

# MIDWEST GOLD LIMITED

(CIN: L13200TG1990PLC163511)



September 05, 2024

Department of Corporate Services  
BSE Limited  
25th Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**Scrip Code: BSE: 526570**

**Sub: Annual Report for Financial Year 2023-24**

Dear Sir/Madam,

In compliance with Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are enclosing herewith the Annual Report of the company for the financial year 2023-24 along with the Notice dated August 13, 2024 convening the 34<sup>th</sup> Annual General Meeting of the Company scheduled to be held on Monday, September 30, 2024 at 10.30 A.M. (IST).

The Annual Report is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrars and Share Transfer Agent (RTA)/ Depository Participant(s).

The Annual Report is available on the website of the Company at [https://www.midwestgoldltd.com/pdf/Annual\\_Report\\_23-24\\_MGL.pdf](https://www.midwestgoldltd.com/pdf/Annual_Report_23-24_MGL.pdf)

This is for your information and records.

Thanking you,

Yours faithfully,  
For **MIDWEST GOLD LIMITED**

**Anant Patwari**  
**Company Secretary**

Encl: As Above

# **MIDWEST GOLD LIMITED**

## **ANNUAL REPORT 2023-2024**



**34<sup>th</sup> Annual Report**



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**CORPORATE INFORMATION**

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**BOARD OF DIRECTORS**

Mr. Bhaskararao Gadipudi	Chairman cum Non- Executive Independent Director
Mr. Deepak Kukreti	Whole Time Director
Mr. Satyanarayana Raju Baladari	Whole Time Director
Mr. Sasikanth Rao	Non-Executive Director
Mrs. Rajyalakshmi Ankireddy	Non-Executive Director
Mr. Kothamasu Sri Surya Pratap	Non-Executive Independent Director
Mr. Srinivasappa Anand Reddy	Chief Financial Officer(CFO)
Mr. Anant Patwari	Company Secretary & Compliance Officer (appointed w.e.f. 29-11-2023)

**STATUTORY AUDITORS**

Majeti & Co.  
101, Ganesh Siri Sampada Apts, 6-3-347/17,  
Dwarakapuri Colony, Panjagutta,  
Hyderabad- 500082

**SECRETARIAL AUDITORS**

CS Divya Mohta  
Practicing Company Secretary  
Address- 29, Strand Road, Kolkata – 700001

**INTERNAL AUDITORS**

M/s. Bhuvan Kotha, & Co.  
109/D, 1st Floor, Vengal Rao Nagar Colony,  
Hyderabad – 500038

**REGISTERED OFFICE**

1st Floor, H.No.8-2-684/3/25&26,  
Road No.12, Banjara Hills,  
Hyderabad, Telangana- 500 034  
Phone No: 040-23305194. Fax: 23305167

**FACTORY**

25-A, Attibele Industrial Area,  
Attibele, Bangalore District  
Karnataka-562 107  
Phone No: 080 27820407, Fax: 27820207



**REGISTRAR AND  
SHARETRANSFER AGENTS**

Bigshare Services Private Limited  
306, 3rd Floor, RightWing,  
Amrutha Ville, Opp: Yashoda Hospital,  
Rajbhawan Road, Somajiguda,  
Hyderabad – 500082.  
Direct Desk: 040-23374967/40144582  
Web Address: [www.bigshareonline.com](http://www.bigshareonline.com)  
Email: [bsshyd1@bigshareonline.com](mailto:bsshyd1@bigshareonline.com)  
[bsshyd@bigshareonline.com](mailto:bsshyd@bigshareonline.com)

**LISTED AT**

BSE Limited

**ISIN**

INE519N01014

**CIN**

L13200TG1990PLC163511

**WEBSITE**

[www.midwestgoldltd.com](http://www.midwestgoldltd.com)

**E-MAIL**

[novagranites1990@gmail.com](mailto:novagranites1990@gmail.com)



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## AGM NOTICE

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Notice is hereby given that the Thirty Fourth (34th) Annual General Meeting of the members of Midwest Gold Limited will be held on Monday, the 30th day of September, 2024 at 10.30 A.M. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") (The venue of the meeting shall be deemed to be the registered office of the Company at 1st Floor, H.No.8-2-684/3/25 & 26, Road No.12, Banjara Hills, Hyderabad, Telangana-500034), to transact the following business(es):

### **AS ORDINARY BUSINESS :-**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024, together with the Report of Directors and the Auditors thereon.

