment at Workplace Policy.

During the financial year 2022-23 the Committee met 4 (Four) times on May 26, 2022; August 11, 2022; November 7, 2022 and February 13, 2023 and the time gap between any two meetings did not exceed 120 days.

'Annexure - B' to the director's report

The composition of the Audit Committee and attendance at the meetings of the Committee during financial year 2022-23 is as under :

Name and Category of the Directors	Position held	No. of Meetings held during tenure	No. of Meetings Attended
Mrs. Manjula Poddar DIN : 08158445 (Non-Executive, Independent Director)	Chairman	4	4
Mr. Laxmi Naryan Sharma DIN : 00356855 (Non-Executive, Independent Director)	Member	4	3
Mr. Mukesh Bengani DIN : 08892916 (Executive Director)	Member	4	4
Mr. Ishita Bose DIN : 01088890 (Non-Executive, Independent Director)	Member	4	4

Mr. Mukesh Bengani, Chief Financial Officer of the Company is a member of the committee and other Senior Functional Executives of the Company are invited as and when required to provide necessary inputs to the Committee. The Internal Auditors and Statutory Auditors or their representatives are also invited to each meeting of the Audit Committee. The Company Secretary acts as the Secretary to the Committee.

4. NOMINATION AND REMUNERATION COMMITTEE

Pursuant to provisions of Section 178 of the Act and Regulation 19 of Listing Regulations and amendments there upon, the Board has constituted the Nomination and Remuneration Committee "NRC" to oversee the Company's nomination process for the senior management and to decide the salary, perquisites and commission/performance linked remuneration etc., to be paid to them and other employees within the broad frame-work of the Group Policy, merit and Company's performance. All the members are Non-Executive, Independent Directors.

The terms of reference of the NRC are in conformity with the provisions of Section 178 of the Act and Part D of Schedule II and Regulation 19 of Listing Regulations. The brief terms of reference of the Committee, inter alia, include the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the Director, Key Managerial Personnel and other employees.
- 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.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on diversity of Board.
- Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

'Annexure - B' to the director's report

- 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.
- recommend to the board, all remuneration, in whatever form, payable to senior management.

During the financial year, the Committee met 1 (One) on August 11, 2022.

The composition of the NRC and attendance at the meetings of the Committee during financial year 2022-23 is as under :

Name and Category of the Directors	Position held	No. of Meetings held during tenure	No. of Meetings Attended
Mrs. Manjula Poddar DIN : 08158445 (Non-Executive, Independent Director)	Chairman	1	1
Mr. Laxmi Naryan Sharma DIN : 00356855 (Non-Executive, Independent Director)	Member	1	1
Mr. Kanhaiyalal Didwania DIN : 07746160 (Non-Executive, Non-Independent Director)	Member	1	1
Mr. Ishita Bose DIN : 01088890 (Non-Executive, Independent Director)	Member	1	1

The details of remuneration paid to the Executive and Non- Executive Directors during the financial year 2022-23, are as follows :

Name and Category of the Director	Salary including Benefits/ Allowances, etc. (Rs.)	Sitting Fees (Rs.)	Commission (Rs.)	No. of shares held
Mr. Radhey Shyam Jalan DIN : 00578800 (Executive, Chairman and Managing Director)	105.80 lakhs	Nil	Nil	5,13,475
Mr. Mukesh Bengani DIN : 08892916 (Executive, Director (Finance) and CFO)	15.61 lakhs	Nil	Nil	Nil
Mr. Laxmi Naryan Sharma DIN : 00356855 (Non-Executive, Independent Director)	Nil	0.42 lakhs	Nil	Nil
Mr. Ishita Bose DIN : 01088890 (Non-Executive, Independent Director)	Nil	0.56 lakhs	Nil	Nil
Mrs. Manjula Poddar DIN : 08158445 (Non-Executive, Independent Director)	Nil	0.56 lakhs	Nil	Nil
Mr. Kanhaiyalal Didwania ^a DIN : 07746160 (Non-Executive, Non-Independent Director)	Nil	Nil	Nil	25,000
Total	121.41 lakhs	1.54 lakhs		5,38,475

'Annexure - B' to the director's report

Note:

^a Mr. Kanhaiyalal Didwania, Non-Executive Non-Independent Director(s) of the Company do not accept sitting fees and/ or Commission on the Net Profits of the Company.

The term of Contact of Mr. Radhey Shyam Jalan, from November 4, 2022 to November 3, 2025 and Mr. Mukesh Bengani, from August 25, 2020 to August 24, 2025.

No severance fees is payable to the Whole Time Directors on termination of the employment. The contract may be terminated by either party giving the other party three months notice. Presently, the Company does not have any scheme for grant of Stock Options to its Managing Directors, Directors or other employees.

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee "SRC" consider and resolves the grievance of all the security holders of the Company including complaints related to transfer and transmission of shares, non-receipt of Annual Report, non-receipt of declared dividend/duplicate share certificate, etc. and such other grievances as may be raised by the security holders from time to time.

The terms of reference of the SRC are in conformity with the provisions of Section 178 of the Act and Part D of Schedule II and Regulation 20 of Listing Regulations. The brief terms of reference of the Committee, inter alia, include the following:

- 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.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar and Share Transfer Agent.
- 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.

During the financial year 2022-23, the committee met 4 (four) times on May 26, 2022; August 11, 2022; November 7, 2022 and February 13, 2023.

The composition of the SRC and the attendance at the meetings of the Committee during the financial year 2022-23 is as under :

Name and Category of the Directors	Position held	No. of Meetings held during tenure	No. of Meetings Attended
Mrs. Manjula Poddar DIN : 08158445 (Non-Executive, Independent Director)	Chairman	4	4
Mr. Ishita Bose DIN : 01088890 (Non-Executive, Independent Director)	Member	4	4
Mr. Laxmi Naryan Sharma DIN : 00356855 (Non-Executive, Independent Director)	Member	4	3

'Annexure - B' to the director's report

In terms of Regulation 6 and Schedule V of the Listing Regulations, the Board has appointed Mrs. Ruchika Fogla, Company Secretary as the Compliance Officer of the Company, details of whom are given below :

Name, designation and address of Compliance Officer :**Mrs. Ruchika Fogla,**

Company Secretary and Compliance Officer

Membership No. A23339

K I C Metaliks Limited "Sir RNM House" 3B, Lal Bazar Street, 4th Floor, Room No. 2, Kolkata – 700 001

Phone : +91-33-4007-6552

Fax : +91-33-4001-9636

E-mail : companysecretary@kicmetaliks.com

The details of investor complaints received and resolved during the financial year ended March 31, 2023 are given below. The complaints relate to non-receipt of annual report, dividend, share transfers and other investor grievances :

Number of complaints pending as on April 1, 2022	0
Number of complaints received during April 1, 2022 to March 31, 2023	0
Number of complaints disposed off during the year ended on March 31, 2022	0
Number of complaints pending as on March 31, 2023	0

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The purpose of the Corporate Social Responsibility "CSR" Committee is to formulate and recommend to the Board, a CSR Policy, which shall indicate the initiatives to be undertaken by the Company, recommend the amount of expenditure the Company should incur on CSR activities and to monitor from time to time the CSR activities and policy of the Company. It also reviews practices and principles to foster sustainable growth of the Company by creating values consistent with long-term preservation and enhancement of financial, manufacturing, natural, social, intellectual and human capital.

The CSR policy is available at: <https://kicmetaliks.com/wp-content/uploads/2021/10/corporate-social-responsibility-policy.pdf>

During the financial year 2022-23, the committee met 2 (two) times on June 10, 2022 and January 11, 2023.

The composition of the CSR Committee and the attendance at the meetings of the Committee during the financial year 2022-23 is as under :

Name and Category of the Directors	Position held	No. of Meetings held during tenure	No. of Meetings Attended
Mrs. Manjula Poddar DIN : 08158445 (Non-Executive, Independent Director)	Chairman	2	2
Mr. Ishita Bose DIN : 01088890 (Non-Executive, Independent Director)	Member	2	2
Mr. Mukesh Bengani DIN : 08892916 [Executive, Director (Finance) and CFO]	Member	2	2
Mr. Radhey Shyam Jalan DIN : 00578800 (Executive, Chairman and Managing Director)	Member	2	2

'Annexure - B' to the director's report

7. FINANCE COMMITTEE

The Committee was constituted on March 1, 2022. The purpose of the finance committee is as follows :

- To approve availing of credit / financial facilities of any description from Banks/ financial Institutions/ Bodies Corporate within the limits approved by the Board ;
- To investments and dealings with any monies of the Company upon such security or without security in such manner as the committee may deem fit, and from time to time to vary or realise such investments within the framework of the guidelines laid down by the Board ;
- To make loans to Individuals /Bodies Corporate and/or to place deposits with other Companies/ firms upon such security or without security in such manner as the committee may deem fit within the limits approved by the Board ;
- To open Current Account(s), Operation Account(s), or any other Account(s) with Banks and also to close such accounts ;
- authorization to employees to execute / sign returns, submissions, documents etc. on behalf of the Company and to appear before various statutory authorities or
- Such other matters as may be delegated by the Board from time to time.

The composition of the Finance Committee of the Committee during the financial year 2022-23 is as under :

Name and Category of the Director	Position held
Mr. Radhey Shyam Jalan DIN : 00578800 (Executive, Chairman and Managing Director)	Chairman
Mr. Mukesh Bengani DIN : 08892916 (Executive, Director (Finance) and CFO)	Member
Mrs. Manjula Poddar DIN : 08158445 (Non-Executive, Independent Director)	Member

8. OTHER DISCLOSURES

- a) Prior approval of the Audit Committee is obtained for all Related Party Transactions of the Company. During the financial year ended March 31, 2023, the Company did not have any 'material' related party transactions that may have potential conflict with the interests of the Company at large.

The Board of Directors of the Company has adopted a Related Party Transactions Policy pursuant to the requirements of Section 188 of the Act and Rules framed thereunder and Regulation 23 of the Listing Regulations. The said Related Party Transactions Policy has been uploaded on the website of the Company at <http://kicmetaliks.com/wp-content/uploads/2016/01/RELATED-PARTY-TRANSACTION-POLICY.pdf> .

The Disclosure on Related Party Transactions forms integral part of the Notes to Financial Statements of the Company for the financial year ended March 31, 2023 (**Note No. 36**) as included in this Annual Report.

- b) The Company has duly complied with the requirements of the regulatory authorities on Capital Markets. No penalties, strictures have been imposed on the Company by Stock Exchange or SEBI or by any statutory authority, on any matter related to the capital markets in last three years.
- c) Details regarding the establishment of Vigil Mechanism/Whistle Blower Policy have been disclosed in **Point No. 15** of the Directors' Report.

The Policy for determining the material subsidiaries has been uploaded on the website of the Company at <http://kicmetaliks.com/wp-content/uploads/2020/09/materail-subsiidiary.pdf>

'Annexure - B' to the director's report

- d) Total fees for all services paid by the Company on a consolidated basis, to the Statutory Auditors of the Company was Rs.7.20 lakhs. The firm of Statutory Auditors of the Company does not have any network firm/network entity of which the Statutory Auditors are a part as per confirmation obtained from it.
- e) Disclosure in relation to Sexual harassment of women at workplace (Prevention, Prohibition and Redressal) Act 2013 have been disclosed in **Point No. 17** of the Directors' Report.
- f) The Company has complied with all mandatory requirements of the Listing Regulations, relating to Corporate Governance from Regulations 17 to 27 and has also complied with Clauses (b) to (i) of Regulation 46(2) relating to dissemination of information on the website of the Company. The status of compliance with the non-mandatory requirements listed in Part E of Schedule II of the Listing Regulations, is as under:
- ◆ There are no modified opinions in the Audit Report given by M/s. B. N. Agrawal & Co., Statutory Auditors of the Company.
 - ◆ In accordance with the provisions of Section 138 of the Act, the Company has appointed an Internal Auditor who reports to the Audit Committee. Quarterly Internal Audit Reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.

9. GENERAL BODY MEETINGS

Details regarding venue, date, time and Special Resolutions passed in last 3 (three) Annual General Meetings of the Company are as follows :

AGM Particulars	Date and time	Venue	Business requiring Special Resolution
35th Annual General Meeting of the financial year 2021-22	September 23, 2022 at 10:30 a.m.	Video Conferencing / Other Audio Visual Means	Three Special resolutions were proposed and approved : 1. Re-appointment of Mr. Radhey Shyam Jalan as a Chairman and Managing Director of the Company and Payment of overall remuneration to him. 2. Revision in remuneration of Mr. Mukesh Bengani Director (Finance) and Chief Financial Officer of the Company. 3. Ratification of the remuneration of the Cost Auditor of the Company for the Financial Year 23-2022.
34th Annual General Meeting of the financial year 21-2020	September ,24 2021 at 10:30 a.m.	Video Conferencing / Other Audio Visual Means	One Special resolution was proposed and approved: Appointment of Mrs. Ishita Bose as an Independent Director of the Company.
33rd Annual General Meeting of the financial year 20-2019	September ,29 2020 at 10:30 a.m.	Video Conferencing / Other Audio Visual Means	Nil

Details regarding resolutions passed through Postal Ballot during financial year 2022-23 :

None of the businesses proposed to be transacted at the ensuing Annual General Meeting requires passing of a special resolutions through Postal Ballot.

Extraordinary General Meeting:

No Extraordinary General Meeting of the Members was held during the financial year 2022-23.

'Annexure - B' to the director's report

10. MEANS OF COMMUNICATION

Quarterly Results	
Which newspapers normally published in : English and Bengali	Business Standard (All editions) and Arthik Lipi (Bengali)
Any website displayed	www.kicmetaliks.com
Whether website also displays official news releases	Yes
Whether presentations made to institutional investors or analysts	No

11. ANNUAL GENERAL MEMBERS INFORMATION FOR FINANCIAL YEAR 2022-23 :

Day and Date	Friday, September 08, 2023
Time	10:30 AM
Venue	Video Conferencing / Other Audio Visual Means "VC/OAVM"
Book Closure period	From September 02, 2023 to September 08, 2023 (both days inclusive)
Dividend Payment Date	The Directors have not recommended any dividend for the financial year 2022-23

12. GENERAL INFORMATION FOR MEMBERS :

Name and Addresses of Stock Exchanges and Stock Code :

Stock Exchanges	ISIN	Stock Code and ID
Bombay Stock Exchange Limited 'BSE' Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001, Maharashtra, India	INE434C01027	513693 and KAJARIR

Listing and Custodian Fees for the financial year 2022-23 :

The Company has paid the Listing Fees for the financial year 2022-23 to BSE Limited within the due date. The Company has also paid custodian fees for the financial year 2022-23 to National Securities Depository Limited and Central Depository Services (India) Limited within the due date.

Tentative Financial Calendar for the financial year 2022-23 :

1st quarter result	May 2023
2nd quarter and half year result	August 2023
3rd quarter result	November 2023
4th quarter and annual result	February 2024

Market Price Data high/low (based on the closing prices) and number of shares of the Company traded during each month in the financial year 2022-23 on BSE Limited

Month	High Price (Rs.)	Low Price (Rs.)	Close Price (Rs.)	No. of shares	BSE Sensex Close
April, 2022	77.40	53.30	66.70	15,38,142	57,060.87
May, 2022	69.75	45.00	48.70	6,94,438	55,566.41
June, 2022	51.00	40.25	46.15	4,82,416	53,018.94
July, 2022	53.45	44.55	47.10	1,34,204	57,570.25
August, 2022	48.00	40.75	43.55	2,07,691	59,537.07
September, 2022	45.75	39.00	40.05	4,16,143	57,426.92
October, 2022	41.70	36.00	37.85	2,02,371	60,746.59
November, 2022	43.00	37.10	40.05	1,98,899	63,099.65
December, 2022	48.00	38.00	41.05	5,40,056	60,840.74
January, 2023	49.60	41.10	43.45	2,97,828	59,549.90
February, 2023	44.70	37.35	37.75	1,38,015	58,962.12
March, 2023	42.00	32.00	36.12	2,71,745	58,991.52

'Annexure - B' to the director's report**Performance of the Company in comparison with Broad based indices:**

Comparison of K I C Metaliks Limited Share price with broad based indices - BSE Sensex

Particulars	K I C Metaliks share price v/s BSE Sensex	
	K I C Metaliks Ltd. Share Price	BSE Sensex
On April 1, 2022 (open)	54.65	58,530.73
On March 31, 2023 (close)	36.12	58,991.52
% change	(-) 33.90 %	(+) 0.79 %

Registrar and Transfer Agent

For share related matters, Members are requested to send their queries to the Company's Registrar and Transfer Agent– M/s. S. K. Infosolutions Pvt. Ltd. quoting their Folio No./DP ID and Client ID at the following address :

S. K. Infosolutions Pvt. Ltd.

D/42,Katju Nagar (Near South City Mall), Ground Floor, Katju Nagar Bazar, Jadavpur Kolkata -700032

Phone : +91-33-2412-0027

Tele fax : +91-33-2412-0027

E-mail : contact@skcinfo.com/skcdilip@gmail.com

Website : www.skcinfo.com

Members holding shares in electronic form should address their correspondence, except those relating to dividend, to their respective Depository Participants.

Share Transfer System

Effective April 1, 2019, requests for effecting the transfer of listed securities were required to be processed only in dematerialized form with a Depository.

The Company had stopped accepting any fresh transfer requests for securities held in physical form with effect from the said date. In order to address the issue of transfer requests filed prior to April 1, 2019 but rejected due to deficiency in documents, etc., the Company accepted transfer requests up to March 31, 2021 in accordance with SEBI Circular dated September 7, 2020. After March 31, 2021, the Company has stopped accepting any transfer requests.

Dematerialisation of holdings will, inter alia, curb fraud in physical transfer of securities by unscrupulous entities and improve ease, convenience and safety of transactions for investors. In view of the aforesaid, Members who are holding shares in physical form are hereby requested to dematerialise their holdings.