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

**"RESOLVED THAT** the audited financial statement of the Company for the financial year ended 31st March 2024 and the report of Board of Directors and Auditors thereon be and are hereby considered and adopted."

2. **To appoint Director in the place of Mrs. Rajyalakshmi Ankireddy (DIN-08974556), who retires by rotation and being eligible offers herself for re-appointment.**

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

**"RESOLVED THAT** pursuant to the provisions of section 152 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder, Mrs. Rajyalakshmi Ankireddy (DIN-08974556), who retires by rotation at this meeting and being eligible had offered herself for re-appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation."

### **AS SPECIAL BUSINESS:-**

3. **To consider and approve for giving authorization to Board of Directors under section 180(1)(c) of the Companies Act, 2013 upto an aggregate limit of Rs. 300 crores.**

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

**"RESOLVED THAT** in supersession of earlier resolutions passed by the members of the Company in this regard, if any, and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made there to including any statutory modifications or re-enactments there of and in accordance with the Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the moneys already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the permissible limit i.e. aggregate of

paid-up capital, free reserves and securities premium of the Company, provided that the aggregate amount of money/moneys so borrowed by the Board of Directors shall not at any time exceed the limit of Rs.300 Crores (Rupees Three Hundred Crores Only).

**RESOLVED FURTHER THAT**, for the purpose of giving effect to the above resolutions, each of the directors of the Board and/or the Company Secretary of the Company, severally, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Company, as the case may be.

**RESOLVED FURTHER THAT**, duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

**4. To consider and approve for giving authorization to Board of Directors under section 180(1)(a) of the Companies Act, 2013 upto an aggregate limit of Rs.300 crores.**

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

**“RESOLVED THAT** in supersession of earlier resolutions passed by the members of the Company in this regard, if any, and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in accordance with the Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to pledge, mortgage, hypothecate, create floating charge, transfer, sell, lease or dispose-off all or any movable or immovable, or tangible or intangible properties of the Company, both present and future, and/or the whole or part of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders in the best interest of the Company; to secure the amount borrowed by the Company or any third party from time to time; for the purpose of due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings; provided that the aggregate indebtedness secured by the assets/properties/undertaking of the Company shall not at any time exceed the aggregate limit of Rs.300 Crores (Rupees Three Hundred Crores Only).

**RESOLVED FURTHER THAT**, for the purpose of giving effect to the above resolutions, each of the directors of the Board and/or the Company Secretary of the Company, severally, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Company, as the case may be.

**RESOLVED FURTHER THAT**, duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

**5. To consider and approve for giving authorization to Board of Directors under section 186 of the Companies Act, 2013 upto an aggregate limit of Rs.300 crores.**

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

**“RESOLVED THAT** in supersession of earlier resolutions passed by the members of the Company in this regard, if any, and pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in accordance with the Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company for giving any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/provided/made by the Company, from time to time in one or more tranches, may exceed the aggregate permissible limit i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, provided that the aggregate of such sum or sums of moneys shall not at any time exceed the aggregate limit of Rs.300 Crores (Rupees Three Hundred Crores Only).

**RESOLVED FURTHER THAT**, for the purpose of giving effect to the above resolutions, each of the directors of the Board and/or the Company Secretary of the Company, severally, be and are hereby authorized to take from time to time all decisions and



such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt that may arise in respect of such investments / loans / guarantees / securities made or given or provided by the Company (as the case may be) and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Company, as the case may be.

**RESOLVED FURTHER THAT**, duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

6. **To consider and approve for giving authorization to Board of Directors to advance any loan, give any guarantee or to provide any security to all such person specified under section 185 of the Companies Act, 2013 upto an aggregate limit of Rs. 300 crores.**

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

**“RESOLVED THAT** in supersession of earlier resolutions passed by the members of the Company in this regard, if any, and pursuant to Section 185 and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in accordance with Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan(s) and/or to give any guarantee(s) and/or to provide any security(ies) in connection with any Financial Assistance/Loan taken/to be taken/availed/to be availed by any entity which is a Subsidiary/ Associate/Joint Venture or such other entity/person as specified under Section 185 of the Companies Act, 2013 and more specifically to such other entity/person as the Board of the Directors in its absolute discretion deems fit and beneficial and in the best interest of the Company (hereinafter commonly known as the Entities); all together with in whom or in which any of the Director of the Company from time to time is interested or deemed to be interested; provided that the aggregate limit of advancing loan and/or giving guarantee and/or providing any security to the Entities shall not at any time exceed the aggregate limit of Rs. 300 Crores (Rupees Three Hundred Crores Only).

**RESOLVED FURTHER THAT**, for the purpose of giving effect to the above resolutions, each of the directors of the Board and/or the Company Secretary of the Company, severally, be and are hereby authorized to take from time to time all decisions and



such steps as may be necessary for giving loans, guarantees or providing securities and to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, proper or desirable for such purpose, including to make any filings, furnish any returns or submit any other documents to any government, statutory or regulatory authorities as may be required, to settle any question, difficulty or doubt that may arise in respect of such loans / guarantees / securities made or given or provided by the Company (as the case may be) and to negotiate, finalize and execute all agreements, documents, papers, instruments and writings as they may deem necessary, proper, desirable or expedient and to give such directions and/or instructions as they may from time to time decide and give effect to such modifications, terminations, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as may be required; and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the act and deed of the Company, as the case may be.

**RESOLVED FURTHER THAT,** duly certified copies of the above resolutions be furnished to any government, statutory or regulatory authority as may be required from time to time.”

By Order of the Board of Directors  
**For MIDWEST GOLD LIMITED**

**Baladari Satyanarayana Raju**  
**Whole Time Director**  
**DIN: 01431440**

Place: Hyderabad  
Date: 13.08.2024

**NOTES :**

1. In view of the extraordinary circumstances due to out break of the COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) by Circular No.14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020, Circular No. 2/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 (the MCA Circulars) read with Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and SEBI/HO/CFD/CFDPoD-2/P/CIR/2023/167 dated 7th October, 2023 (the SEBI Circulars) had permitted sending of the Notice of AGM along with Annual Report only through electronic mode to those Members whose e-mail addresses were registered with the Company / RTA /Depositories as well as conducting the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

In compliance with applicable provisions of the Companies Act, 2013 and the MCA and SEBI Circulars the:

- a) Notice of the AGM along with Annual Report for the Financial Year 2023-24 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / RTA /Depositories.
  - b) 34th AGM of the Members will be held through VC /OAVM.
2. Members may note that the AGM Notice along with the Annual Report for the Financial Year 2023-24 has been uploaded on the website of the Company at [www.midwestgoldltd.com](http://www.midwestgoldltd.com). The Notice and the Annual Report can also be accessed from the websites of the Stock Exchange, i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of Big share Services Private Limited at [www.ivote.bigshareonline.com](http://www.ivote.bigshareonline.com). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 1st Floor, H.No.8-2-684/3/25 & 26, Road No.12, Banjara Hills, Hyderabad, Telangana- 500 034
  3. Statement as required under Section 102 of the Companies Act, 2013, in respect of items of special business is annexed hereto.
  4. Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of the Listing Regulations read with MCA and SEBI Circulars, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the 34th AGM. For this purpose, the Company has entered into an agreement with Big Share Services Private Limited (Big share) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Big share.