Distribution of Shareholding :

Range or Equity Shares	No. of Holders	% of Holders	No. of Shares	% of Capital
Upto 5000	4,027	74.99	6,72,287	1.89
5001 - 10000	585	10.89	4,96,520	1.40
10001 - 20000	328	6.11	5,17,881	1.46
20001 – 30000	139	2.59	3,56,509	1.00
30001 – 40000	64	1.19	2,31,163	0.65
40001 – 50000	49	0.91	2,33,401	0.66
50001 - 100000	94	1.75	6,86,012	1.93
100001 -500000	65	1.21	13,11,304	3.69
500001 -1000000	8	0.15	6,45,989	1.82
1000001 and Above	11	0.21	303,44,934	85.50
Total	5,370	100.00	3,54,96,000	100.00

'Annexure - B' to the director's report

Shareholding Pattern :

Category of Members	No. of Holders	% of Holders	No. of Shares Held	% of Shares held
Promoters Holding	2	0.04	2,34,93,281	66.19
Non-Promoters Holding				
- Financial Institutions	-	-	-	-
- Bodies Corporate	66	1.23	58,00,120	16.34
- NRI and Foreign Company	86	1.60	1,26,022	0.36
Indian Public	5,216	97.13	60,76,577	17.11
Total	5,370	100.00	3,54,96,000	100.00

Dematerialisation of shares and liquidity as on March 31, 2023 :

Share held in	Equity Shares of Rs. 2/- each	
	No. of Shares	% of Shares
A. Dematerialised Form		
a) NSDL	3,01,31,212	84.89
b) CDSL	50,09,523	14.11
Sub Total (A)	3,51,40,735	99
B. Physical Form	3,55,265	1.00
Total (A+B)	3,54,96,000	100.00

The Equity Shares of the Company are compulsorily traded in dematerialised form and are available for trading on both the Depositories viz NSDL and CDSL. Hence the shares enjoy enough liquidity in the market. The Company's shares are regularly traded on BSE Limited.

Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity :

The Company does not have any ADRs/GDRs/ Warrants or any convertible instruments.

Plant Location –Pig Iron Plant :

Raturia, Angadpur, Durgapur – 713215 West Bengal, India

Phone : +91-98749 43345

Address for Correspondence Registered Office :

"Sir RNM House", 3B, Lal Bazar Street, 4th Floor, Room No.2, Kolkata - 700 001, West Bengal, India

Phone : +91-33-4007-6552

Fax : +91-33-4001-9636

Email : info@kicmetaliks.com

Green Initiative for paperless Communication:

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 Shareholders at their e-mail address previously registered with the DPs and RTAs.

Shareholders 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. Shareholders 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 details of Folio No.

Credit Rating:

During the year under review, CARE Ratings a credit rating agency registered with SEBI had reaffirmed the credit rating of CARE BBB+ for long term Bank financial and CARE BBB+; Stable / CARE A3+ for short term Bank financial instruments of the Company.

'Annexure - B' to the director's report

13. CORPORATE ETHICS

The Company adheres to the highest standard of business ethics, compliances with statutory and legal requirements and commitment to transparency in business and the following has been adopted by the Company to maintain its ethical standards :

Code of Conduct 'Code' for Board and Senior Management

Your Company has adopted a Code of Conduct i.e. the 'KICML-Code of Conduct' for the Board of the Directors, Key Managerial Personnel (KMP) and the Senior Management Personnel in terms of Regulation 17(5) of Listing Regulations. The Code aims at ensuring consistent standards of conduct and ethical business practices across the Company. Your Company has received confirmations from all concerned regarding their adherence to the said Code.

Pursuant to Regulation 26(3) of Listing Regulations, the Managing Director of the Company confirmed compliance with the Code by all members of the Board, KMP and the Senior Management Personnel.

The full text of the Code is hosted on the Company's website and can be accessed at the web link <http://kicmetaliks.com/about-k-i-c-metaliks/code-of-conduct/>.

Reconciliation of Share Capital Audit

A qualified Practicing Company Secretary had carried out the Share Capital audit to reconcile the total admitted Equity Share Capital with NSDL and CDSL and the total issued and listed Equity Share Capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

Code of Conduct for Prohibition of Insider Trading

Your Company has adopted a Code of Conduct as per SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended. All Directors, Designated Employees who could have access to the Unpublished Price Sensitive Information of the Company are governed by the Code. During the year under review, there has been due compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015.

The trading window closure are intimated in advance to all the concerned and during that period, the Board of Directors and designated persons are not permitted to trade in the securities of the Company.

DECLARATION BY CHAIRMAN REGARDING ADHERENCE TO THE CODE OF BUSINESS CONDUCT AND ETHICS

To
The Members of the Company
K I C Metaliks Limited
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700001

I hereby declare that all the Board Members and the Senior Management Personnel are aware of the provisions of the Code of Conduct laid down by the Board. Pursuant to Regulation 26(3) of the Listing Regulations all Board Members and Senior Management Personnel have affirmed compliance with the said Code of Conduct.

For **K I C Metaliks Limited**

Radhey Shyam Jalan

DIN : 00578800

Chairman and Managing Director

Place : Kolkata

Dated : May 26, 2023

'Annexure - B' to the director's report

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS [Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
K I C Metaliks Limited
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700001

I/We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of K I C Metaliks Limited having CIN L01409WB1986PLC041169 and having registered office at 3B, Lal Bazar Street, 4th Floor, Room No. 2, Kolkata - 700 001, produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my 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 me by the Company & its officers, I 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.

Sr. No.	Name of Directors	DIN	Date of appointment in the Company
1.	Mr. Laxmi Naryan Sharma	00356855	September 17, 2012
2.	Mr. Radhey Shyam Jalan	00578800	January 16, 2009
3.	Mr. Mr. Kanhaiyalal Didwania	07746160	August 25, 2020
4.	Mrs. Manjula Poddar	08158445	June 23, 2018
5.	Mr. Mukesh Bengani	08892916	August 25, 2020
6.	Mrs. Ishita Bose	01088890	August 6, 2021

Ensuring the eligibility of for 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.

Place : Howrah
Dated : May 26, 2023
UDIN : F011924E000384868

For **B G Lahoti & Associates**

Beni Gopal Lahoti

Practising Company Secretaries

Membership No. : F11924

CP No. : 14749

'Annexure - B' to the director's report

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE
(Pursuant to Regulation 34(3) read with Schedule V of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members of
K I C Metaliks Limited
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700001

I have examined the compliance of conditions of corporate governance by K I C Metaliks Limited for the financial year ended March 31, 2023, as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period from April 1, 2022 to March 31, 2023.

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

In my opinion and to the best of our information and according to the explanations given to me, I certify that the Company has complied with the conditions of corporate governance as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I 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 **B G Lahoti & Associates**

Beni Gopal Lahoti

Practising Company Secretaries

Membership No. : F11924

CP No. : 14749

Place : Howrah
Dated : May 26, 2023
UDIN : F011924E000390423

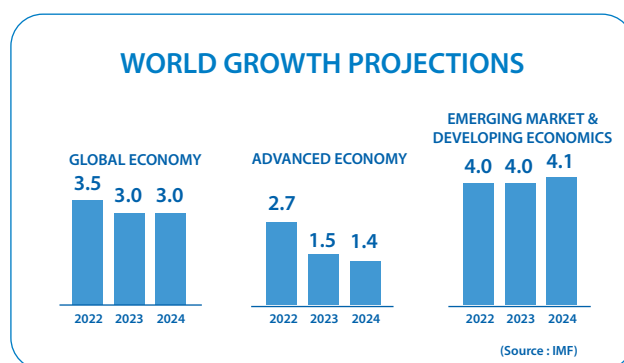
'Annexure - C' to the director's report

ECONOMIC OVERVIEW

GLOBAL ECONOMIC OVERVIEW

Global economic developments have begun to improve, but the upturn remains fragile. Lower energy prices are helping to bring down headline inflation and ease the strains on household budgets, business and consumer sentiment are picking up from low levels, and the earlier-than-expected full reopening of China has provided a boost to global activity. At the same time, core inflation is proving persistent, reflecting higher profits in some sectors and still-elevated cost pressures in resilient labour markets.

Global growth is projected to fall from an estimated 3.5% in 2022 to 3% in both 2023 and 2024. The rise in central bank policy rates to fight inflation continues to weigh on economic activity. Global headline inflation is expected to fall from 8.7% in 2022 to 6.8% in 2023 and 5.2% in 2024. Underlying (core) inflation is projected to decline more gradually, and forecasts for inflation in 2024 have been revised upward.



Outlook

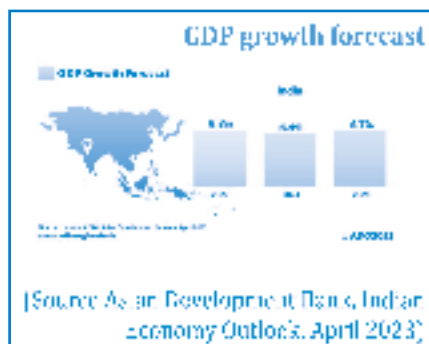
Prospects for a robust global economic recovery remain dim amid stubborn inflation, rising interest rates and heightened uncertainties. Instead, the world economy faces the risk of a prolonged period of low growth as the lingering effects of the COVID-19 pandemic. Global trade remains under pressure due to geopolitical tensions, weakening global demand and tighter monetary and fiscal policies. The volume of global trade in goods and services is forecast to grow by 2.3% in 2023, well below the pre-pandemic trend. Strong labour markets in developed economies only remains as a bright spot towards global economy outlook.

INDIAN ECONOMIC OVERVIEW

India's growth momentum continues to be steady despite increased turbulence in the global economy India is on track to becoming a \$7 trillion economy by 2030 powered by the triple engines of rapid growth, clean energy transition and digital revolution. This would mean India doubling its economy in seven years from the existing gross domestic product (GDP) of \$3.5 trillion. The country has remained among the fastest-growing major economies in the world, contributing to more than 12% global growth on average during the past five years.

As per the recent economy survey, India had a good monsoon, and reservoir levels are higher than last year and the 10-year average. The fundamentals of the Indian economy are sound as it enters its Amrit Kaal, the 25-year journey towards its centenary as a modern, independent nation. As per the estimates of Asian Development Bank, India's GDP is expected to grow by 6.4% in the ongoing financial year and 6.7% in FY25, driven by recovery in consumption demand, easing global commodity prices and increase in private investment on the back of government policies to improve transport infrastructure, logistics, and the business ecosystem.

'Annexure - C' to the director's report



Outlook

The recent announcement of increased government spending in the Union Budget for 2023-24, along with a rise in private consumption and investment, is expected to propel economic activity and boost demand. Nevertheless, caution should be exercised due to potential global spillovers that could impact the steady growth momentum. Therefore, a sense of cautious optimism is likely to be maintained in the economic system shortly.

INDUSTRY STRUCTURE AND DEVELOPMENTS

GLOBAL STEEL INDUSTRY OVERVIEW

Due to favourable properties of the product, such as malleability, ductility, durability, hardness, and versatility, the demand within the steel industry has witnessed a sustained growth, making it one of the leading industries globally. The market growth has been further catalysed by the extensive adoption of steel within the production processes of a wide variety of industries, including the transportation, manufacturing, construction, and aviation industries, among others. As populations grow and the standards of living improve, the demand for steel is also expected to be augmented. Looking forward, the steel industry is expected to gain momentum owing to the rising demand for automobiles and infrastructural growth. The growing demand for alternative and sustainable energy sources is expected to provide a further impetus to the growth of the market as the infrastructure of renewable energy sources like solar wind and hydropower make ample use of stainless steel.

The World Steel Association (World Steel) forecasts that global steel demand for 2023 see a 2.3% rebound to reach 1,822.3 MT and is forecasted to grow by 1.7% in 2024 to reach 1,854.0 MT. Manufacturing is expected to lead the recovery, but high interest rates will continue to weigh on steel demand.

Outlook

World Steel expects to see stronger global growth in 2024 led by regions such as India and Europe, while China, the largest global steel producer and consumer of iron ore, is expected to see steel demand steady after growing 2% in 2023. Investments in decarbonisation and dynamic emerging economies will increasingly drive positive momentum for global steel demand. It is expected that the global steel demand growth in the future to rely on smaller-scale drivers, primarily concentrated in Asia.

GLOBAL RAW MATERIAL OVERVIEW

Iron ore: Global iron ore supply increased modestly owing to better weather in some mining locations. Prices rose sharply by the end of FY 2022-23, reaching US\$128.37/per dry metric ton unit (dmtu) (Source: Statista). It is expected that iron ore demand will grow by 0.8%, and supply will increase by 3% in 2024.

Coking coal: Global coking coal demand is likely to reach around 819 million tonnes (mnt) in 2023 from roughly 800 mnt in 2022. Total global consumption of coking coal + PCI may rise to 1.04 bnt in 2023 from 1.02 bnt in 2022. Australian premium coking coal prices decreased to \$350/t FOB in March 2023 from \$480/t in April 2022 (Source: Coal Mint). It is expected that China's imports of seaborne coking coal may drop 20% y-o-y in 2023. Thermal coal prices have fallen sharply and the incentive to sell coking coal in the thermal coal market is lacking currently unlike last year. It is thus expected that supplies will increase further and exert pressure on prices.

'Annexure - C' to the director's report

INDIAN STEEL INDUSTRY OVERVIEW

India, being the second largest steel producer and consumer globally, is currently experiencing a consolidation and an influx of investments from external entities in its steel sector. This situation offers an advantageous prospect for global manufacturers to explore opportunities within the Indian steel industry. To maximize efficiency and foster cost-effectiveness in the value chain, steel manufacturers in India are increasingly integrating both forward and backwards. Benefiting from a thriving economy and an escalating demand for steel, the Indian steel industry has undoubtedly embarked upon a new phase of development after deregulation.

The outlook for the Indian steel industry in 2023 appears promising, considering the country's ambition of becoming a US \$5 trillion economy by 2030 (or possibly even sooner). Market predictions and reports suggest that the steel industry in India will have a critical role in achieving this objective, as indicated in the EY-CII report. With a production of 125.32 million tonnes (y-o-y growth of 4.2%), India currently stands as the second largest producer of crude steel worldwide, closely following China. The iron and steel industry is spread across various states in India, including Odisha, Jharkhand, Chhattisgarh, Karnataka, Maharashtra, West Bengal, and Gujarat. It is expected that domestic steel demand in India is expected to be 128.9 million tonnes during 2023-24, up from 119.9 million tonnes during the previous year (Source: Economic Times, Indian Steel Association, Reuters).

Outlook

The growth prospects and steel industry outlook in India is favourable. Recent changes in import duties on steel, complemented by the rising demand for affordable housing, infrastructure development and construction projects, has led to a pan-India need for steel metal. Moreover, the government's initiative to make India self-sufficient has made room for sustainable urban development, construction of proposed logistics parks and industrial corridors – all adding to the meteoric demand for finished steel and steel as a raw material.

The steel industry is also expected get a boost from government spending on infrastructure as almost 62% of steel goes into infrastructure construction. Also, the recent announced by the government of almost Rs.10 lakh crore of infrastructure spending in the current budget, which is around 3.3% of the GDP and further, the performance linked incentive or PLI schemes are also expected to positively impact various sectors thereby encouraging the growth and overall outlook of the Indian steel industry.

Steel pricing in India

Steel has always had its demand in India. However, in the last few months, especially following the global economic crisis caused by the pandemic, the price of steel in India has been dynamic. During the FY 22-23 prices of steel averaged to Rs.49,710 per tonne. It remained ranged bound between Rs.49,500-Rs.53,000 per tonne during the year. Although a weak domestic demand during 1st quarter of FY 23-24 due to monsoon and maintenance shutdowns may result in a decline of 2%-5% on the prices of steel but a bullish domestic sentiment aided by various government programmes to boost economy are expected to keep the prices above the comfortable level of Rs.60,000 per tonne.

GLOBAL PIG IRON INDUSTRY OVERVIEW

Iron is the least expensive and most widely used metal in the world. Pig iron, or crude iron, is an intermediary good that is produced by smelting iron ore or scrap iron, with coke in a blast furnace or an electric arc furnace. Pig iron, while not very useful on its own. It is used as an important primary and intermediate product in the manufacturing cycle of iron and steel semi-finished and finished products. Different mechanical properties of the final product are achieved by adding appropriate alloys making pig iron the ideal material for industrial use.

Global Pig Iron industry is currently valued at USD 660.27 billion during 2022. It is expected that the market will achieve USD 719.08 billion by 2028, exhibiting a CAGR of 1.43% during the forecast period. The Russia-Ukraine conflict has had a huge impact on the global pig iron trade. Russia and Ukraine together controlled a whopping 50% of the global trade of the metal in 2021, which stood at around \$7.16 billion. However, following Russia's aggression last year, pig production in Ukraine decreased by around 9.5%. On the other hand, following the conflict, the U.S. and other nations have imposed strict sanctions on Russia, which was the largest exporter of pig iron in 2021, but this changed significantly in the following year. This led to a decrease in the global production of pig iron, with a total global production of 1.3 billion tons in 2022, while production stood at 1.35 billion tons in 2021, revealing a decline of 3.7% in the pig iron industry. Forecast for Calendar Year 2023 indicates an increase in global pig iron exports, although it will be still lower than in 2021 (11.7 million tons). Demand is also expected to improve as a result of a more favorable macroeconomic environment at many nations.

'Annexure - C' to the director's report

INDIA PIG IRON INDUSTRY OVERVIEW

Domestic production of merchant pig iron stood at 5.85 million tonnes (mnt) in FY23. Production increased by 2% y-o-y compared to 5.76 mnt recorded in FY22. India's hot metal production stood at 80.87 mnt in FY23, up by 3.5% y-o-y compared to 78.12 mnt in FY22. The rise in hot metal production was in line with an increase in steel production.

Merchant pig iron prices in India dropped around 10% y-o-y in financial year 2022-2023 (FY23) compared with FY22. The average price of steel grade pig iron in eastern India's Durgapur market - considered the benchmark in price assessments - sunk to INR 43,023/t exw in FY23 from INR 47,553 exw in FY22 (Source: Steel Mint). The decline can be attributed to a variety of factors, most prominent among which being the imposition of export duty on pig iron which led to the noticeable increase in domestic supplies as well as a negative correction in coal and coke prices.



Reasons for subdued pricing in the domestic market

- Global premium hard coking coal prices have corrected sharply from over \$650/t FOB Australia in March-April 2022 to around \$285/t FOB. With the resumption in supplies post weather-related disruptions from Australia, supplies have increased in the seaborne market and prices have corrected as a result. This has reduced the cost of production of pig iron and impacted prices. On the other hand, domestic steel prices weakened in FY23 with scrap prices being a rare exception, rising around 4% on monthly basis in March on global cues. Thus, pig iron prices due to lack of support from the steel market and availability of substitute of raw material saw a downside.
- India's imports of pig iron from the CIS edged up in the just-concluded fiscal due to viability compared with domestic prices. This naturally kept domestic prices under pressure. Further, subdued steel demand in neighbouring countries due to high inflation and liquidity crunch impacted pig iron exports, which dropped around 50% on the year in FY23. The 15% export tariff on pig iron weighed on exports. Therefore, domestic prices lacked support. After the Russia-Ukraine war erupted there was a pig iron supply crunch in the global market due to sanctions on Russia, the largest pig iron exporter. Indian mills seized this opportunity and started selling in the global market. However, after the government announced export duty, volumes started falling and so did domestic prices. Provisional figures show that India exported 550,000 t of pig iron in FY23, down from 1.247 mnt in FY22.