The Board of Directors of the Company has appointed Shri Prathap Satla Practicing Company Secretary, (FCS-11879), as Scrutinizer to scrutinize the Voting process in a fair and transparent manner.

5. In terms of the MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not

be available for the 34th AGM and hence the attendance slip, proxy forms and route map are not attached with the notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 34th AGM through VC/OAVM Facility and e-Voting during the 34th AGM.

6. The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to 1000 members on first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. Attendance of the Members participating in the 34th AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. Pursuant to section 91 of the Act, read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the Listing Regulations, the Register of Members and Share Transfer Books of the Company will remain closed from September 24, 2024 to September 30, 2024 (both days inclusive) for the purpose of 34th AGM.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and all the relevant documents pertaining to the resolutions proposed vide this notice of Annual General Meeting will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to novagranites1990@gmail.com.
10. Members are requested to intimate change in their addresses, if any, to the Registrar and Share Transfer Agent in respect of equity shares held by them in physical mode and to their Depository Participant(s) in respect of shares held in dematerialized form.
11. Pursuant to Section 72 of the Act, members holding shares in physical form are advised to file nomination with the RTA. In respect of shares held in Electronic/ Demat form, Members may please contact their respective Depository Participants(s).
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants (DPs) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA viz. Bigshare Services Pvt. Ltd. Company.
13. SEBI, vide its notification dated January 24, 2022, has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard. Accordingly, the shareholders holding shares in physical form, in their own interest, are hereby

requested to take necessary steps to dematerialise their shares as soon as possible. The shareholders may approach the nearest Depository Participant or browse through the website of National Securities Depository Limited ([www.nsdl.co.in](http://www.nsdl.co.in)) and Central Depository Services Limited ([www.cdslindia.com](http://www.cdslindia.com)) for further clarification in this regard.

#### 14. Updation of PAN and other details

SEBI vide its Circulars dated November 3, 2021 and December 14, 2021 mandated furnishing of PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and Nomination details by holders of physical securities through Form ISR-1. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.

Accordingly, the Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC and Nomination details. Members holding shares of the Company in physical form are requested to go through the requirements hosted on the website of the Company at [www.midwestgoldltd.com](http://www.midwestgoldltd.com) and furnish the requisite details.

Members are also requested to intimate changes, if any, pertaining to their name, postal address, email address, mobile number, PAN, registration of nomination, power of attorney registration, bank mandate details, etc. to their DPs in case the shares are held in electronic form and to the Registrar at [bsshyd1@bigshareonline.com](mailto:bsshyd1@bigshareonline.com) in case the shares are held in physical form, quoting their folio number. Changes intimated to the DP will then be automatically reflected in the Company's records.

Further, effective April 1, 2024, SEBI has mandated that the shareholders, who hold shares in physical mode and whose folios are not updated with any of the KYC details viz. (i) PAN (ii) Choice of Nomination (iii) Contact Details (iv) Mobile Number (v) Bank Account Details and (vi) Signature, shall be eligible to get dividend only in electronic mode. Accordingly, payment of dividend (as and When declared), subject to approval at the AGM, shall be paid to physical holders only after the above details are updated in their folios. Shareholders are requested to complete their KYC by writing to the Company's RTA, Bigshare Services Private Limited. The forms for updating the same are available at Company's website [www.midwestgoldltd.com](http://www.midwestgoldltd.com) and RTA website [www.bigshareonline.com](http://www.bigshareonline.com).

15. Members holding shares in physical or demat form as on the cut-off date i.e. September 23, 2024 shall only be eligible to vote on the resolutions mentioned in the Notice of Annual General Meeting. Those who become Members of the Company after dispatch of AGM Notice but on or before September 23, 2024 (Cut off date) may obtain the login ID and password by sending a request to the Registrar & Share Transfer Agent at [bsshyd1@bigshareonline.com](mailto:bsshyd1@bigshareonline.com) or to the Company at [novagranites1990@gmail.com](mailto:novagranites1990@gmail.com).