Outlook

With export enquiries increasing, especially from the US due to tightening of sanctions on Russia, pig iron demand have received some support. However, the steel market in China has yet to take off due largely to its debt-ridden property market. In addition, monetary policy tightening is also impacting steel demand from user industries worldwide thereby impacting the domestic pig iron industry. Moreover, coking coal and coke prices are sliding on abundant supplies amid stagnant demand. Projections are that coking coal prices are likely to fall in the near-term. This, too, poses a downward risk for pig iron. But, India - with a surplus production of 4.5 mnt - is poised to cater to the major consumers like EU, US and Turkey in the coming fiscal year. Also, with varied government support to the domestic steel industry and the growing demand for steel in the end user industries abodes well for the domestic pig iron industry in the current financial year.

OPPORTUNITIES AND THREATS

Opportunities

Pig Iron, a major product of the Company, is primarily used for manufacturing a variety of grey iron and ductile iron castings by foundries for a host of industries like automotive, agriculture, pump, valve, compressor, railways, defence, wind mills, heavy machinery etc. Besides this, the Company also manufactures basic grade PI in small quantities which is consumed by

'Annexure - C' to the director's report

secondary steel makers. Both these industries - casting as well as steel, are expected to grow at good pace in the coming financial year, driven by Government of India initiatives which includes:

- The National Steel Policy 2017 (NSP 2017) is a strategic plan to boost the growth and development of the steel industry in India. The policy aims to create a "technologically advanced and globally competitive steel industry that promotes economic growth". Some of the key objectives of the policy are to achieve a crude steel capacity of 300 million tonnes per annum (MTPA) and a crude steel production of 255 MTPA by 2030-31. The policy also envisages increasing the per capita steel consumption to 158 kg by 2030-31, from the current level of 61 kg.
- One of the initiatives taken under the policy is the Policy for providing preference to Domestically Manufactured Iron and Steel Products (DMI & SP Policy) in government procurement. This policy aims to encourage domestic steel production and reduce imports. According to the Ministry of Steel, this policy has resulted in import substitution of Rs.34,800 Crore approximately.
- The PLI Scheme is a key initiative to boost the domestic production of speciality steel and create a competitive edge for Indian steel in the global market. Speciality steel is used in various sectors such as defence, aerospace, automobile, railways, etc. and has high-value addition and export potential. The scheme is expected to increase the per capita steel consumption in the country

Threats

- The Indian steel industry is vulnerable to cheaper imports of Pig Iron countries like China, Russia, Turkey, etc which have currently excess capacity and subdued demand.
- Increased awareness and stricter environmental regulations can lead to higher compliance costs for pig iron producers. Failure to meet these regulations can result in fines or even plant shutdowns, putting additional pressure on the domestic industry.
- Some countries might be investing in newer, more efficient, and environmentally friendly iron-making technologies, such as direct reduced iron (DRI) or electric arc furnace (EAF) methods. This shift could reduce the demand for traditional blast furnace-produced pig iron and impact the domestic industry.
- The pig iron industry relies on consistent and affordable access to raw materials such as iron ore, coke, and scrap metal. Fluctuations in the availability and prices of these inputs can impact production costs and profitability. The Indian pig iron market is currently trending lower, with the prices being the lowest of FY 22-23. The key reasons for this trend are sufficient supply and weak domestic demand, with the decline in coke and steel prices of mid-sized mills also contributing to the price correction.

RISKS AND CONCERN

The Company is exposed to normal industry risk factors. The Company manages these risks, by maintaining a prudent financial profile and by following healthy business and risk management practices.

- As the customs duties on Pig Iron are altered from time to time there is an import risk to that extent. However, given the importers' profile of Pig Iron who are mainly foundries and are in an unorganised sector, the import threat is minimal. Moreover, with the surge in domestic demand for Iron and Steel is going to increase the domestic demand of Pig Iron in the future.
- Risk to continuing growth arises from the fact that the Indian economy cannot remain isolated from the global changes. Also growing protectionist measures and geopolitical tensions can adversely impact the world economy including India. But the long-term future of the pig iron industry is bright, as India is among the largest and fastest growing developing countries with emerging demand for steel on the back of the government's focus on infrastructure development
- Global slowdown in the steel industry may lead to lower exports of Pig Iron and therefore result in surplus availability in the domestic market. Further, with expansion of large integrated steel plants, there could be a mismatch between iron making and steel making capacities especially during the commissioning and ramp-up period resulting in surplus of Pig iron. Activation of these factors may put pressure on the Pig Iron prices and impact margins. Similarly, global iron ore/coke prices may also exert pressure on the demand/pricing of Pig Iron. The Company's business is mainly commodity business. The financial health of the unit may be affected by adverse changes in the industry and commodity markets.

'Annexure - C' to the director's report

But, the various integration measures including increase in the Hot Metal production capacity would further minimise such risk.

OPERATIONAL AND FINANCIAL OVERVIEW

K I C Metaliks Ltd operates in a single segment i.e. 'Iron and Steel and allied products' which, in context of the Accounting Standard issued by the Institute of the Chartered Accountants of India, is considered to be the only business segment. Its plant is located at District Raturia, Angadpur, Durgapur, West Bengal. Pig Iron, the only product manufactured the Company, is primarily consumed by secondary steel makers. These user industries expected to grow at good pace in the coming financial year, driven by various initiatives of the Government to boost domestic economy and make the country self-reliant. Being in the intermediate stage in the industry there is an opportunity for both backward integration and forward integration. The Company has set up a Sinter Plant, Waste Heat Recovery based Captive Power Plant, Pulverized Coal Injection System (PCI) for the Mini Blast Furnace (MBF). The Company's total production capacity stands to 2,24,698.63 MT. During the year, Hot Metal production stood at 1,61,857 MT.

Its brief financial performance of consolidated basis for 2022-23 is given below :

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Revenue from Operations	74,927.09	51,385.38
PBDIT	5,574.87	8,840.06
Interest and Financial Charges	1,119.33	1,896.33
Depreciation and amortization	1,423.80	1,181.41
Tax expenses	1,177.10	1,897.52
Net Profit	1,854.64	3,864.80

DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILS EXPLANATION THEREFOR :

Ratios	2022-23	2021-22	% Change	Reason
Debtors Turnover (Days)	0.87	3.41	-74.49	Reduced average receivables and better collections
Inventory Turnover (Days)	59.51	66.29	-10.23	-
Interest Coverage Ratio (Times)	3.71	4.04	-8.17	-
Current Ratio (Times)	1.18	1.13	4.42	-
Debt Equity Ratio (Times)	0.72	0.98	-26.53	Decrease in Borrowings
Operating Profit Margin (%)	5.83	12.45	-53.17	Decrease in profitability
Net Profit Margin (%)	2.44	7.18	-66.02	Decrease in profitability
Return on average Net Worth (%)	11.00	27.61	-60.16	Decrease in profitability

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate Internal Control Systems commensurate with the size and nature of its business. Internal Control Systems are supplemented by internal audits carried out regularly by outside independent qualified auditors. The Audit Committee interacts with the statutory and internal auditors. The Management also regularly reviews the operational efficiencies, utilisation of fiscal resources and compliance with laws so as to ensure optimum utilisation of resources, achieve better efficiencies and comply with the laws of land.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Employees are the valuable assets and the strength of an organisation in its growth, prosperity and development. Your Company has a team of qualified and dedicated personnel who have contributed to the growth and progress of the Company. The employees are imparted training on site and are encouraged to participate in the decision-making process.

'Annexure - C' to the director's report

The management acknowledges the contributions made by each employee at all levels and records its appreciation for the co-operation extended, but for which the present growth would not have been possible.

CAUTIONARY STATEMENT

Statements in this report on Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability, changes in Government regulations, tax regimes, economic developments within India and other factors such as litigation and industrial relations. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.

'Annexure - D' to the director's report

Form No. MR-3
SECRETARIAL AUDIT REPORT

for the financial year ended March 31, 2023

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

To,
The Members,
K I C Metaliks Limited
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700 001

I, **Beni Gopal Lahoti**, Proprietor of M/s. B G Lahoti & Associates, Company Secretaries, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. K I C Metaliks Limited [CIN:L01409WB1986PLC041169](hereinafter called "the Company").

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing or opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance – mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I hereby report that compliance with applicable laws is the responsibility of the Company and my report constitutes an independent opinion. My report is neither an assurance for future viability of the Company nor a confirmation of efficient management by the Company.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. K I C Metaliks Limited for the financial year ended on March 31, 2023 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made there under ;
- 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 there under were duly complied ;
- 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 are not applicable during the Audit Period ;
- 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: Disclosures are filed by the Company whenever required.
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 ;
 - c) 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 ;
 - d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ;
 - e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 ;

Following Regulations and Guideline prescribed under the Provisions of the Securities and Exchange Board of India Act. 1992 ('SEBI Act') were not applicable to the Company during the financial year under report :-

- a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 are not applicable during the Audit Period ;

'Annexure - D' to the director's report

- b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 are not applicable during the Audit Period ;
- c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 are not applicable during the Audit Period ;
- d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 are not applicable during the Audit Period ;
- e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 are not applicable during the Audit Period ;
- vi) Reserve Bank of India Act 1934 and various directions issued by Reserve Bank of India, so far applicable to Non-Banking Financial Companies.
- vii) Other Laws applicable to the Company as per the representations made by the Company :
 - (i) Secretarial Standards with respect to the Board and general meetings issued by The Institute of Company Secretaries of India and
 - (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited.

To the best of my understanding, I am of the view that during the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the laws applicable specifically to the Company.

I further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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 notices were given to all directors to schedule the Board Meetings, agenda along-with detailed notes and the same 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. Minutes of committee meetings (as per the applicable provisions of the Act) were duly maintained.

Decisions at the Board Meetings, as represented by the management were taken unanimously.

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, to the best of my understanding, the Company during the year under report, had not undertaken any event / action having a major bearing on the Company's affairs in pursuance of the Laws, rules, guidelines, standards, etc. referred to above.

This report is to be read with our letter on the even date which is annexed as "Annexure - A" and forms an integral part of this report.

For **B G Lahoti & Associates**
Company Secretary in Practice

B.G. Lahoti
Proprietor

C.P. No . 14749

Membership No . F11924

Peer Review Certificate No . 2312/2022

Place : Howrah

Date : May 26, 2023

UDIN : F011924E000385431

'Annexure - D' to the director's report

'ANNEXURE A'

To,
The Members,
K I C Metaliks Limited
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700 001

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

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I had followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required I have obtained the Management representations about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither as assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **B G Lahoti & Associates**
Company Secretary in Practice

B.G. Lahoti
Proprietor

C.P. No . 14749

Membership No . F11924

Peer Review Certificate No . 2312/2022

Place : Howrah
Date : May 26, 2023
UDIN : F011924E000385431

'Annexure - E' to the director's report

COMPLIANCE CERTIFICATE

[Under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors,
K I C Metaliks Limited
"Sir RNM House",
3B, Lalbazar Street,
4th Floor, Room No.2,
Kolkata - 700 001

We, Mr. Radhey Shyam Jalan, (DIN : 00578800), Chairman and Managing Director and Mr. Mukesh Bengani, (DIN : 08892916), Director (Finance) and Chief Financial Officer, of the Company responsible for the finance function, certify that :

- A. We have reviewed financial statements and the cash flow statement for the financial year 2022-23 and that to the best of our knowledge and belief :
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 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 :
- (1) significant changes in internal control over financial reporting during the year ;
 - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements ; and
 - (3) 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.

For **K I C METALIKS LIMITED**

Radhey Shyam Jalan

Chairman and Managing Director

DIN : 00578800

For **K I C METALIKS LIMITED**

Mukesh Bengani

Director (Finance) and Chief Financial Officer

DIN : 08892916

Place : Kolkata

Dated : May 26, 2023

'Annexure - F' to the director's report

CORPORATE SOCIAL RESPONSIBILITY "CSR" ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013, as amended read with Notification issued by the Ministry of Corporate Affairs dated the January 22, 2021 and Rules made thereunder]

1. Brief outline on CSR policy of the Company

Your Company believes that along with sustained economic performance, environmental and social conservancy is also a key factor for holistic business growth. It pledges itself to care for and serve the community by designing sustainable development model that leads to socio-economic and ecological development in its area of influence. Through the values and principles inherent within the Company, it strives to positively impact the community by promoting inclusive growth in the areas of education, healthcare, sports, environmental sustainability and conservation etc. 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 weblink for the same is provided in this report. The Company has taken up or shall take activities mentioned in its policy as and when fruitful opportunity exists.

2. Composition of the CSR Committee

SI No.	Name of the Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the tenure	Number of meetings of CSR Committee attended during the year
1.	Mrs. Manjula Poddar	Chairman	2	2
2.	Mr. Mukesh Bengani	Member	2	2
3.	Mr. Radhey Shyam Jalan	Member	2	2

3. Web link where composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company

The Board of Directors of the Company has approved the CSR Policy as recommended by the Committee and the same has been uploaded on the Company's website at <https://kicmetaliks.com/wp-content/uploads/2022/10/corporate-social-responsibility-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

SI No.	Financial Year	Amount available for set-off from preceding financial year (in Rs.)	Amount required to be set-off for the financial year, if any (in Rs.)
		Not Applicable	

6. Average net profit of the Company as per Section 135(5) of the Companies Act, 2013 : Rs. 3,358.61 Lakhs

7.

SI No.	Name of the Director	Details
(a)	Two percent of average net profit of the Company as per section 135(5)	Rs. 67.17 lakhs
(b)	Surplus arising out of the CSR projects or programs or activities of the previous financial years	0
(c)	Amount required to be set off for the financial year, if any	Not Applicable
(d)	Total CSR obligation for the financial year (7a+7b-7c)	Rs. 67.17 lakhs

'Annexure - F' to the director's report

8. a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the financial year (Rs. in lakhs)	Amount Unspent (Rs. in lakhs)				
	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 (Rs. in lakhs)	Date of transfer	Name of the Fund	Amount	Date of transfer
18.02	49.15	April 28, 2023	-	-	-

b) Details of CSR amount spent against ongoing project for the financial year :

1	2	3	4	5		6	7	8	9	10	11	
SI 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	Amount allocated for the project (in Rs.)	Amount spent in the current financial year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of implementation Direct (Yes/No)	Mode of Implementation through Implementing Agency	
				State	District						Name	CSR registration number
1.	Promoting Education	Clause II of Schedule VII	Yes			3 Years	49.15 lakhs	0	49.15 lakhs	Yes	NA	NA

c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5		6	7	8	9
SI 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 (Rs. in lakhs)	Mode of implementation Direct (Yes/No)	Mode of Implementation through Implementing Agency	
				State	District			Name	CSR registration number
1.	Promoting Health and Safety	Clause I of Schedule VII	Yes	West Bengal	Durgapur	14.19	Yes	NA	NA
2.	Promoting Sports	Clause VII of Schedule VII	Yes	West Bengal	Kolkata	2.00	Yes	NA	NA
3.	Promoting Education	Clause II of Schedule VII	Yes	West Bengal	Kolkata & Durgapur	1.18	Yes	NA	NA
4.	Promoting Employment	Clause II of Schedule VII	Yes	West Bengal	Durgapur	0.33	Yes	NA	NA
5.	Eradicating Hunger, Poverty and Malnutrition	Clause I of Schedule VII	Yes	West Bengal	Kolkata	0.32	Yes	NA	NA
Total						18.02			

d) Amount spent in Administrative Overheads : 0

e) Amount spent on impact Assessment, if applicable : Not applicable

f) Total amount spent for the financial year (8b+8c+8d+8e) : 18.02 lakhs

g) Excess amount for the set off, if any

SI No.	Particulars	Amount (Rs. in lakhs)
1.	Two percent of average net profit of the Company as per Section 135(5)	Nil
2.	Total amount spent for the financial year	Nil
3.	Excess amount spent for the financial year [ii-i]	Nil
4.	Surplus arising out of the CSR projects or programmes or activities of the previous financial year, if any	Nil
5.	Amount available for set off in succeeding financial years [iii-iv]	Nil

'Annexure - F' to the director's report**9. a) Details of unspent CSR amount for the preceding three financial year :**

1 Sl No.	2 Preceding financial year	3 Amount transferred to Unspent CSR Account under section 135 (6) (Rs. in lakhs)	4 Amount spent in the reporting financial year (Rs. in lakhs)	5 Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			6 Amount remaining to be spent in succeeding financial years (Rs. in lakhs)
				Name of the Fund	Amount (Rs. in lakhs)	Date of transfer	
1.	2021-22	53.74	1.97	-	-	-	-
2.	2020-21	70.29*	27.77	-	-	-	-
3.	2019-20	-	4.32	-	-	-	51.90
		Total	43.67				51.90

Notes :

* As on March 31, 2021 the Company needs to transfer ` 80.29 lakhs to unspent CSR Account as per Section 135(6) of the Companies Act, 2013. On April 19, 2021 the Company transferred ` 10 lakhs from this amount to an ongoing project, consequent to which ` 70.29 Lakhs was transferred to the unspent CSR Account on April 30, 2021.

b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) :

1 Sl No.	2 Project ID	3 Name of the project	4 Financial Year in which the project was commenced.	5 Project duration	6 Total amount allocated for the project (Rs. in lakhs)	7 Amount spent on the project in the reporting Financial Year (Rs. in lakhs)	8 Cumulative amount spent at the end of reporting Financial Year. (Rs. in lakhs)	9 Status of the project - Completed / Ongoing
1.	FY31.03.2021_1	Promoting Health and Safety	FY 2020-21	1 years	15.00	15.50	17.51	Completed
2.	FY31.03.2021_2	Promoting Education	FY 2020-21	3 years	65.29	10.00	10.00	Ongoing

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)	Nil
(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)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)	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 ApplicableFor **K I C METALIKS LIMITED****Radhey Shyam Jalan**

Chairman and Managing Director

DIN : 00578800

For **K I C METALIKS LIMITED****Manjula Poddar**

Chairman of CSR Committee

DIN : 08158445

Place : Kolkata
Dated : May 26, 2023

'Annexure - G' to the director's report

DISCLOSURE IN DIRECTOR'S REPORT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES, 2014

Sl. No.	Employee Name	Designation	Remuneration Received (Amt. ₹)	Qualification	Age (yrs.)	Total Experience (yrs.)	Date of Commencement of Employment in the Company	Previous employment
A	B	C	D	E	F	G	H	I
1.	Radhey Shyam Jalan	Managing Director	10,580,000	B. Com (H), Chartered Accountant	42	23	16.01.2009	Nil

Notes :

1. Remuneration received includes salary, commission, allowances, medical and leave travel expenses, leave encashment paid, monetary value of perquisites as per Income Tax Rules and Company's contributions to Provident and Superannuation Fund.
2. Nature of employment is Contractual in the case of Managing Director and Whole Time Director.
3. None of the employee has any shareholding in the Company, except Mr. Radhey Shyam Jalan who hold 5,13,475 equity shares as on March 31, 2023.
4. Total experience shown in Column G includes service with previous employers.