#### **THE INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

- (i) The voting period begins on September 27, 2024 at 9.00 A.M and ends on September 29, 2024 at 05.00 P.M. During this period, shareholders' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 23, 2024 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting there after.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 December 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode is given below:**

Type of shareholders	Login Method
Individual shareholders holding securities in Demat mode with CDSL	<p>1) 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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p>

	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS” Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 held 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 BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on 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 Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 022-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat & Shareholders having shares in Physical mode is given below:**

- The shareholders are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on **“LOGIN”** button under the **“INVESTOR LOGIN”** section to Login on E-Voting Platform.
- Please enter your **“USER ID”** (User ID description is given below) and **“PASSWORD”** which is shared separately on your registered email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID as user id.**
  - Shareholders holding shares in **NSDL demat account should enter 8 Digit Client ID as user id.**
  - Shareholders holding shares in **physical form should enter Event No + Folio Number registered with the Company as user id.**

**Note :** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.
 

**NOTE:** If shareholders holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on **“LOGIN”** under **‘INVESTOR LOGIN’** tab and then Click on ‘Forgot your password?’
- Enter **“User ID”** and **“Registered email ID”** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **‘Reset’**.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

**Voting method for shareholders on i-Vote E-voting portal:**

- After successful log in **Bigshare E-voting system** page will appear.
- Click on **“VIEW EVENT DETAILS (CURRENT)”** under **‘EVENTS’** option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **“VOTE NOW”** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option **“INFAVOUR”**, **“NOT IN FAVOUR”** or **“ABSTAIN”** and click on **“SUBMIT VOTE”**. A confirmation box will be displayed. Click **“OK”** to confirm, else **“CANCEL”** to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can **“CHANGE PASSWORD”** or **“VIEW/UPDATE PROFILE”** under



“PROFILE” option on investor portal.

**3. Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘RESET.’

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

**Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.

**Investor Mapping:**

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
  - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
  - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

**Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the scrutinizer, M/s. Prathap Satla & Associates, Company Secretaries (Peer Review No.2188/2022), Hyderabad, having their office situated at H.No.6-3-1238/15/1, Flat No. 301, 3rd Floor, Elite Heights, Somajiguda, Hyderabad-500082 at their email address [sprathapfcs@gmail.com](mailto:sprathapfcs@gmail.com) and to the Company at the email address [novagranites1990@gmail.com](mailto:novagranites1990@gmail.com), if they have voted from individual tab & not uploaded same in the BIGSHARE e-voting system for the scrutinizer to verify the same.

**Investor vote File Upload:**

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.



- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

**Helpdesk for queries regarding e-voting:**

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.

**4. Procedure for joining the AGM through VC/ OAVM:**

**For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on invest or portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

**The instructions for Members for e-voting on the day of the AGM are as under:-**

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM through VC/ OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- Members who have voted through Remotee-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**Helpdesk for queries regarding virtual meeting:**

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions (‘FAQs’) available at <https://ivote.bigshareonline.com>, under download section or you can email us to [ivote@bigshareonline.com](mailto:ivote@bigshareonline.com) or call us at: 1800 22 54 22.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVENT of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop 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 kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [agmparticipant@bigshareonline.com](mailto:agmparticipant@bigshareonline.com) or [novagranites1990@gmail.com](mailto:novagranites1990@gmail.com) mentioning the Company name and meeting date in subject line. On receipt of request from shareholder, company's RTA shall share a link with shareholder for joining the meeting 48 hours before the date of meeting. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [novagranites1990@gmail.com](mailto:novagranites1990@gmail.com). These queries will be replied by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
11. The Board of directors of the company at their meeting held on 13th August, 2024, has appointed M/s. Prathap Satla & Associates, Company Secretaries (Peer Review No.2188/2022), Hyderabad, having their office situated at H.No. 6-3-1238/15/1, FlatNo.301, 3rd Floor, Elite Heights, Somajiguda, Hyderabad-500082, who in the opinion of the Board is a duly qualified person, as a Scrutinizer to collate the electronic voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting shall be final.