For and on behalf of the Board of Directors

Radhey Shyam Jalan

DIN : 00578800

Chairman and Managing Director

Place : Kolkata

Dated : May 26, 2023

Independent Auditors Report

To the Members of
K I C Metaliks Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of K I C Metaliks Limited ("the Company"), which comprise the balance sheet as at March 31, 2023, the statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Cash flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information for the year ended on that date.

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

Basis for Opinion

We conducted our audit of Financial Statement in accordance with the Standards on Auditing (SAs) 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 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 ethical requirement that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statement.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements for the year ended March 31st, 2023. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for 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 and Shareholder's Information, but does not include Financial Statements and our auditor's report thereon.

Our opinion on the 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 Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and

Independent Auditors Report

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 Financial Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatement in the Financial Statements, that individually or in aggregate, makes it probable that the economic decision of a reasonably knowledgeable user of the Financial Statement may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our work and in evaluate the result of our work and (ii) to evaluate the effect of any identified misstatements in the Financial Statement.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of

Independent Auditors Report

the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statement of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" 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, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Financial Statement comply with the Ind AS specified under section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirement of section 197(16) of the Act,

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of and limits laid down under Section 197 read with Schedule V of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us
 - I. The Company has disclosed the impact of pending litigations as at 31 March 2023 on its financial position in its Financial Statements- Refer Note 34 to the Financial Statement ;
 - II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses ;
 - III. There were no amounts, which were required to be transferred, to the Investor Education and protection fund by the Company.

Independent Auditors Report

- IV. (a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities indentified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the undertaking, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) of Rule 11(d), as provided under (a) and (b) above, contain any material misstatement.
- V. The Company has neither declared nor paid any dividend during the year.
- VI. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For **B. N. AGRAWAL & CO.**

Chartered Accountants

Firm Reg. No. 320312E

Anshu Agarwal

Partner

Membership No. 314802

Place: Kolkata

Date : The 26th day of May, 2023

UDIN : 23314802BGWBHR7407

Annexure-A to the Independent Auditors Report

(Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' Section of our report to the Members of K I C Metaliks Limited of even date)

- i) a) In respect of Company's property, plant and equipment, capital work-in-progress, right-of-use-assets and Intangible Assets
 - A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress, right-of-use-assets.
 - B) The Company does not have any intangible assets, so such para is not applicable.
 - b) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has a programme of physical verification of Property, Plant & Equipment, Capital work-in-progress and right-of-use-assets to cover all the assets once every three year which in our opinion is reasonable regarding the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant & Equipment has been physically verified by the management during the year and no material discrepancies were noticed on such verification.
 - c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company does not have any immovable properties (other than lease hold land where the Company is a leasee and lease agreement is duly executed in favour of the lease) as such reporting under clause (i) (c) is not applicable.
 - d) According to the information and explanation 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) during the year.
 - e) According to the information and explanation given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (prohibition) act, 1988 (45 of 1988) and rules made thereunder during the year.
- ii) a) The management has conducted physical verification of inventory at reasonable intervals during the year, in our opinion, the coverage and procedure of such verification by the management is appropriate. As informed to us, any discrepancies of 10% or more in the aggregate for each class of inventory were not noticed on such verification.
 - b) The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of movable, immovable and current assets. The Company has filed quarterly returns or stock statements with such banks which are in agreement with the books of account of the Company ;
- iii) The Company has during the year, not made investments, not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties. Accordingly, the provisions of clauses (iii) (a), (b), (c), (d), (e), (f), of the order are not applicable to the Company.
 - iv) According to the information and explanation given to us, and on the basis of our examination of the records of the Company the Company has not provided guarantees or security as specified under section 185 and 186 of the companies act, the Company has not granted loans, nor made any investments to the parties covered under section 185 and 186 of the Companies act, 2013. Therefore reporting under clause (iv) of the order is not applicable to the Company.
 - v) The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of sections 73, 74, 75 &76 of the act and the rules framed thereunder to the extent notified. Accordingly, the provisions of clause (v) of the order are not applicable.
 - vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to rules prescribed the central government has specified maintenance of cost records under sub-section (1) of section 148 of the act, in respect of manufactured goods by the Company and are of the opinion that prima facie, the prescribed amount and records

Annexure-A to the Independent Auditors Report

have been made and maintained. However, we have not carried detailed examination of the records with a view to determine whether these are accurate or complete.

vii) In respect of statutory dues :

- a) There are no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-Tax, Customs Duty, Excise Duty, Cess and any other statutory dues, as applicable, as on March 31st, 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, following are the statutory dues arrear as at March 31st, 2023 which has not been deposited on account of dispute.

Name of the statute	Nature of dues	Amount (net of payments) (Rs. in lakhs)	Amount paid (Rs. in lakhs)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	CENVAT Credit Disallowed	14.34	1.43	FY 2016-17	CESTAT
WBSGST Act, 2017	E-waybill	22.50	5.63	FY 2022-23	Appellate Authority, GST

- viii) According to the information and explanation given to us, and on the basis of our examination of the records of the Company has no transactions, not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the income tax act, 1961 (43 of 1961), that has not been recorded in the books of account.
- ix)
 - a) According to the information and explanation given to us, and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
 - b) According to the information and explanation given to us, and on the basis of our examination of the records of the Company has not been declared wilful defaulter by any bank or financial institution or other lender ;
 - c) According to the information and explanation given to us, and on the basis of our examination of the records of the company, term loans availed by the Company were applied by the Company for the purpose for which the loans were obtained ;
 - d) According to the information and explanation given to us, funds raised on short term basis, prima facie, have not been utilised for long term purposes ;
 - e) According to the information and explanation given to us, the Company does not have any subsidiaries during the year, as such the para is not applicable.
 - f) According to the information and explanation given to us, the Company does not have any subsidiaries during the year, as such the para is not applicable
- x)
 - a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year, as such this para s not applicable.
 - b) According to the information and explanation given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year as such this para s not applicable.
- xi)
 - a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to information and explanation given to us, we have neither come across any instances of material fraud by the Company or any fraud on the Company noticed or reported during the year, nor have we been informed of any such case by the management.
 - b) During the course of our examination of the books and records of the Company , carried out in accordance with the generally accepted auditing practices in India, and according to information and explanation given to us, no report under section 143(12) of the companies act has been filed by the auditors in form ADT-4 as prescribed

Annexure-A to the Independent Auditors Report

- under rule 13 of companies (audit and auditors) rules, 2014 with the central government, Therefore reporting under clause xi(b) of the order is are not applicable to the Company.
- c) As represented to us by the management, no whistle-blower complaints, received during the year by the Company.
- xii) The Company is not a Nidhi Company, therefore reporting under clause (xii) of the order is not applicable to the Company.
- xiii) According to the information and explanations given to us, we are of the opinion that all transactions with related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards and the companies act, 2013.
- xiv) a) According to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- b) We have considered the reports of the internal auditors for the period under audit.
- xv) According to the information and explanations given to us, we are of the opinion that the Company has not entered into any non-cash transactions with directors or persons connected with him and accordingly the reporting on compliance of the provisions of Section 192 of the act under clause (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 Therefore reporting under clause (xvi)(a) of the order is are not applicable to the Company.
- b) The Company has not conducted any Non Banking Financial or Housing Activities without a valid certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934, Therefore reporting under clause (xvi)(b) of the order is are not applicable to the Company.
- c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, accordingly the provisions of clause (xvi)(c) of the order are not applicable ;
- d) Based on information and explanation provided by the management, there is no Core Investment Company within the Group (as defined in the Core Investment Companies(Reserve Bank) Direction, 2016), accordingly the provisions of clause (xvi)(d) of the order are not applicable.
- xvii) According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the Company has not incurred any cash losses in the financial year and the immediately preceding financial year ;
- xviii) There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause (xviii) of the order is not applicable ;
- xix) According to the information and explanations given to us, on the basis of the financial ratios, ageing and expected dates of realization 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 indicating that Company is incapable 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.

Annexure-A to the Independent Auditors Report

- xx) a) According to the information and explanations given to us, the Company has not transferred unspent amount to a fund specified in schedule VII to the Act within six months of the expiry of the financial year in pursuance of other than ongoing projects under second proviso to sub-section (5) of section 135 of the Act.
- b) The Company has transferred Rs. 49.15 Lakhs for the financial Year 2022-23 remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to ongoing project.
- xxi) The reporting under clause (xxi) of the order is not applicable in respect of audit of Financial Statements. Accordingly, no comment in respect of the said clause is included in this report.

For **B. N. AGRAWAL & CO.**

Chartered Accountants

Firm Reg. No. 320312E

(Anshu Agarwal)

Partner

Membership No. 314802

Place: Kolkata

Date : The 26th day of May, 2023

Annexure-B to the Independent Auditors Report

(Report on the Internal financial Controls under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013.)(‘The Act’)

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

We have audited the Internal financial Controls over financial reporting of K I C Metaliks Limited (“the Company”) as of 31st March 2023 in conjunction with our audit of the 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 Guidance Note on Audit of Internal financial Controls over financial Reporting issued by the Institution of Chartered Accountants of India (ICAI). These responsibilities includes 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 the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s 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 Guidance Note on internal financial controls over financial Reporting (the ‘Guidance Note’) and the Standard of Auditing, issued by ICAI and deemed to be prescribe under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and, both issued by ICAI. Those standard and 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 were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedure to obtained audit evidence about the adequacy of the internal financial controls system over the financial reporting and there operating effectiveness. Our audit of the internal financial controls system over the financial reporting includes obtaining an understanding of internal financial controls system over the financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on assessed risk. The procedures selected depend on Auditor’s judgment, including the assessment of the risk of material misstatement of Financial Statement, 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 with Reference to Financial Statements

A Company’s internal financial controls 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 controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transaction and disposition of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorization of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have material effect on the Financial Statements.

Inherent Limitation of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting, includes the possibility of collusion or improper management override of controls, material misstatement due to error or fraud may occur and not be detected. Also, projection of any evaluation of internal financial controls over financial reporting to future periods are subject to the risk

Annexure-B to the Independent Auditors Report

that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial control over financial reporting were operate effectively as at 31st March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institution of Chartered Accountants of India.

For **B. N. AGRAWAL & CO.**

Chartered Accountants

Firm Reg. No. 320312E

(Anshu Agarwal)

Partner

Membership No. 314802

Place: Kolkata

Date : The 26th day of May, 2023

Balance Sheet as at March 31, 2023

(₹ in lakhs)

Particulars	Note No.	As at 31.03.2023	As at 31.03.2022
ASSETS			
I. Non-current assets			
(a) Property, plant and equipment	3	20,098.31	17,017.57
(b) Capital work-in-progress	3	169.20	3,630.21
(c) Right-of-use assets	4	99.33	103.07
(d) Financial assets			
(i) Other financial assets	5	212.92	211.39
(e) Other non-current assets	6	84.53	104.84
Total non-current assets		20,664.29	21,067.08
II. Current assets			
(a) Inventories	7	16,181.42	8,251.15
(b) Financial assets			
(i) Trade receivables	8	214.88	143.97
(ii) Cash and cash equivalents	9	119.13	7.18
(iii) Bank balances other than (ii) above	10	180.28	226.50
(iv) Others financial assets	11	379.74	82.07
(c) Other current assets	12	1,990.89	8,933.00
(d) Assets held for sale	13	0.00	468.92
Total current assets		19,066.34	18,112.79
Total assets		39,730.63	39,179.87
EQUITY AND LIABILITIES			
III Equity			
(a) Equity share capital	14	709.92	709.92
(b) Other equity	15	17,070.42	15,223.66
Total equity		17,780.34	15,933.58
IV Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	16	1,546.90	3,881.57
(b) Provisions	17	304.19	288.97
(c) Deferred tax liabilities (Net)	32	3,152.21	2,315.56
Total non-current liabilities		5,003.30	6,486.10
V Current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	11,277.64	11,724.04
(ii) Trade payables :	19		
:Dues of micro and small enterprises		14.34	39.01
:Dues of creditors other than micro and small enterprises		2,227.02	1,097.79
(iii) Other financial liabilities	20	18.44	177.08
(b) Others current liabilities	21	2,802.67	575.57
(c) Provisions	22	606.88	3,146.70
Total current liabilities		16,946.99	16,760.19
Total equity and liabilities		39,730.63	39,179.87

See accompanying notes to the financial statements.

In terms of our report of even date attached

For **B. N. Agrawal & Co.**

Chartered Accountants

Firm Registration No. 320312E

Anshu Agarwal

Partner

Membership No. 314802

Place : Kolkata

Dated : The 26th day of May, 2023

M. Bengani

Director (Finance) and CFO

(DIN: 08892916)

R. Fogla

Company Secretary

(ACS: 23339)

M. Poddar

Director

(DIN: 08158445)

For and on behalf of the Board of Directors

R. S. Jalan

Chairman and Managing Director

(DIN: 00578800)

Statement of Profit and Loss for the year ended March 31, 2023

(₹ in lakhs)

	Particulars	Note No.	For the year ended 31.03.2023	For the year ended 31.03.2022
I.	Revenue from operations	23	74,927.09	51,385.38
II.	Other income	24	1,204.23	2,441.77
III.	Total income (I+II)		76,131.32	53,827.15
IV.	Expenses			
	(a) Cost of materials consumed	25	63,024.68	31,630.55
	(b) Purchase of stock-in-trade	26	3,621.94	7,542.99
	(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	27	(1,660.15)	141.78
	(d) Employee benefit expense	28	2,070.71	2,025.99
	(e) Finance costs	29	1,119.33	1,896.33
	(f) Depreciation and amortization expense	30	1,423.80	1,181.41
	(g) Other expenses	31	3,499.27	3,645.78
	Total expenses		73,099.58	48,064.83
V.	Profit before tax (III-IV)		3,031.74	5,762.32
VI.	Tax expense			
	(a) Current tax : current year	32	527.59	1,150.47
	(b) Current tax : earlier years	32	(191.38)	-
	(c) Deferred tax	32	840.89	747.05
	Total tax expenses		1,177.10	1,897.52
VII.	Profit after tax for the year (V-VI)		1,854.64	3,864.80
VIII.	Other comprehensive income			
	(a) Item that will not be reclassified to profit & loss :			
	(i) Remeasurements of retirement benefit plans		(12.12)	4.63
	(b) Income tax affect relating to above		4.24	(1.62)
	Other comprehensive income (net of tax)		(7.88)	3.01
IX.	Total comprehensive income for the year (VII+VIII)		1,846.76	3,867.81
X.	Earnings per Equity Share of Rs 2/- each			
	- Basic (In Rs.)		5.22	10.89
	- Diluted (In Rs.)	33	5.22	10.89

See accompanying notes to the financial statements.

In terms of our report of even date attached

For **B. N. Agrawal & Co.**

Chartered Accountants

Firm Registration No. 320312E

Anshu Agarwal

Partner

Membership No. 314802

Place : Kolkata

Dated : The 26th day of May, 2023

M. BenganiDirector (Finance) and CFO
(DIN: 08892916)**R. Fogla**Company Secretary
(ACS: 23339)**M. Poddar**Director
(DIN: 08158445)

For and on behalf of the Board of Directors

R. S. JalanChairman and Managing Director
(DIN: 00578800)

Statement of changes in equity for the year ended 31st March, 2023

(₹ in lakhs)

(a) Equity share capital

Particulars	Amount
Balance as at 31.03.2021	709.92
Changes in equity share capital during the year	-
Balance as at 31.03.2022	709.92
Changes in equity share capital during the year	-
Balance as at 31.03.2023	709.92

(b) Other Equity**For the year ended 31st March, 2023 :**

(₹ in lakhs)

Particulars	Reserves and surplus			Total
	Capital redemption reserve	Securities premium	Retained earnings	
Balance as at 01.04.2022	4,810.00	1,973.88	8,439.78	15,223.66
Profit for the year	-	-	1,854.64	1,854.64
Other comprehensive income for the year	-	-	(7.88)	(7.88)
Balance as at 31.03.2023	4,810.00	1,973.88	10,286.54	17,070.42

For the year ended March 31, 2022:

(₹ in lakhs)

Particulars	Equity Component of Compound Financial Instruments	Reserves and surplus			Total
		Capital redemption reserve	Securities premium	Retained earnings	
Balance as at 01.04.2021	1,230.15	300.00	1,973.88	7,851.82	11,355.85
Transferred to capital redemption reserve from retained earnings	-	4,510.00	-	(4,510.00)	-
Transferred to retained earnings from equity component of compound financial instruments	(1,230.15)	-	-	1,230.15	-
Profit for the year	-	-	-	3,864.80	3,864.80
Other comprehensive income for the year	-	-	-	3.01	3.01
Balance as at 31.03.2022	-	4,810.00	1,973.88	8,439.78	15,223.66

See accompanying notes to the financial statements.