12. The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman) or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than TWO days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, CDSL, and RTA and will also be displayed on the Company's website.
13. The voting rights for the shares are on e vote per equity share, registered in the name of the shareholders/beneficial owners as on cut-off date of September 23,2024.
14. Members holding shares either in physical form or dematerialized form may cast their vote electronically. Members, who do not cast their vote electronically, may only cast their vote at the e-Annual General Meeting.
15. The scrutinizer will after the conclusion of e-voting at the meeting, scrutinize the votes cast at the meeting and votes cast through remote e-voting, make a consolidated scrutinizer report and submit the same to the chairman or any other person authorized by the Chairman. The result of e-voting will be declared within two working days of the conclusion of the meeting and the same along with the consolidated scrutinizer report will be placed on the website of the Company [www.midwestgoldltd.com](http://www.midwestgoldltd.com) and website of Bigshare Services Private Limited i.e. [www.ivote.bigshareonline.com](http://www.ivote.bigshareonline.com).



**Explanatory Statement**  
**(Pursuant to Section 102 of the Companies Act, 2013)**

**Item No.3**

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors have the powers to borrow money, where the money to be borrowed, together with the money already borrowed by the company could exceed aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business provided a consent by way of Special Resolution by the Shareholders of the Company has been obtained.

Keeping in view the future plans of the Company and to fulfil long term strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal financing structure, the Board of Directors in its meeting held on August 13, 2024 has, subject to the approval of shareholders of the Company, proposed and approved for seeking the shareholder approval for giving authorization to board of directors under section 180(1)(c) of the Companies Act, 2013 upto an aggregate limit of Rs. 300 crores.

None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above-mentioned resolution except to the extent of their directorships and shareholding in the Company (if any).

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 3 of this Notice, in relation to the details as stated above and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company as a Special Resolution.

**Item No.4**

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors have the powers to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings; provided a consent by way of Special Resolution by the Shareholders of the Company has been obtained.

In order to secure the borrowings / financial assistance, the Company may be required to create security by way of mortgage/ charge and/or hypothecation of its assets and properties both present and future. The terms of such security may include a right in certain events of default, to take over management or control of the whole or substantially the whole of the undertaking(s) of the Company or such other related conditions as the Board of Directors and the lenders may approve mutually from time to time.

Since creation of charge by way of mortgage/hypothecation/floating charge on the movable and/or immovable properties and assets of the Company with the right of taking over management or control in certain events of default may be considered to be a sale/lease/disposal of the Company's undertaking within the meaning of Section 180(1)(a) of the Companies Act, 2013, it is proposed to seek approval of the shareholders for approving the limits under the said Section.

Keeping in view the future plans of the Company and to fulfil long term strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal financing structure, the Board of Directors in its meeting held on August 13, 2024 has, subject to the approval of shareholders of the Company, proposed and approved for seeking the shareholder approval for setting up limit upto an aggregate limit of Rs. 300 Crores under Section 180(1)(a) of the Companies Act, 2013 due to the sanction of limits under Section 180(1)(c) of the Companies act, 2013.

None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above-mentioned resolution except to the extent of their directorships and shareholding in the Company (if any).

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 4 of this Notice, in relation to the details as stated above and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company as a Special Resolution.

### **Item No.5**

Pursuant to the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors of a Company can give any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/ provided/made by the Company, beyond the maximum permissible limit under Section 186 of the Companies Act, 2013 i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more, provided that if special resolution has been passed by the shareholders of the Company to that effect.