In terms of our report of even date attached

For **B. N. Agrawal & Co.**

Chartered Accountants

Firm Registration No. 320312E

For and on behalf of the Board of Directors

R. S. JalanChairman and Managing Director
(DIN: 00578800)**Anshu Agarwal**

Partner

Membership No. 314802

Place : Kolkata

Dated : The 26th day of May, 2023

M. BenganiDirector (Finance) and CFO
(DIN: 08892916)**R. Fogla**Company Secretary
(ACS: 23339)**M. Poddar**Director
(DIN: 08158445)

Cash Flow Statement for the year ended March 31, 2023

(₹ in lakhs)

Particulars	Year ended 31.03.2023	Year ended 31.03.2022
Cash flow from operating activities		
Profit before tax	3,031.74	5,762.32
Adjustments for :		
Depreciation and amortisation expense	1,423.80	1,181.41
Finance costs	1,119.33	1,896.33
Interest income	(137.26)	(1,995.29)
Sundry liabilities relating to earlier years written back	(12.37)	(270.45)
Impairment allowance for doubtful debts written back	(0.61)	(0.46)
Loss/(profit) on disposal of property, plant & equipment	3.02	11.20
Operating profit before working capital changes	5,427.65	6,585.06
Adjustments for :		
(Increase) / decrease in trade receivables	(70.30)	673.64
(Increase) / decrease in inventories	(7,930.27)	2,161.70
(Increase) / decrease in other current financial assets	(251.45)	(175.78)
(Increase) / decrease in other current assets	6,942.11	1,141.75
Increase / (decrease) in trade payables	1,116.93	(4,642.31)
Increase / (decrease) in current financial liabilities	(158.64)	(116.95)
Increase / (decrease) Other current liabilities	2,227.10	(5,781.37)
Increase / (decrease) in provisions	(2,536.72)	1,278.37
Operating profit after working capital changes	4,766.41	1,124.11
Income tax paid	336.21	1,150.47
Net cash flow generated from operating activities	4,430.20	(26.36)
Cash flow from investing activities		
Capital expenditure on property, plant & equipment, including capital work-in-progress and capital advances	(553.58)	(3,487.57)
Interest income received	137.26	1,995.29
Sale of investment in wholly owned subsidiary	-	5.00
Fixed deposits with banks for more than 12 months maturity	(1.53)	(211.39)
Net cash flow (used in)/ generated from investing activities	(417.85)	(1,698.67)
Cash flow from financing activities		
(Repayment)/proceedings of short term borrowings (net)	(446.40)	4,957.55
(Repayment)/proceedings of long term borrowing (net)	(2,334.67)	(3,228.24)
Finance costs paid	(1,119.33)	(1,074.02)
Net cash flow used in financing activities	(3,900.40)	655.29
Net increase in cash and cash equivalents	111.95	(1,069.74)
Cash and cash equivalents - opening balance	7.18	1,076.92
Cash and cash equivalents - closing balance	119.13	7.18

Notes: Cash flow statement has been prepared under the indirect method as given in the Indian Accounting Standard (Ind AS 7) on the cash flow statement

In terms of our report of even date attached

For **B. N. Agrawal & Co.**

Chartered Accountants

Firm Registration No. 320312E

Anshu Agarwal

Partner

Membership No. 314802

Place : Kolkata

Dated : The 26th day of May, 2023

For and on behalf of the Board of Directors

R. S. Jalan

Chairman and Managing Director

(DIN: 00578800)

M. Bengani

Director (Finance) and CFO

(DIN: 08892916)

R. Fogla

Company Secretary

(ACS: 23339)

M. Poddar

Director

(DIN: 08158445)

Notes to the Financial Statements

1. Corporate information

K I C Metaliks Limited (the Company) is a Public Limited Company and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on the Bombay Stock Exchange (BSE). The Company is primarily engaged in manufacturing and sale of Pig Iron. The Company presently has manufacturing facilities at Vill-Raturia, Angadpur, near the city of Durgapur, in the state of West Bengal, India and registered office at "Sir RNM House", 4th floor, Room No. 2, 3B, Lal Bazar Street, Kolkata - 700 001.

2. Significant accounting policies and key estimates and judgements

2.1 Recent accounting pronouncements :

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA issued the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below :

Ind AS 1 – Presentation of Financial Statements –

The amendments require companies to disclose the material accounting policies rather than significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements.

Ind AS 8 – Accounting Policies, Changes in accounting estimates and errors –

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty.

Ind AS 12 – Income Taxes –

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

The Company is assessing the impact of these changes and will accordingly incorporate the same in the financial statements for the year ending March 31, 2024.

2.2 Statement of compliance

The Financial Statements of the Company which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31st March, 2023, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements") have been prepared in accordance with Indian Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, the provisions of the Companies Act, 2013 ("the Act") to the extent notified, guidelines issued by the Securities and Exchange Board of India (SEBI) and other accounting principles generally accepted in India. The Financial Statements have been approved by the Board of Directors in its meeting held on 26th May, 2023.

2.3 Basis of preparation and presentation of financial statements

The financial statements have been prepared under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair values by Ind AS.

Fair Value Measurement

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into

Notes to the Financial Statements

account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosures in these financial statements is determined on such a basis, and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36 – Impairment of Assets.

External valuers are involved for valuation of significant assets and liabilities. The management selects external valuer on various criteria such as market knowledge, reputation, independence and whether professional standards are maintained by valuer. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

Historical Cost Convention

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value :

- Certain financial assets and liabilities (including derivative instruments) that is measured at fair value.
- Defined benefit plans - plan assets measured at fair value.

Rounding of Amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakh (‘00,000) as per the requirement of Schedule III of the Companies Act, 2013 unless otherwise stated.

Current and Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is classified as current when it is :

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period ; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria :

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

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

Deferred tax assets and liabilities are classified as non-current only.

2.4 Use of estimates

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily, apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Notes to the Financial Statements

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgements and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment and intangible assets, impairment of property, plant and equipment, intangible assets, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

2.5. Summary of significant accounting policies

a. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is recognised based on the price specified in the sales order taking into account contractually defined terms of payment and net of taxes collected on behalf of the government such as goods and service tax, etc. Revenues are reduced for estimated rebates and other similar allowances.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of goods

The Company recognises revenue when all the following criteria are satisfied :

- (i) significant risks and rewards of ownership has been transferred to the customer;
- (ii) there is no continuing management involvement with the goods usually associated with ownership, nor effective control over the goods sold has been retained;
- (iii) the amount of revenue can be measured reliably.
- (iv) revenue from sale of services are recognised at a time on which the performance is completed.

Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

b. Expense Recognition

All expenses are recognised in the Statement of Profit and Loss on accrual basis as per the necessary terms of the contracts entered into with suppliers and service providers.

c. Taxes

Tax expense for the year comprises current and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates and tax laws that have been enacted by the end of the reporting period.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences. In contrast, deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Notes to the Financial Statements

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws that have been enacted or substantially enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to cover or settle the carrying amount of its assets and liabilities.

A deferred tax asset arising from unused tax losses or tax credits are recognised only to the extent that the entity has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised by the entity.

Current and deferred tax are recognised as an expense or income in the statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in other equity.

d. Property, plant and equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss.

e. Depreciation of property, plant and equipment

Depreciation is provided so as to write off, on a straight-line basis, at rates specified in the Schedule II of the Companies Act, 2013. These charges are commenced from the dates the assets are available for their intended use and are spread over their estimated useful economic lives. The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised.

Depreciation on assets under construction commences only when the assets are ready for their intended use.

The estimated useful life of the Property, plant and equipment is given below :-

Asset group	Useful life (in years)
Factory building	30
Non-factory Building	60
Plant & equipment	20-40
Captive power plant	40
Electrical installation	10
Furniture & fixtures	10
Office equipment	05
Vehicle	08-10
Computers	03

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition

Notes to the Financial Statements

of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

f. **Capital work-in-progress (CWIP)**

Capital work in progress are stated at cost, net of impairment loss, if any. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment.

g. **Intangible assets**

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in profit or loss when the asset is derecognised.

h. **Non-current assets held for sale**

Non-current assets are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately from other items in the balance sheet. Assets once classified as held for sale are not depreciated or amortised. The gain or loss arising on the sale proceeds and the carrying amount is recognised in the statement of profit and loss.

i. **Impairment**

At each balance sheet date, the Company reviews the carrying amounts of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying amount of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. An impairment loss is recognised in the statement of profit and loss as and when the carrying amount of an asset exceeds its recoverable amount.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised as income in statement profit and loss immediately.

j. **Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset until such time as the assets are substantially ready for intended use or sale.

All other borrowing costs are expensed in the period they occur. The borrowing cost is measured at amortised cost using the effective interest method.

Notes to the Financial Statements

k. Leases

The Company assesses whether a contract contains a lease, at inception of contract. A contract is/ or contains a lease if the contract conveys the right to control the use of unidentified assets for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of identified assets the Company assess :

- i) The contract involves the use of identified assets,
- ii) The Company has substantially, all the economic benefits from the use of assets through the period of lease,
- iii) The Company has the right to direct the use of assets.

The Company recognises the lease (right of use) assets and corresponding lease liability for all lease arrangement except for the lease with a term of 12 months or less (short term lease) and low value leases.

The right of use assets are depreciated from the commencement date on a straight line basis over the lease term. The Company also assess the right of use assets for impairment when such indicators exists.

l. Inventories

Inventories are valued at the lower of cost and net realisable value. Cost for the purpose of valuation of raw materials and stores & spares have been computed on weighted average method. Cost for the purpose of valuation of finished goods and work-in-progress has been computed taking into account cost of direct materials, direct labour costs and other overheads that have been incurred in bringing the inventories to their present location and condition. By-products have been valued at net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less estimated cost of completion and the estimated cost necessary to make the sale.

m. Retirement and other employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees' up to the reporting date.

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions. These are measured as per the provisions of Employees' Provident Fund Act, 1952 and Employees' State Insurance Act, 1948.

Expenses and liabilities in respect of employee benefit are recorded in accordance with Indian Accounting Standard (Ind AS 19 Employee Benefits). Post-employment benefits in the nature of defined benefit plans are recognised as expenses based on actuarial valuation carried by actuary at the Balance sheet date. Actuarial gain /loss, if any, arising from change in actuarial valuation are charged or credited to Other Comprehensive Income in the period in which they arise.

Past service cost is recognised as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognised, whichever is earlier.

The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as reduced by the fair value plan assets.

n. Foreign currency translations

The financial statements of the Company are presented in Indian rupees (INR), which is the functional currency of the Company and the presentation currency for the financial statements.

Transactions in foreign currency are accounted for at the exchange rate prevailing on the date of transactions.

Notes to the Financial Statements

Transactions remaining unsettled are translated at the exchange rate prevailing at the end of the financial year

Exchange gain or loss arising on settlement/ translation is recognised in the statement of profit and loss.

o. **Financial instruments**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period to the gross carrying amount on initial recognition.

i) **Financial assets**

Financial assets other than Equity Instruments at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset not measured at amortised cost or at fair value through other comprehensive income is carried at fair value through profit or loss.

Equity Instruments

The Company has accounted for its investments in subsidiary at cost.

Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all trade receivables that do not constitute a financing transaction. For financial assets whose credit risk has not significantly increased since the initial recognition, loss allowance equal to twelve months credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since the initial recognition.

Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset.

Notes to the Financial Statements

ii) Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method.

Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the Company's accounting policy for borrowing costs.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

iii) Offsetting financial instruments

Financial assets and financial liabilities of the Company are offset and the net amount is included in the balance sheet, when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business.

p. Cash and cash equivalents

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

For the purposes of the Cash Flow Statement, cash and cash equivalents is as defined above, net of cash credit. In the balance sheet, bank overdrafts or cash credit are shown within borrowings in current liabilities.

q. Cash flow statement

Cash flows are reported using the indirect method, where by profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

r. Other bank balances

Other bank balances include deposits with maturity less than twelve months but greater than three months and balances and deposits with banks that are restricted for withdrawal and usage.

s. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

Notes to the Financial Statements

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

Other government grants (grants related to income) are recognised as income over the periods necessary to match them with the costs for which they are intended to compensate, on a systematic basis. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of providing immediate financial support with no future related costs are recognised in the statement of profit and loss in the period in which they become receivable.

Grants related to income are presented under other income in the statement of profit and loss except for grants received in the form of rebate or exemption which are deducted in reporting the related expense.

t. **Earnings per share**

Earnings per share is computed by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

u. **Provision and contingencies**

A provision is recognised if as a result of past event the company has a present legal or constructive obligation that is reasonably estimated and it is probable that an outflow of resources will be required to settle the obligation. Provisions are determined by discontinuing the expected cash flow at a pre-tax rate that reflects current market assessments of the time value of the money and the risk specific to the liabilities. When discounting is used, the increase in the provision due to the passage of time is recognised as a borrowing cost. 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.

Contingent liabilities, if material, are disclosed by way of notes to the accounts. These are reviewed at each balance sheet date and adjusted to reflect the current management estimate.

Contingent assets are not recognised in the financial statements, as they are dependent on the outcome of legal or other processes.

v. **Segment reporting**

Operating segments are those components of the business whose operating results are regularly reviewed by the chief operating decision making body in the Company to make decisions for performance assessment and resource allocation. The reporting of segment information is the same as provided to the management for the purpose of the performance assessment and resource allocation to the segments.

Identification of Segments

The Company's operating business predominantly relates to manufacturing of Iron & Steel and allied products.

Notes to the Financial Statements

(₹ in lakhs)

3. PROPERTY, PLANT AND EQUIPMENT

Particulars	As at 31.03.2023	As at 31.03.2022
Carrying Amounts of :		
Building and Shed - Factory	1,119.53	1,181.40
Building - Other	19.69	20.12
Plant and Equipments	18,695.37	15,512.17
Furniture and Fixtures	4.00	4.36
Vehicles	136.52	161.91
Office Equipments	2.90	3.55
Computers	9.53	5.71
Total (A)	19,987.54	16,889.22
Assets Given on Lease		
Building & Shed	74.97	82.74
Plant and Equipments	35.79	45.60
Furniture and Fixtures	0.01	0.01
Total (B)	110.77	128.35
Total (A+B)	20,098.31	17,017.57
Capital Work-in-Progress	169.20	3,630.21
Total	20,267.51	20,647.78

Particulars	Building and Shed - Factory	Building - Other	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Computers	Assets given on Lease			Total
								Building & Shed	Plant and Equipments	Furniture and Fixtures	
For the FY 2022-23											
Gross carrying amount											
As at 01.04.2022	1,498.37	22.70	19,801.01	9.70	253.66	9.43	23.38	129.36	110.56	0.01	21,858.18
Additions	-	-	4,494.50	-	-	-	6.30	-	-	-	4,500.80
Disposals	-	-	-	-	-	-	-	-	-	-	-
As at 31.03.2023	1,498.37	22.70	24,295.51	9.70	253.66	9.43	29.68	129.36	110.56	0.01	26,358.98
Accumulated depreciation											
As at 01.04.2022	316.97	2.58	4,288.84	5.34	91.75	5.88	17.67	46.62	64.96	-	4,840.61
Charge for the year	61.87	0.43	1,311.30	0.36	25.39	0.65	2.48	7.77	9.81	-	1,420.06
Disposals	-	-	-	-	-	-	-	-	-	-	-
As at 31.03.2023	378.84	3.01	5,600.14	5.70	117.14	6.53	20.15	54.39	74.77	-	6,260.67
Net carrying amount as at 31.03.2023	1,119.53	19.69	18,695.37	4.00	136.52	2.90	9.53	74.97	35.79	0.01	20,098.31
For the FY 2021-22											
Gross carrying amount											
As at 01.04.2021	1,498.37	22.70	20,807.99	9.70	190.89	8.50	21.65	129.36	110.56	0.01	22,799.73
Additions	-	-	-	-	72.36	0.93	1.73	-	-	-	75.02
Disposals	-	-	1,006.98	-	9.59	-	-	-	-	-	1,016.57
As at 31.03.2022	1,498.37	22.70	19,801.01	9.70	253.66	9.43	23.38	129.36	110.56	0.01	21,858.18
Accumulated depreciation											
As at 01.04.2021	255.10	2.15	3,583.68	4.78	78.20	5.30	16.09	38.85	55.15	-	4,039.30
Charge for the year	61.87	0.43	1,074.62	0.56	20.45	0.58	1.58	7.77	9.81	-	1,177.67
Disposals	-	-	369.46	-	6.90	-	-	-	-	-	376.36
As at 31.03.2022	316.97	2.58	4,288.84	5.34	91.75	5.88	17.67	46.62	64.96	-	4,840.61
Net carrying amount as at 31.03.2022	1,181.40	20.12	15,512.17	4.36	161.91	3.55	5.71	82.74	45.60	0.01	17,017.57

Notes to the Financial Statements

(₹ in lakhs)

3.1 Property, plant and equipment includes assets pledged as security to bank for term loan and working capital loan (Refer Note No. 16.1 and 18.1).

3.2 Refer Note No. 34.1 for disclosure of contractual commitments for the acquisition of Property, Plant and Equipment.

3.3 The Capital WIP amount to Rs. 169.20 Lakhs (Previous year Rs. 3630.21 Lakhs).

3.4 Amount of Borrowing costs capitalised during the year Rs. 10.13 Lakhs (Previous year Rs. 22.58 Lakhs).

3.5 CWIP ageing schedule

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at 31.03.2023					
Projects in progress	169.20			-	169.20
Projects temporarily suspended	-	-	-	-	-
As at 31.03.2022					
Projects in progress	3,534.02	51.72	44.47	-	3,630.21
Projects temporarily suspended	-	-	-	-	-

3.6 There is no capital work-in-progress, whose completion is overdue or has exceeded its cost compared to its original plan.

4. RIGHT-OF-USE ASSETS

Particulars	Leasehold Land As at 31.03.2023	Leasehold Land As at 31.03.2022
Opening Balance	103.07	106.81
Additions	-	-
Deletion	-	-
Depreciation	3.74	3.74
Closing Balance	99.33	103.07

4.1 Lease deeds of all right-of-use assets are held in the name of the Company.

5. FINANCIAL ASSETS

5.1 Other financial assets (Non Current)

Particulars	As at 31.03.2023	As at 31.03.2022
Fixed deposits with banks for more than 12 months maturity	212.92	211.39
Total	212.92	211.39

5.2 Balance in fixed deposit is provided as an additional security with bank for term loan.

6. OTHER NON-CURRENT ASSETS

Particulars	As at 31.03.2023	As at 31.03.2022
Unsecured, considered good		
Capital advances	84.53	104.84
Total	84.53	104.84

Notes to the Financial Statements

(₹ in lakhs)

7. INVENTORIES

Particulars	As at 31.03.2023	As at 31.03.2022
(i) Raw materials	13,424.05	7,580.54
(ii) Finished goods	1,824.11	163.96
(iii) Stores and spares	933.26	506.65
Total	16,181.42	8,251.15

[Basis of valuation refer note 2.5 (I)]

7.1 For Inventories hypothecation as security to bank for working capital loan and term loan (Refer Note No 16.1 and 18.1).