Keeping in view the future plans of the Company and to fulfil long term strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal financing structure, the Board of Directors in its meeting held on August 13, 2024 has, subject to the approval of shareholders of the Company, has proposed and approved for seeking the shareholder approval for setting up limit upto an aggregate amount of Rs.300 Crores and to give powers to the Board of Directors or any duly constituted committee thereof to that effect under Section 186 of the Companies Act, 2013.

The loan(s), guarantee(s), security (ies) and investment(s), as the case may be, shall be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made thereunder.

None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above-mentioned resolution except to the extent of their directorships and shareholding in the Company (if any).

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 5 of this Notice, in relation to the details as stated above and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company as a Special Resolution.

**Item No.6**

Pursuant to the provisions of Section 185 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the “Rules”) (as amended from time to time), no company shall, directly or indirectly, advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by (a) any director of company, or of a company which is its holding company or any partner or relative of any such director; or (b) any firm in which any such director or relative is a partner.

However, a company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested, subject to the condition that (a) a special resolution is passed by the company in general meeting and the loans are utilized by the borrowing company for its principal business activities.

In order to augment the long term resources of the Company and to render support for the business requirements of the entities in which director of the Company is interested or deemed to be interested from time to time, the Board of Directors in its meeting held on August 13, 2024 has, subject to the approval of shareholders of the Company, proposed and approved for seeking the shareholder approval for advancing any loan, giving any guarantee or providing any security to all such person specified under Section 185 of the Companies Act, 2013 and more specifically such other entity/person as the Board of the Directors in its absolute discretion deems fit and beneficial and in the best interest of the Company (hereinafter commonly known as the Entities); all together with in whom or in which any of the Director of the Company from time to time is interested or deemed to be interested and upto an aggregate limit of Rs.300 Crores. Further, the aforementioned loan(s) and/or guarantee(s) and/or security (ies) shall only be utilized by the borrower for the purpose of its principal business activities and that keeping the best interest of the Company.

None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above-mentioned resolution except to the extent of their directorships and shareholding in the Company (if any).

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 6 of this Notice, in relation to the details as stated above and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company as a Special Resolution.

**ADDITIONAL INFORMATION**

Details of Directors seeking Appointment / Re-appointment at the Annual General Meeting

**Particulars**

<b>(1) Mrs.Rajyalakshmi Ankireddy (Non-ExecutiveDirector)- Retire by rotation</b>	
Name	<b>Mrs. Rajyalakshmi Ankireddy</b>
DIN	08974556
Date of Birth	August 10, 1958
Date of Appointment on the Board	November 27, 2020
Qualifications	Graduation in B.Sc and Masters in Finance & HR
Expertise in specific functionalAreas	Over 17 years of experience and knowledge in Corporate Accounting and Financing.
Terms and Conditions of Appointment / Re-appointment	Non-Executive Non-Independent Director, liable to retire by rotation
Directorship Companies held in other Public Companies	Nil
Remuneration last drawn by such person, if applicable	Nil
Committee membership/ Chairmanship held in other Companies	Nil
Number of shares held in the Company	Nil
Relationship with Directors, Manager and KMP inter-se	Nil
Number of Board Meetings attended during F.Y. 2023-24	3/5

By order of the Board of Directors  
**For MIDWEST GOLD LIMITED**

**Baladari Satyanarayana Raju**  
**Whole Time Director**  
**DIN: 01431440**

Date: 13.08.2024  
Place: Hyderabad



**DIRECTORS' REPORT**

To  
The Members,

Your Directors have pleasure in presenting the **THIRTY FOURTH ANNUAL REPORT** together with the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024.

**1. FINANCIAL HIGHLIGHTS:**

The performance of the Company for the Financial Year ended 31st March, 2024, is summarized below.