8. TRADE RECEIVABLES

Particulars	As at 31.03.2023	As at 31.03.2022
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	215.99	145.69
Trade Receivables which have significant increase in credit risk	-	-
Trade Receivables - credit impaired	-	-
Less: Loss Allowance for doubtful receivables	1.11	1.72
Total trade receivables	214.88	143.97

Trade receivables Ageing Schedule

Particulars	Not due	Outstanding from due date of payment as on 31.03.2023					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed							
Considered good	131.40	84.59	-	-	-	-	215.99
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
Disputed							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
Less: Loss Allowance for doubtful receivables	-	1.11	-	-	-	-	1.11
Total	131.40	83.48	-	-	-	-	214.88

Notes to the Financial Statements

(₹ in lakhs)

Particulars	Not due	Outstanding from due date of payment as on 31.03.2022					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed							
Considered good	-	143.04	2.65	-	-	-	145.69
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
Disputed							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
Less: Loss Allowance for doubtful receivables	-	1.58	0.14	-	-	-	1.72
Total	-	141.46	2.51	-	-	-	143.97

8.1 Movement of Impairment Allowance for doubtful debts (Expected credit loss allowance)

Particulars	Period ended 31.03.2023	Year ended 31.03.2022
Balance at the beginning of the period	1.72	2.18
Movement in expected credit loss allowance on trade receivables (calculated at lifetime expected credit losses)	(0.61)	(0.46)
Balance at the end of the period	1.11	1.72

8.2 There are no outstanding receivables due from directors or other officers of the company.

9. CASH AND CASH EQUIVALENTS

Particulars	As at 31.03.2023	As at 31.03.2022
Cash on hand	3.93	2.02
Balances with banks		
-In current accounts	4.28	4.16
-In fixed deposit account (maturing within 3 months)	110.92	1.00
Total	119.13	7.18

9.1 Balances in current accounts include earmarked balances with banks as unspent CSR amount. Balance in fixed deposits includes earmarked fixed deposit with banks as unspent CSR amount.

10. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	As at 31.03.2023	As at 31.03.2022
In fixed deposits account (maturing above 3 months but less than 12 months)	180.28	226.50
Total	180.28	226.50

10.1 Balance in fixed deposits is pledged with bank as margin money for bank guarantee.

Notes to the Financial Statements

(₹ in lakhs)

11. OTHER FINANCIAL ASSETS

Particulars	As at 31.03.2023	As at 31.03.2022
Unsecured, considered good		
Security deposits	379.74	82.07
Total	379.74	82.07

12. OTHER CURRENT ASSETS

Particulars	As at 31.03.2023	As at 31.03.2022
Balance with Government authorities	411.51	2,927.08
Prepaid expenses	4.65	9.29
Advances to suppliers (against supply of goods or services)	1,550.91	5,992.83
Other advances	23.82	3.80
Total	1,990.89	8,933.00

13. ASSETS HELD FOR SALE

Particulars	As at 31.03.2023	As at 31.03.2022
Assets held for sale	-	468.92
Total	-	468.92

14. EQUITY SHARE CAPITAL

Particulars	As at 31.03.2023	As at 31.03.2022
Authorised :		
Equity Share Capital		
12,50,00,000 equity shares of Rs. 2/- each	2,500.00	2,500.00
Preference Share Capital		
7,50,00,000 preference shares of Rs. 10/- each	7,500.00	7,500.00
Total	10,000.00	10,000.00
Issued, subscribed and fully paid-up		
3,54,96,000 equity shares of Rs. 2/- each	709.92	709.92

14.1 Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period are as given below :

Particulars	As at 31.03.2023		As at 31.03.2022	
	No. of shares of Rs 2/- each	(Rs. in lakhs)	No. of shares of Rs 2/- each	(Rs. in lakhs)
Opening balance	3,54,96,000	709.92	3,54,96,000	709.92
Increase in number of shares	-	-	-	-
Closing balance	3,54,96,000	709.92	3,54,96,000	709.92

Notes to the Financial Statements

(₹ in lakhs)

14.2 Shares held by promoters

Promoter name	As at 31.03.2023			As at 31.03.2022		
	No. of shares of Rs 2/- each	% of total shares	% Change during the year	No. of shares of Rs 2/- each	% of total shares	% Change during the year
Equity shares						
Karni Syntex Pvt. Ltd	2,29,79,806	64.74%	1.48%	2,24,56,102	63.26%	2.27%
Radhey Shyam Jalan	5,13,475	1.45%	0.00%	5,13,475	1.45%	0.00%
Total shares held by promoters at the end of the year	2,34,93,281	66.19%	1.48%	2,29,69,577	64.71%	2.27%

14.3 Shares held by holding Company

Particulars	As at 31.03.2023		As at 31.03.2022	
	No. of shares of Rs 2/- each	(%)	No. of shares of Rs 2/- each	(%)
Equity shares				
Karni Syntex Pvt. Ltd	2,29,79,806	64.74	2,24,56,102	63.26

14.4 List of Shareholders holding more than 5 percent shares in the Company :

Particulars	As at 31.03.2023		As at 31.03.2022	
	No. of shares of Rs 2/- each	(%)	No. of shares of Rs 2/- each	(%)
Equity shares				
i) Karni Syntex Pvt. Ltd.	2,29,79,806	64.74	2,24,56,102	63.26
ii) Flamingo Overseas Pvt. Ltd.	30,00,000	8.45	30,00,000	8.45
iii) Delight Grih Nirman Pvt. Ltd.	13,44,798	3.79	18,00,000	5.07

14.5 Rights, preferences and restrictions attached to shares

The equity shares of the company have par value of Rs. 2/- per share. Each shareholder is eligible for one vote per share held. All these equity shares have same right with respect to payment of dividend, repayment of capital and voting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of preferential amounts, in proportion to their shareholding.

15. OTHER EQUITY

Particulars	As at 31.03.2023	As at 31.03.2022
Equity Component of Compound Financial Instruments	-	-
Capital redemption reserve	4,810.00	4,810.00
Securities premium	1,973.88	1,973.88
Retained earnings	10,286.54	8,439.78
Total	17,070.42	15,223.66

Notes to the Financial Statements

(₹ in lakhs)

15.1 Equity Component of Compound Financial Instruments

(7% Redeemable non-cumulative preference shares)

Particulars	As at 31.03.2023	As at 31.03.2022
Balance at the beginning of the year	-	1,230.15
Less: Transferred to retained earnings	-	(1,230.15)
Balance at the end of the year	-	-

15.2 Capital redemption reserve

Particulars	As at 31.03.2023	As at 31.03.2022
Balance at the beginning of the year	4,810.00	300.00
Add: Addition during the year	-	4,510.00
Balance at the end of the year	4,810.00	4,810.00

15.2.1 Capital redemption reserve represents the reserve created against the redemption of 8% redeemable cumulative preference shares of Rs. 10/- each, amounting to Rs.3 Crores during the FY 2005-06, 7% redeemable non-cumulative preference shares of Rs.10/- each at par aggregating to Rs.45.10 Crores during the FY 2021-22. It is a statutory, non-distributable reserve into which amounts are transferred following the redemption of shares as per the relevant provisions of the Companies Act 2013.

15.3 Securities premium

Particulars	As at 31.03.2023	As at 31.03.2022
Balance at the beginning of the year	1,973.88	1,973.88
Add: Addition during the year	-	-
Balance at the end of the year	1,973.88	1,973.88

15.3.1 Securities premium represents the amount received in excess of par value of securities. These will be utilised in accordance with the provisions of the Companies Act 2013.

15.4 Retained earnings

Particulars	As at 31.03.2023	As at 31.03.2022
Balance at the beginning of the year	8,439.78	7,851.82
Less: Transferred to capital redemption reserve	-	(4,510.00)
Add: Transferred from equity component of compound financial instruments	-	1,230.15
Add: Profit after tax for the year	1,854.64	3,864.80
Add: Other comprehensive income arising from remeasurement of defined benefit obligation (net of income tax)	(7.88)	3.01
Balance at the end of the year	10,286.54	8,439.78

15.4.1 Retained earnings represents the undistributed profits of the Company. The amount that can be distributed by the company as dividends to its equity shareholders is determined on the basis of the balance of the retained earnings of the financial statements after considering the requirements of the Companies Act, 2013.

Notes to the Financial Statements

(₹ in lakhs)

16. BORROWINGS

Particulars	As at 31.03.2023	As at 31.03.2022
Non-current		
Secured		
Term Loan from banks	1,500.00	2,250.00
Vehicle loans	46.90	81.57
Total secured borrowings	1,546.90	2,331.57
Unsecured		
Other loans (Inter Corporate Deposits)	-	1,550.00
Total unsecured borrowings	-	1,550.00
Total	1,546.90	3,881.57

16.1 Term Loan carries an interest rate at 0.30% p.a (spread) over and above 3 months MCLR and will be repaid in 20 quarterly installments till 31.03.2027. The term loan from bank is secured by way of first charge on entire movable and immovable fixed assets of the company, corporate guarantee of promoter Company, personal guarantee of promoter director. It is also secured by way of second pari-passu charge on stocks and book debts (both present and future).

16.2 Vehicle loans are secured by hypothecation of vehicles purchased under the respective agreements. Interest rate varies from 7.04% to 10.07% p.a, repayable in equated monthly installment.

17. PROVISIONS

Particulars	As at 31.03.2023	As at 31.03.2022
Non-current		
Post-employment defined benefits		
-Retirement gratuity	166.06	149.58
Other employee benefits	35.24	30.86
Provision for corporate social responsibility	102.89	108.53
Total	304.19	288.97

18. BORROWINGS

Particulars	As at 31.03.2023	As at 31.03.2022
Current		
Secured		
Working capital loans	10,492.98	10,935.38
	10,492.98	10,935.38
Current maturities of :		
Secured		
Term loan	750.00	750.00
Vehicle loan	34.66	38.66
	784.66	788.66
Total	11,277.64	11,724.04

Notes to the Financial Statements

(₹ in lakhs)

- 18.1** The working capital loans from banks are secured by way of 1st pari-passu charge on entire current assets (both present and future), 2nd pari-passu charge on all movable and immovable fixed assets of the company, corporate guarantee of promoter company and personal guarantee of the promoter director.

19. TRADE PAYABLES

Particulars	As at 31.03.2023	As at 31.03.2022
MSME	14.34	39.01
Others	2,227.02	1,097.79
Disputed Dues-MSME	-	-
Disputed Dues- Others	-	-
Total	2,241.36	1,136.80

- 19.1** Disclosures relating to Micro, Small and Medium Enterprises Development Act, 2006 (as amended)

Particulars	As at 31.03.2023	As at 31.03.2022
1. Principal amount outstanding	14.34	39.01
2. Principal amount due and remaining unpaid	-	-
3. Interest due on (2) above and the unpaid interest	-	-
4. Interest paid on all delayed payments under MSMED Act	-	-
5. Payments made beyond the appointed day during the year	-	-
6. Interest due and payable for the period of delay other than (4) above	-	-
7. Interest accrued and remaining unpaid	-	-
8. Amount of further interest remaining due and payable in succeeding years	-	-

19.2 Ageing of trade payables

Undisputed trade payables

Particulars	As at 31.03.2023		As at 31.03.2022	
	MSME	Others	MSME	Others
Outstanding for the following periods from due date of payment				
Unbilled Due	-	95.75	-	32.83
Not Due	14.34	1,355.70	20.14	670.57
Upto 1 Year	-	723.61	18.87	334.83
1-2 Years	-	20.14	-	13.29
2-3 Years	-	3.65	-	4.41
More than 3 Years	-	28.17	-	41.86
Total	14.34	2,227.02	39.01	1,097.79

Notes to the Financial Statements

(₹ in lakhs)

Disputed trade payables

Particulars	As at 31.03.2023		As at 31.03.2022	
	MSME	Others	MSME	Others
Outstanding for the following periods from due date of payment				
Unbilled Due	-	-	-	-
Not Due	-	-	-	-
Upto 1 Year	-	-	-	-
1-2 Years	-	-	-	-
2-3 Years	-	-	-	-
More than 3 Years	-	-	-	-
Total	-	-	-	-

19.3 Amount due to micro and small enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company.

20. OTHER FINANCIAL LIABILITIES

Particulars	As at 31.03.2023	As at 31.03.2022
Current		
Interest payable on borrowings	18.44	177.08
Total	18.44	177.08

21. OTHER CURRENT LIABILITIES

Particulars	As at 31.03.2023	As at 31.03.2022
Statutory dues	893.08	68.30
Advance from customers	1,838.45	455.48
Payable to employees	71.14	51.79
Total	2,802.67	575.57

22. PROVISIONS

Particulars	As at 31.03.2023	As at 31.03.2022
Current		
Provision for taxation	527.59	3,129.90
Post-employment defined benefits		
-Retirement gratuity	20.34	14.43
Other employee benefits	4.17	2.37
Provision for corporate social responsibility	54.78	-
Total	606.88	3,146.70

Notes to the Financial Statements

(₹ in lakhs)

23. REVENUE FROM OPERATIONS

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Sale of goods:		
-Pig iron	69,592.00	42,945.06
-Coke and coal	4,090.14	7,037.30
-Others	1,244.95	928.75
Sale of services:		
-Job work income	-	474.27
Total	74,927.09	51,385.38

24. OTHER INCOME

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Interest income	137.26	1,995.29
Compensation received	987.50	-
Lease rental	54.00	54.00
Sundry liabilities relating to earlier years written back	12.37	270.45
Impairment allowance for doubtful debts written back	0.61	0.46
Foreign exchange fluctuation gain	-	60.95
Duty drawback	-	59.81
Other miscellaneous income	12.49	0.81
Total	1,204.23	2,441.77

25. COST OF MATERIALS CONSUMED

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Raw materials consumed		
Opening stock	7,580.54	9,731.97
Add: Purchases	68,868.19	30,917.57
	76,448.73	40,649.54
Less: Transfer to stock-in-trade from opening stock	-	1,438.45
Less: Closing stock	13,424.05	7,580.54
Total Raw material consumed	63,024.68	31,630.55

Notes to the Financial Statements

(₹ in lakhs)

26. PURCHASE OF STOCK-IN-TRADE

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Coke and coal	3,621.94	5,431.64
Add: Transfer from raw material (opening stock)	-	1,438.45
	3,621.94	6,870.09
Others	-	672.90
Total	3,621.94	7,542.99

27. CHANGES IN INVENTORIES OF FINISHED GOODS

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Closing stock of finished goods	1,824.11	163.96
Opening stock of finished goods	163.96	305.74
(Increase)/decrease in inventories	(1,660.15)	141.78

28. EMPLOYEE BENEFIT EXPENSE

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Salaries, wages , labour charges, bonus etc.	1,904.67	1,864.84
Contribution to provident and other funds	143.28	138.17
Staff welfare expenses	22.76	22.98
Total	2,070.71	2,025.99

29. FINANCE COSTS

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Interest expense :		
-Interest on borrowings	1,044.50	877.39
-Interest on preference shares	-	822.31
-Interest on others	8.04	6.27
Other borrowing cost	66.79	190.36
Total	1,119.33	1,896.33

29.1 Other borrowing cost includes processing fees for working capital loan.

Notes to the Financial Statements

(₹ in lakhs)

30. DEPRECIATION AND AMORTISATION EXPENSE

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Depreciation on property, plant and equipment as per Note 3	1,420.06	1,177.67
Depreciation on right-of-use assets as per Note 4	3.74	3.74
Total	1,423.80	1,181.41

31. OTHER EXPENSES

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Consumption of stores and spares	1,653.04	1,152.34
Power and fuel	1,001.52	1,198.76
Rent	14.46	9.85
Repairs to machinery	151.03	96.96
Insurance	16.13	16.32
Rates and taxes	115.02	68.96
Carriage outwards	-	16.72
Export expenses	-	416.53
Commission on sales	17.21	8.49
Corporate social responsibility expenses (refer note 40)	67.17	136.00
Loss on disposal of property, plant and equipment	3.02	11.20
Foreign exchange fluctuation loss	4.76	-
Auditors remuneration		
i) To statutory auditors for :		
-Statutory audit fees	5.00	5.00
-Tax audit fees	1.00	1.00
-Limited review and certification	1.50	1.50
ii) To cost auditor for :		
-Cost audit fees (includes reimbursement of expenses)	0.45	0.35
Miscellaneous expenses	447.96	505.80
Total	3,499.27	3,645.78

Notes to the Financial Statements

(₹ in lakhs)

32. INCOME TAX EXPENSE**32.1** Income tax recognised in profit and loss

Particulars	As at 31.03.2023	As at 31.03.2022
a) Current tax expense		
Current year	527.59	1,150.47
Earlier years	(191.38)	-
b) Deferred tax expense		
Origination and reversal of temporary differences and mat credit entitlement	840.89	747.05
Total Income tax expense	1,177.10	1,897.52

32.2 Income tax recognised in OCI

Particulars	As at 31.03.2023	As at 31.03.2022
Remeasurements of defined benefit plans	4.24	(1.62)
Total income tax expense relating to OCI items	4.24	(1.62)

32.3 Deferred tax assets and liabilities

Particulars	As at 31.03.2023	As at 31.03.2022
Liabilities		
Difference between book and tax depreciation	3,410.34	2,787.54
Total deferred tax liabilities	3,410.34	2,787.54
Assets		
Provision for employee benefits	78.91	68.93
Allowance for doubtful debts	0.39	0.60
Mat credit entitlement	178.83	402.45
Total deferred tax assets	258.13	471.98
Net deferred tax liabilities	3,152.21	2,315.56

32.4 Reconciliation of deferred tax liabilities (net)

Particulars	As at 31.03.2023	As at 31.03.2022
Opening balance	2,315.56	1,566.89
Deferred tax expenses recognised in statement of profit and loss	840.89	747.05
Deferred tax recognised on other comprehensive income	(4.24)	1.62
Closing balance	3,152.21	2,315.56

Notes to the Financial Statements

(₹ in lakhs)

Particulars	As at 31.03.2022	Charge/ (Credit) to the statement of profit and loss	Recognised in/reclassified from other comprehensive income	As at 31.03.2023
Deferred tax liabilities				
Difference between book and tax depreciation	2,787.54	622.80	-	3,410.34
Total	2,787.54	622.80	-	3,410.34
Deferred tax assets				
Provision for employee benefits	68.93	5.74	4.24	78.91
Allowance for doubtful debts (excepted credit loss allowance)	0.60	(0.21)	-	0.39
Mat credit entitlement	402.45	(223.62)	-	178.83
Total	471.98	(218.09)	4.24	258.13
Deferred tax liabilities (net)	2315.56	840.89	(4.24)	3152.21

33. EARNINGS PER SHARE (EPS)

Computation of earning per share

Particulars	Year ended 31.03.2023	Year ended 31.03.2022
Face value of equity shares (in Rupees)	2	2
Weighted average number of equity shares used for computing Earning per share (basic & diluted) (in numbers)	3,54,96,000	3,54,96,000
Profit attributable to equity share holders (Rs in Lakhs)	1,854.64	3,864.80
Earning per share (basic and diluted) (in Rupees)	5.22	10.89

34. COMMITMENTS AND CONTINGENCIES

34.1 Capital commitments

Particulars	As at 31.03.2023	As at 31.03.2022
Estimated value of contracts in capital account remaining to be executed and not provided for (net of advances)	369.10	783.81

34.2.1 Contingent liabilities (To the extent not provided for and claim against Company not acknowledged as debts) Ind AS 37.

Particulars	As at 31.03.2023	As at 31.03.2022
Disputed liabilities		
Excise duty matters (Amount paid under protest Rs 1.43 Lakhs, Previous Year Rs 1.43 Lakhs)	14.34	14.34
GST matters (Amount paid under protest Rs 5.63 Lakhs, Previous Year Nil)	22.50	-
Guarantees		
Bank guarantees	355.91	275.46

Notes to the Financial Statements

(₹ in lakhs)

34.2.2 The Company has received demand from South Eastern Railway towards differential freight payment pertaining to the period FY 2008-09 to FY 2010-11 amounting to Rs 603.91 Lakhs plus interest and penalty there on. The matter is subjudice with hon'orable Calcutta High Court. The management are in view that there is a fair chance of quashing of demand and accordingly no provision has been made in the Accounts.

34.2.3 In the respect of the above matters, future cash flow are determinable on receipt of judgement/decision pending at various forums/authorities.

35. SEGMENT REPORTING

The company is predominantly engaged in a single reportable segment of Iron & Steel during the year. The risks and returns of manufacturing of pig iron and trading of its raw material are directly associated with Iron & Steel business and hence treated as single reportable business segment. The company is operating within India only and hence India is the only geographical segment.

The information relating to revenue from external customers of its single reportable segment has been disclosed as below:

Revenue from operations

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Within India	74,927.09	47,154.76
Outside India	-	4,230.62
Total	74,927.09	51,385.38

36. RELATED PARTY TRANSACTIONS

36.1 List of related parties and the nature of relationship:

Name of related party	Nature of relationship
Karni Syntex Pvt. Ltd	Holding company
KIC Minerals Private Limited	Mr. Radhey Shyam Jalan is a director of KIC Minerals Private Limited.
Key managerial personnel	
-Mr. Radhey Shyam Jalan	Chairman & Managing Director
-Mrs. Manjula Poddar	Independent Director
-Mrs. Ishita Bose	Independent Director
-Mr. Laxmi Narayan Sharma	Independent Director
-Mr. Kanhaiyalal Didwania	Non Executive and Non Independent Director
-Mr. Mukesh Bengani	Director (Finance) and Chief Financial Officer
-Mrs. Ruchika Fogla	Company Secretary

Notes to the Financial Statements

(₹ in lakhs)

36.2 Transactions during the year

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
With Holding company - Karni Syntex Pvt. Ltd		
-Loan taken during the year	500.00	-
-Loan repaid during the year	(500.00)	-
-Interest paid on loan taken	28.38	-
With Key managerial personnel		
-Director's remuneration	121.41	109.52
-Other KMP's remuneration	3.24	2.95
-Other benefits paid	1.54	1.90

37. EMPLOYEE BENEFITS

37.1 Defined contribution plans

The Company participates in a number of defined contribution plans on behalf of relevant personnel. Any expense recognised in relation to these schemes represents the value of contributions payable during the period by them at rates specified by the rules of those plans. The only amounts included in the balance sheet are those relating to the prior month's contributions that were not due to be paid until after the end of the reporting period.

Provident fund

In accordance with Indian law, eligible employees of K I C Metaliks Limited are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' salary). During the year, the company has recognised Rs. 110.49 lakhs (2021-22: Rs. 106.54 lakhs) as contribution in the Statement of profit and loss.

Employees' state insurance

In accordance with Indian law, eligible employees of K I C Metaliks Limited are entitled to receive benefits in respect of employee's state insurance, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 4.75% of employees' salary). During the year, the company has recognised Rs.32.79 lakhs (2021-22: Rs. 31.63 lakhs) as contribution in the Statement of profit and loss.

37.2 Defined benefit plans

Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 26 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The Company is exposed to interest risk, liquidity risk, salary escalation risk, demographic risk and regulatory risk.

- i. **Interest risk** : The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).
- ii. **Liquidity risk**: This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non-availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

Notes to the Financial Statements

(₹ in lakhs)

- iii. **Salary Escalation risk** : The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
- iv. **Demographic risk** : The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.
- v. **Regulatory risk** : Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act , 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity of Rs. 20 Lakhs).

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at 31.03.2023 by Kushwant Pahwa, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

The principal assumptions used for the purposes of the actuarial valuations were as follows :

Particulars	Valuation as at	
	As at 31.03.2023	As at 31.03.2022
Discount rate(s)	7.20%	7.30%
Rate of increase in salaries	5.00%	5.00%
Mortality	100% of IALM 2012-14	100% of IALM 2012-14
Normal retirement age	58 years	58 years
Attrition Rate	2.00%	2.00%

Amounts recognised in statement of profit and loss in respect of these defined benefits plans are as follows :-

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Current service cost	17.96	17.15
Net interest income/ (cost) on the net defined benefit liability (asset)	11.97	10.51
Components of defined benefit costs recognised in profit or loss	29.93	27.66
Remeasurement on the net defined benefit liability :		
Actuarial (gains)/losses arising from changes in financial assumptions	1.44	(5.22)
Actuarial (gains)/losses arising from experience variance (i.e. actual experience vs assumptions)	10.68	0.59
Components of defined benefit costs recognised in other comprehensive income	12.12	(4.63)
Total	42.05	23.03

The current service cost and the net interest expense for the year are included in the "Employee benefits expense" line item in the statement of profit and loss.

The remeasurement of the net defined liability is included in other comprehensive income.

Notes to the Financial Statements

(₹ in lakhs)

The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows :

Particulars	As at 31.03.2023	As at 31.03.2022
Present value of funded defined benefit obligation	186.40	164.01
Fair value of plan assets	-	-
Funded status [Surplus/(deficit)]	(186.40)	(164.01)
Unrecognised past service costs	-	-
Net Asset/ (Liability) arising from defined benefit obligation	(186.40)	(164.01)

Movements in the present value of the defined benefit obligations are as follows:

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Opening defined benefit obligations	164.01	152.33
Current service cost	17.96	17.15
Interest cost	11.97	10.51
Remeasurement (gains)/losses:		
Actuarial (gains)/losses arising from changes in financial assumptions	1.44	(5.22)
Actuarial (gains)/losses arising from experience assumptions	10.68	0.59
Past service cost, including losses /(gains) on curtailment	-	-
Acquisition credit cost	-	-
Benefits paid	(19.66)	(11.35)
Closing defined benefit obligation	186.40	164.01

Sensitivity analysis of significant assumptions

The following table present a sensitivity analysis to one of the relevant actuarial assumption, holding other assumptions constant, showing how the defined benefit obligation would have been affected by changes in the relevant actuarial assumptions that were reasonably possible at the reporting date.

Particulars	As at 31.03.2023	As at 31.03.2022
Discount rate		
+1.00% discount rate	172.87	152.13
- 1.00% discount rate	201.93	177.63
Salary escalation		
+ 1.00% salary escalation	202.56	178.21
- 1.00% salary escalation	172.11	151.44
Attrition rate		
+ 50% withdrawal rate	188.54	165.96
- 50% withdrawal rate	183.99	161.82
Mortality rate		
+ 10.0% mortality rate	186.80	164.38
- 10.0% mortality rate	185.99	163.63

Notes to the Financial Statements

(₹ in lakhs)

The expected maturity analysis of undiscounted defined benefit obligation is as below:

Particulars	As at 31.03.2023	As at 31.03.2022
1st year	20.34	14.43
2 to 5 years	64.22	64.98
6 to 10 years	88.64	81.76
More than 10 years	205.04	173.89

Details of plan assets

The scheme is unfunded.

Weighted average duration (based on discounted cashflow) of the defined benefit plan obligation at the end of the reporting period is 8 years.

38. FINANCIAL INSTRUMENTS

38.1 Categories of financial instruments

Particulars	As at 31.03.2023	As at 31.03.2022
Financial assets		
(i) Measured at amortised cost		
(a) Trade receivables	214.88	143.97
(b) Cash and bank balances	299.41	233.68
(c) Other financial assets	592.66	293.46
Sub-total	1,106.95	671.11
Financial liabilities		
Measured at amortised cost		
(a) Borrowings	12,824.54	15,605.61
(b) Trade payables	2,241.36	1,136.80
(c) Other financial liabilities	18.44	177.08
Sub-total	15,084.34	16,919.49

38.2 Capital management

The Company's objectives when managing capital are to :-

- maximize the shareholder value ;
- safeguard its ability to continue as a going concern ;
- maintain an optimal capital structure to reduce the cost of capital ; and
- ensure Compliance with covenants related to its credit facilities.

The Board of Directors has the primary responsibility to maintain a strong capital base and reduce the cost of capital through prudent management of deployed funds and leveraging opportunities in the financial markets so as to maintain and sustain future development of the business.

Notes to the Financial Statements

(₹ in lakhs)

The gearing ratio of the Company is as follows :-

Particulars	As at 31.03.2023	As at 31.03.2022
i) Equity share capital	709.92	709.92
ii) Other equity	17,070.42	15,223.66
Total capital (a)	17,780.34	15,933.58
i) Current borrowings	11,277.64	11,724.04
ii) Non-current borrowings	1,546.90	3,881.57
Total debt (b)	12,824.54	15,605.61
Less: Cash and cash equivalents	119.13	7.18
Net debt (c)	12,705.41	15,598.43
Capital and net debt (a+ c)	30,485.75	31,532.01
Gearing ratio	0.42	0.49

39. FINANCIAL RISK MANAGEMENT

The Company's principal financial liabilities comprises of loans and borrowings, trade and other payables. The main purpose of these financial liabilities are to finance the Company's operations and to support its operations. The Company's principal financial assets include trade and other receivables, and cash and short-term deposits that derive directly from its operations.

The Company's business activities expose it to a variety of financial risks, namely credit risk, liquidity risk, market risk and foreign currency risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets.	Ageing analysis	Follow-up of the debtors
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk – interest rate	Long-term borrowings at fixed interest rates which are reset as per economic condition	Sensitivity analysis	Monitoring of interest rates. Interest rates are unhedged.
Foreign Currency Risk	Change in Foreign Currency Rate	Sensitivity analysis	Monitoring movement of Foreign Currency rate and hedging the exposure.

39.1 Risk management framework

Managing director and Chief Financial Officer of the Company evaluates and manages the uncertainties in the Company. They conduct meetings at regular intervals involving other high level officers of the company and provides updates to the Audit Committee/Board.

The management of financial risks by the Company is summarized below :-

39.1.1 Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk as a result of the risk of counterparties defaulting on their obligations. The Company's exposure to credit risk primarily relates to investments, accounts receivable and cash and cash equivalents. The Company monitors and limits its exposure to credit risk on a continuous basis. To manage this the Company periodically reviews the financial reliability of its customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivables.

Notes to the Financial Statements

(₹ in lakhs)

39.1.2 Liquidity risk

The Company is exposed to liquidity risk related to its ability to fund its obligations as they become due. The Company monitors and manages its liquidity risk to ensure access to sufficient funds to meet operational and financial requirements. The Company has access to credit facilities and monitors cash balances daily. In relation to the Company's liquidity risk, the Company's policy is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions as they fall due while minimizing finance costs, without incurring unacceptable losses or risking damage to the Company's reputation.

39.1.3 Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices.

i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Any weakening of the functional currency may impact the Company's cost of imports and cost of borrowings and consequently may increase the cost of financing the Company's capital expenditures. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks.

The following table demonstrates the sensitivity in the USD to the Indian Rupee with all other variables held constant. The impact on the Company's profit before tax due to changes in the fair values of monetary assets and liabilities is given below:

Unhedged Foreign currency exposure as at 31st March, 2023	Currency	Amount in FC (In \$)	Amount (in Rs.)
Trade Payables	USD	1.80	147.99

Unhedged Foreign currency exposure as at 31st March, 2022	Currency	Amount in FC (In \$)	Amount (in Rs.)
Trade Payables	USD	1.80	136.45

Foreign currency sensitivity

2% increase or decrease in foreign exchange rates will have the following impact on profit before tax:-

Particulars	2022-23		2021-22	
	2% Increase - Loss	2% Decrease - Profit	2% Increase - Loss	2% Decrease - Profit
USD	(2.96)	2.96	(2.73)	2.73
Increase / (Decrease) in profit before tax	(2.96)	2.96	(2.73)	2.73

ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company manages its interest risk exposure relating to the financial instrument classified at amortised cost by using the market interest rate as the effective interest rate and the changes in the assets liabilities is accounted for as interest income/expenses with respect to financial assets/financial liabilities respectively. The Company however has only fixed interest rate term loan.

As there is no primary exposure to the interest rate risk the sensitivity analysis has not been performed by the Company.

Notes to the Financial Statements

(₹ in lakhs)

40. CORPORATE SOCIAL RESPONSIBILITY EXPENSE

Particulars	As at 31.03.2023	As at 31.03.2022
Amount required to be spent by the company during the year	67.17	55.71
Amount of expenditure incurred		
(i) Construction/acquisition of any assets	-	-
(ii) On purposes other than (i) above	18.02	1.97
Shortfall at the end of the year	49.15	53.74
Total of previous years shortfall	108.52	54.78
Reason for shortfall	The shortfall amount could not be spent as the Company has chosen long term projects. The aforesaid unspent amount has been transferred to separate CSR unspent Account for the on-going projects of the Company in compliance with Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 vide MCA Notification dated January 22, 2021.	The shortfall amount could not be spent as the Company has chosen long term projects. The aforesaid unspent amount has been transferred to separate CSR unspent Account for the on-going projects of the Company in compliance with Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 vide MCA Notification dated January 22, 2021.
Nature of CSR activities	Promoting education , health care , nationally recognised sports and making available safe drinking water.	Promoting education, safe drinking water, health and safety and sports.
Provision for liability for the unspent amount.	157.67	108.52

As on March 31, 2023 the Company needs to transfer Rs 49.15 lakhs to unspent CSR Account as per Section 135(6) of the Companies Act, 2013. On April 28, 2023 the Company transferred the said amount to the unspent CSR Account.

41. THE RATIOS AS PER SCHEDULE III ARE AS BELOW:

Ratio	Numerator	Denominator	As at 31.03.2023	As at 31.03.2022	% Variance
i) Current ratio (In times)	Current Assets	Current Liabilities	1.18	1.13	4.42%
ii) Debt-equity ratio (In times)	Total Borrowings (i.e Non-current borrowings+ Current borrowing)	Total Equity	0.72	0.98	-26.53%
iii) Debt service coverage ratio (in times)	Profit before tax + Depreciation and amortisation expenses + interest on term loans	Interest on term loans + Scheduled principal repayments of term loans (i.e. excluding prepayments and refinancing of debts) during the year	4.74	2.85	66.32%
iv) Return on equity ratio	Net Profit after taxes	Average Network	11.00%	27.61%	-60.16%

Notes to the Financial Statements

(₹ in lakhs)

Ratio	Numerator	Denominator	As at 31.03.2023	As at 31.03.2022	% Variance
v) Inventory turnover ratio (in days)	Average inventory	Revenue from operations	59.51	66.29	-10.23%
vi) Trade receivables turnover ratio (in days)	Average trade receivables	Revenue from operations	0.87	3.41	-74.49%
vii) Trade payables turnover ratio (in days)	Average Trade Payables	Net purchases	8.50	34.10	-75.07%
viii) Net capital turnover (in times)	Revenue from operations	Working Capital	25.80	24.00	7.50%
ix) Net profit margin (%)	Net profit after tax	Total Income	2.44%	7.18%	-66.02%
x) Return on capital employed	Earning before finance cost and taxes	Capital Employed = Net Worth + Total Debt + Deferred Tax Liability	12.30%	22.62%	-45.62%

41.1 Variation in coverage, turnover and other profitability ratios is primarily due to decrease in borrowings, increase in turnover and decrease in profitability during the year ended March 31, 2023

42. OTHER STATUTORY INFORMATION

- i) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
- ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries
- iv) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall :
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- vii) The Company is not declared wilful defaulter by any bank or financial institution or lender during the year.
- viii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

Notes to the Financial Statements

- ix) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.
- x) The title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at the balance sheet date.
- xi) The Company does not have any transactions with companies which are struck off.
- xii) The Company has not given any loans or advances to promoters, directors, KMPs and related parties (as defined under Companies Act, 2013), either severally or jointly with any other person.

43. PREVIOUS YEAR'S FIGURE HAVE BEEN RE-GROUPED/RE-CLASSIFIED WHEREVER NECESSARY.

In terms of our report of even date attached

For **B. N. Agrawal & Co.**

Chartered Accountants

Firm Registration No. 320312E

Anshu Agarwal

Partner

Membership No. 314802

Place : Kolkata

Dated : The 26th day of May, 2023

For and on behalf of the Board of Directors

R. S. Jalan

Chairman and Managing Director

(DIN: 00578800)

M. Bengani

Director (Finance) and CFO

(DIN: 08892916)

R. Fogla

Company Secretary

(ACS: 23339)

M. Poddar

Director

(DIN: 08158445)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 36th **ANNUAL GENERAL MEETING** of the Members of **K I C METALIKS LIMITED** will be held on **Friday, September 08, 2023 at 10.30 a.m (IST)** through Video Conferencing 'VC'/ Other Audio Visual Means ('OAVM') to transact the following business :

AS ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Radhey Shyam Jalan (DIN : 00578800) who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint the statutory auditors of the Company and authorize the Board of Directors of the Company to fix their remuneration.

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

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 'the Act' read with Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. Agrawal Maheswari & Co. Chartered Accountants (Firm Registration No. 314030E), be and are hereby appointed as Statutory Auditors of the Company in place of the retiring auditors M/s. B. N. Agrawal & Co. Chartered Accountants (Firm Registration No. 320312E)], to hold office from the conclusion of this Annual General Meeting 'AGM' until the conclusion of the 38th AGM to be held in 2025, at such remuneration including applicable taxes and out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company 'Board' and the Auditors."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary or expedient to give effect to this resolution."

AS SPECIAL BUSINESS :

4. **Re-appointment of Mrs. Manjula Poddar (DIN : 08158445) as an Independent Director for the second term of 5 years**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution** :

"RESOLVED THAT Mrs. Manjula Poddar (DIN : 08158445), who was appointed as an Additional Director of the Company effective from June 23, 2023 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, the re-appointment of Mrs. Manjula Poddar, that meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for re-appointment as an Independent Director of the Company, for the second consecutive term, i.e., from June 23, 2023 to June 22, 2028 (both days inclusive) and who would not be liable to retire by rotation, be and is hereby approved."

5. Revision in remuneration of Mr. Mukesh Bengani, (DIN : 08892916) Director (Finance) and Chief Financial officer of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and recommendation of the Nomination and Remuneration Committee and Audit Committee of the Company, and subject to the approval of the Members of the Company, approval of the Company be and is hereby accorded for revision in the remuneration of Mr. Mukesh Bengani (DIN : 08892916), Director (Finance) and Chief Financial Officer of the Company, with effect from June 1, 2023.

‘Mr. Bengani’, on the terms and conditions including remuneration as mentioned below :

Salary and Perquisites :

a) Basic Salary	₹ 75,325 per month
b) H.R.A	₹ 33,913 per month
c) Other allowance	₹ 35,922 per month
Total	₹ 1,45,160 per month

d) Leave Travel Allowance will be as per the Company rules.

e) Annual Bonus and gratuity will be as per the Company rules.

The terms and conditions of appointment of Mr. Bengani may be altered and varied from time to time by the Board in such manner as may be mutually agreed, subject to such approvals as may be required and within applicable limits of the Companies Act, 2013.

No sitting fees will be paid to Mr. Bengani for attending meeting of the Board of Directors or any committee thereof. Total remuneration of Mr. Bengani in any financial year shall not exceed 5 % of the net profits of the Company during that year. The appointment may be terminated by either party by giving one months’ notice of such termination or salary in lieu thereof or by mutual consent.

“RESOLVED FURTHER THAT the Company Secretary or any Director of the Company be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the above resolution.”

6. Ratification of the remuneration of the Cost Auditors (Firm Registration No. 101919) of the Company for the financial year 2023-24

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 35,000 plus applicable taxes and out-of-pocket expenses incurred in connection with the audit, payable to M/s. Patangi & Co., Cost Accountants, (Firm Registration No. 101919), who were appointed by the Board of Directors as Cost Auditors of the Company to audit the cost records for the financial year 2023-24.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary proper or expedient to give effect to this resolution.”

Registered Office :

“Sir RNM House”,
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700 001
West Bengal, India

By Order of the Board
For **K I C Metaliks Limited**

Ruchika Fogla
Company Secretary
(Membership No. A23339)

Dated : June 27, 2023
Place : Kolkata

IMPORTANT NOTES :

1. Pursuant to the Circular No. 14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022 and Circular No. 10/2022 and 11/2022 dated December 28, 2022 and all other relevant circulars issued from time to time and the provision of Companies Act, 2013 'Act'. The Securities and Exchange Board of India 'SEBI' vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (hereinafter called as SEBI Circular), the 36th Annual General Meeting ("AGM") of the Company is being held through VC/OAVM without the physical presence of Members at a common venue. **The deemed venue for 36th AGM will be the Registered Office of the Company – "Sir RNM House", 3B , Lal Bazar Street , 4th Floor , Room No.2, Kolkata -700 001, West Bengal.**
2. The members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of commencement of the meeting (i.e. 10.30 AM IST) by following the procedure mentioned herein after under the head "instructions for members for Attending AGM through VC/OAVM will be made available for 1000 on first come first serve basis. This does not include large Members (i.e. holding 2 % or more shares), promoters, Institutional Investors, Directors and Key Managerial Personnel of the Company, the Chairpersons of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company and Auditors, who are allowed to attend the AGM without restriction on account of first come first serve basis.
3. Since this AGM is being held pursuant to the applicable MCA and SEBI Circulars through VC/OAVM, physical attendance of members has been dispensed with in line with aforesaid Circulars. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The facility of casting votes by the member using remote e-voting system as well as at AGM will be provided by NSDL. The detailed instructions for casting vote are mentioned hereinafter.

Members who wish to speak at AGM shall send their name and DP ID/ Folio No. on or before **Tuesday, September 05, 2023** on following email id **companysecretary@kicmetaliks.com**.
5. Institutional/ Corporate Members (i.e. other than individuals/ HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or Governing Body Resolution/Authorization/Power of Attorney etc. (Authorization) authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail to his/her registered e-mail address at **kic.scrutinizer@gmail.com** with a copy marked to **evoting@nsdl.co.in**.
6. The Register of members and Share Transfer Register of the Company will remain closed from **Saturday, September 02, 2023 to Friday, September 08, 2023** (both days inclusive).
7. As per Regulation 40 of Listing Regulations, as amended, securities of listed Companies can be transferred only in dematerialized form with effect from, April 7, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and to ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form as it facilitates easy liquidity. Change in particulars of shareholding such as bank details, address, loss of share certificates etc., members can contact the Company's Registrars and Transfer Agents, **M/s. S.K. Infosolutions Pvt. Ltd. D/42, Katju Nagar (Near South City Mall), Ground Floor, Katju Nagar Bazar, Jadavpur, Kolkata – 700 032** 'RTA' for assistance in this regard. The details various banks and agencies providing dematerialization of shares services are available on the website of NSDL and CDSL.
8. To support the 'Green Initiative', members who have not yet registered their email addresses are requested to register the same with their DP's in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
9. In terms of provisions of Section 72 of the Companies Act, 2013, nomination facility is available to individual members. The members who are holding shares in physical form and are desirous of availing this facility may kindly download the prescribed form (SH-13) from the Company's website and submit the same to RTA at the address mentioned herein

above in **Note No. 7**. Members holding shares in dematerialized form, should write to their Depository Participant for this purpose.

10. Members who are holding shares in physical form are requested to notify changes, if any, pertaining to their name, postal address, e-mail address, telephone or mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc. to the RTA at the address mentioned **Note No. 7** quoting their folio number along with requisite documents and members holding shares in dematerialised form, should intimate request for such changes to their Depository Participant.
11. Members who are holding shares in identical order of names in more than one folios, are requested to write to the RTA at the address mentioned in **Note No. 7** to consolidate their holdings in one folio.
12. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company on or before **Friday, September 01, 2023** from their registered e-mail address, mentioning their Name, DP ID and Client ID/Folio No. and mobile number on **companysecretary@kicmetaliks.com**. The queries will be replied by the Company suitably in the AGM.
13. In compliance with the aforesaid MCA Circulars and SEBI Circulars (referred in Note No. 1) 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. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website **www.kicmetaliks.com**, website of the Stock Exchange i.e. BSE Limited at **www.bseindia.com** and on the website of NSDL **www.evoting.nsdl.com**.
14. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
15. Since the AGM will be held through VC/OAVM, the Route Map of the venue of the AGM is not annexed to this Notice.
16. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 in respect of the businesses under **Item Nos. 3, 4 5 and 6** above is annexed hereto. The relevant details of the Directors seeking re-appointment/appointment under **Item Nos. 2 and 4** pursuant to Regulation 36(3) of the Listing Regulations and as required under Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India, are also annexed.
17. **INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS :**
 - A. **PROCESS AND MANNER FOR VOTING THROUGH ELECTRONIC MEANS :**
 - i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations (as amended), and MCA Circulars the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
 - ii. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of **Friday, September 01, 2023** may cast their vote by remote e-voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting before the AGM as well as remote e-voting during the AGM. Any person who acquires shares of the Company and becomes a member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e. **Friday, September 01, 2023** may obtain the User ID and Password by sending a request at **evoting@nsdl.co.in**.
 - iii. The remote e-voting period commences on **Monday, September 04, 2023 at 9.00 a.m. (IST) and ends on Thursday, September 07, 2023 at 5.00 p.m. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change

it subsequently. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. **Friday, September 01, 2023.**

- iv. Members will be provided with the facility for voting through electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote on the resolution(s) by remote e-voting, will be eligible to exercise their right to vote on such resolution(s) upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.
- v. The remote e-voting module shall be disabled by NSDL for voting, 15 minutes after the conclusion of the Meeting on the day of the AGM.

B. INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM AND REMOTE E-VOTING (BEFORE AND DURING THE AGM) ARE GIVEN BELOW :

- i. The members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system and they may access the same at <https://www.evoting.nsdl.com> under the Members/Members login by using the remote e-voting credentials, where the EVEN of the Company i.e. **125183** will be displayed. On clicking this link, the members will be able to attend and participate in the proceedings of the AGM. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID/Password may retrieve the same by following the remote e-voting instructions mentioned below to avoid last minute rush. Further, members may also use the OTP-based login for logging into the e-voting system of NSDL.
- ii. Members may join the Meeting through Laptops, Smartphone's, Tablets and iPads for better experience. Further, members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- iii. Members who would like to express their views or ask questions during the AGM may pre-register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DPID and Client ID/ Folio number, PAN, mobile number at companysecretary@kicmetaliks.com between **Monday, September 04, 2023 (9:00 a.m. IST) to Wednesday, September 06, 2023 (5:00 p.m. IST)**. Those members who have registered themselves as a speaker will only 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.

Members who need assistance before or during the AGM to access and participate in the meeting may contact NSDL on evoting@nsdl.co.in /022-4886 7000 /022-2499 7000.



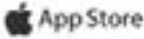

C. THE INSTRUCTIONS FOR REMOTE E-VOTING BEFORE/ DURING THE AGM

Step 1: Access to NSDL e-Voting system

1. LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETING FOR INDIVIDUAL Members HOLDING SECURITIES IN DEMAT MODE

In terms of SEBI Circular dated December 9, 2020 on e-voting facility provided by Listed Companies, individual Members holding securities in Demat mode are allowed to vote through their Demat accounts maintained with Depositories and Depository Participants. Members are advised to update their mobile number and e-mail Id in their Demat accounts in order to access the e-Voting facility.

Login method for Individual Members holding securities in Demat mode is given below :

Type of Members	Login Method
Individual Members holding securities in Demat mode with NSDL	<ol style="list-style-type: none"> 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Members/Member can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on :</p> <div style="display: flex; justify-content: center; gap: 20px; align-items: center;"> <div style="text-align: center;">   </div> <div style="text-align: center;">   </div> </div>

Type of Members	Login Method
Individual Members holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The 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 user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is 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. If the user is not registered for Easi/Easiest, 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. Alternatively, the user can directly access 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, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members (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 for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Individual Members 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 Members 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

2. LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETING FOR Members OTHER THAN INDIVIDUAL Members HOLDING SECURITIES IN DEMAT MODE AND Members HOLDING SECURITIES IN PHYSICAL MODE

Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com/>

How to Log-in to NSDL e-voting website?

1. 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.
2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Members' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in Demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and client ID is 12***** then your User ID is IN300***12*****
b) For Members who hold shares in Demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your User ID is 12*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example, if EVEN is 120921 and folio number is 001*** then User ID is 116851001***

5. Details of password are given below:

- a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c. How to retrieve your 'initial password'?
 - i. If your e-mail ID is registered in your Demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail sent and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of your beneficiary ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your e-mail ID is not registered, please follow steps mentioned in process for those Members whose e-mail ids are not registered.

6. **If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password :**
 - a. Click on 'Forgot User Details/Password?' (If you are holding shares in your Demat account with NSDL or CDSL) option available on www.evoting.nsdl.com
 - b. Click on 'Physical User Reset Password?' (If you are holding shares in physical mode) option available on www.evoting.nsdl.com
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your Demat account number/folio number, your PAN, your name and your registered address.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.
8. Now, you will have to click on 'Login' button.
9. After you click on the 'Login' button, Home page of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system.

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see EVEN of all the Companies in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select 'EVEN' of the Company for which you wish to cast your vote during the remote e-voting period and during AGM. For joining virtual meeting, you need to click on VC/OAVM Link placed under "Join General Meeting",
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
5. Upon confirmation, the message 'Vote cast successfully' will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for e-voting during the AGM are as under :

1. The procedure for remote e-voting during the AGM is same as the instructions mentioned above for remote e-voting, since the Meeting is being held through VC/OAVM.
2. Only those Members/Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so shall be eligible to vote through e-voting system during the AGM.

General Guidelines for Members :

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.

In case of any queries/grievances pertaining to remote e-voting (before the AGM and during the AGM), you may refer to the Frequently Asked Questions 'FAQs' for Members and e-voting user manual for Members available in the download section of www.evoting.nsdl.com or call on the **toll-free number: 1800-222-990/1800-224-430** or **send a request at evoting@nsdl.co.in or contact Mr. Amit Vishal or Ms. Pallavi Mhatre or Mr. Pratik Bhatt from NSDL at the designated e-mail IDs: amitv@nsdl.co.in or pallavid@nsdl.co.in or pratikb@nsdl.co.in.**

Other Instructions:

- i. The Board of Directors has appointed **Ms. Neha Yadav (Membership No. A36913)** Practising Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process before and during the AGM in a fair and transparent manner.
- ii. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock and count the votes cast during the AGM, and votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
- iii. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company **www.kicmetaliks.com** and on the website of NSDL **www.evoting.nsdl.com** immediately after the result is declared by the Chairman or any other person authorised by the Chairman and the same shall be communicated to BSE Limited where the shares of the Company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

This statement is provided though strictly not required as per Section 102 of the Act.

ITEM NO. 3

In terms of Section 139 of the Companies Act, 2013, the term of M/s. B. N. Agrawal & Co., Chartered Accountants, the current Statutory Auditors of the Company, will end at the conclusion of the 36th Annual General Meeting (AGM) and the Company is required to appoint new statutory auditors to conduct the statutory audit of the books of accounts of the Company for the FY 2023-24 onwards. The Board of Directors recommend the appointment of, M/s. Agrawal Maheswari & Co. Chartered Accountants (Firm Registration No. 314030E) as the Statutory Auditors of the Company for a period of 2 (two) years commencing from the conclusion of the 36th AGM till the conclusion of the 38th AGM to be held in the year 2025.

M/s. Agrawal Maheswari & Co. Chartered Accountants (Firm Registration No. 314030E) have consented to their appointment as Statutory Auditors and have confirmed that, if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act. The Board recommends the resolution set forth in **Item no. 3** for approval of the Members. None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution mentioned in **Item no. 3** of the Notice

The Board recommends the resolution set forth in **Item No. 3** of the Notice for approval of the Members.

ITEM NO. 4

Mrs. Manjula Poddar 'Mrs. Poddar' was appointed as the Independent Director of the Company for a period of five years from June 23, 2018 till June 23, 2023, and the said appointment was approved by the Members at their 31st Annual General Meeting held on September 26, 2018.

Based on the recommendation of the Nomination and Remuneration Committee, the Board on June 27, 2023, re-appointed Mrs. Poddar as the Independent Director of the Company, not liable to retire by rotation, for a Second term of five years effective June 23, 2023 to June 22, 2028, subject to approval of the Members.

The resolution seeks the approval of the Members in terms of Section 149 and other applicable provisions of the Act, read with Schedule IV of the Act and the Rules framed there under, for re- appointment of Mrs. Manjula Poddar as an Independent Director of the Company for a period of the five years commencing from June 23, 2023 to June 22, 2028.

Mrs. Manjula Poddar, B. Com, FCS and LLB aged about 40 years, is a Fellow Member of The Institute of Company Secretaries of India. She is a Practicing Company Secretary having vast experience of about 13 years in the field of Legal and Secretarial matters to her credit.

In the opinion of the Board, Mrs. Manjula Poddar is a person of integrity, fulfils the conditions specified in the Act and the Rules framed there under and is independent of the management of the Company.

The Board recommends the resolution set forth in **Item No. 4** of the Notice for approval of the Members.

ITEM NO. 5

The Board of Directors of the Company 'Board' at their meeting held on May 26, 2023, subject to approval of members of the Company, has accorded its approval for revision in remuneration of Mr. Mukesh Bengani, Director (Finance) and Chief financial Officer of the Company, 'Mr. Bengani, as detailed in the resolution, for his remaining tenure. The same was approved by the Nomination and Remuneration Committee at its meeting held earlier that day and was recommended to the Board for its approval. While approving the revised remuneration of the Mr. Bengani, the Nomination and Remuneration Committee considered various parameters which, inter alia, includes, prudent handling of the finance and internal control functions of the Company, helping the management in achieving a robust top line and bottom line and others strategic initiatives, etc. with a view to ensure objectivity in determining the remuneration package as well as maintaining a balance between interest of the Company and members. The revision in remuneration of Mr. Bengani was made with the view to make the same commensurate with his efforts given to and involvement in the Company.

Pursuant to provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof or the time being in force) and applicable clauses of the Articles of Association of the Company, the above said revision in remuneration requires approval of members of the Company in a General Meeting by way of ordinary resolution.

The requisite details of Mr. Bengani are provided as annexure to this Notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise in the resolution as set out at Item No. 5 of the Notice except Mr. Bengani.

The Board recommends the resolutions set forth in **Item No. 5** of the Notice for the approval of Members.

ITEM NO. 6

The Board on the recommendation of the Audit Committee has approved the appointment of M/s. Patangi & Co., Cost Auditors to audit cost records of the Company for the financial year 2023-24 at a remuneration of ₹ 35,000/-, excluding applicable taxes and out of pocket expenses, if any.

As per Section 148 of the Companies Act, 2013 the remuneration payable as above is to be ratified by the members. Accordingly, the consent of the Members is sought for passing the said resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise in the resolution as set out at Item No. 6 of the Notice.

The Board recommends the resolution set forth in **Item No. 6** of the Notice for approval of the Members.

Registered Office :

"Sir RNM House",
3B, Lal Bazar Street,
4th Floor, Room No. 2,
Kolkata – 700 001
West Bengal, India

By Order of the Board
For **K I C Metaliks Limited**

Ruchika Fogla
Company Secretary
(Membership No. A23339)

Dated : June 27, 2023


Place : Kolkata

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT
IN THE 36TH ANNUAL GENERAL MEETING**

[Pursuant to Regulation 26(4) and 36(3) of Listing Regulations]

Name of Director(s)	Mr.Radhey Shyam Jalan	Mrs. Manjula Poddar
Date of Birth	23.06.1980	06.03.1978
Qualifications	B. Com (Hons.), Chartered Accountant	B Com, FCS, LLB
Date of Appointment	16.01.2009	23.06.2018
Expertise in specific functional areas	Management, Finance and Business administration	Company Secretary and Legal
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years;	None	None
Details of shareholding (both own or held by/for other persons on a beneficial basis), if any, in the Company	K I C Metaliks Limited -Equity Shares 5,13,475 (1.44 %)	None
Relationship between Directors, Manager and other Key Managerial Personnel inter-se	Nil	Nil
Attendance at Board meetings in financial year 2022-23	Mr. Jalan attended all Board Meetings in financial year 2022-23	Mrs. Poddar attended all Board Meetings in financial year 2022-23



™
where vision takes shape...
WWW.KICMETALIK.COM

print@marjar.net