(Amount in Lakhs)

<b>PARTICULARS</b>	<b>2023-2024</b>	<b>2022-2023</b>
Gross Revenue	109.64	176.69
Total Expenditure	339.26	807.51
Profit/(Loss) before tax (PBT )	(229.62)	(630.82)
Less: Tax Expenses	-	329.82
<b>Profit/(Loss) after tax</b>	<b>(229.62)</b>	<b>(960.64)</b>
Total other comprehensive Income/Loss	(1.58)	0
<b>Total comprehensive Income/Loss</b>	<b>(231.20)</b>	<b>(960.64)</b>
<b>EPS</b>	<b>(7.02)</b>	<b>(29.38)</b>

**2. STATEMENT OF COMPANY AFFAIRS:**

Your Company has achieved a Turnover of Rs. 104.53 Lakhs excluding other income of Rs. 5.11 Lakhs when compared to Rs. 175.03 Lakhs excluding other income of Rs. 1.66 Lakhs during previous year. The operations of the Company resulted in loss of Rs. 231.20 Lakhs when compared to loss of Rs. 960.64 Lakhs during previous year.

**3. FUTURE OUTLOOK:**

The management has done well to ensure sustained operations. However, due to low income and higher expenditure, the operations resulted in loss as specified above. Efforts are being made to improve the turnover and reduce the costs involved in the coming years. The management is looking to improve the overall business activities of the Company thereby reviving from loss in the ensuing financial year.

**4. DIVIDEND:**

Considering the operating loss in current year and accumulated losses, your Directors had decided not to recommend any dividend for the year 2023-2024.

**5. DEPOSITS:**

The Company has not accepted any deposits from public during the year and as such, there is no outstanding deposit in terms of Companies (Acceptance of Deposits) Rules, 2014.

**6. TRANSFER TO RESERVES:**

Due to loss, no amount is proposed to be transferred to general reserve for the year ended March 31, 2024

**7. CHANGE IN THE NATURE OF BUSINESS:**

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

**8. ACCOUNTING TREATMENT:**

There was no change in accounting treatment in the current year, as compared to previous Financial Year.

**9. NUMBER OF BOARD & COMMITTEE MEETINGS:**

During the year under review, Five (5) Board Meetings, Four (4) Audit Committee, Two (2) Nomination and Remuneration Committee Meetings and Eight (8) Stakeholders Relationship Committee Meetings were convened and held.

**10. DIRECTORS AND KEY MANAGERIAL PERSONNEL INFORMATION:**

***Retirement by Rotation***

Mrs. Rajyalakshmi Ankireddy (DIN-08974556), Non-Executive Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment in accordance with the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013. Your directors have recommended for his reappointment.

***Appointment of Mr. Kothamasu Sri Surya Pratap as Non-Executive Independent Director of the Company***

Pursuant to the provisions of Section 149 and 152 read with Schedule IV of the Companies Act, 2013 and the Rules made thereunder, the shareholders at the Annual General Meeting held on September 26, 2023, inter alia, confirmed appointment of Mr. Kothamasu Sri Surya Pratap (DIN: 09764069) for a term of five years from 14th November, 2022 to 13th November, 2027 as an Independent Director on the Board of the Company.

***Resignation of Ms. Rukhya Parveen as Company Secretary cum Compliance Officer of the Company w.e.f. August 25, 2023***

Resignation of Ms. Rukhya Parveen (ACS: 65112) as Company Secretary cum Compliance Officer of the Company with effect from the close of business hours on August 25, 2023

***Appointment of Ms. Anushka Agarwal as Company Secretary cum Compliance Officer of the Company w.e.f. November 14, 2023 and Resignation w.e.f. December 29, 2023***

Ms. Anushka Agarwal (ACS: 62988) was appointed by the board in their meeting held on November 14, 2023 as a Company Secretary cum Compliance Officer of the Company. However, she has resigned from the said position with effect from December 29, 2023.

***Appointment of Mr. Anant Patwari as Company Secretary cum Compliance Officer of the Company w.e.f. December 29, 2023***

Mr. Anant Patwari (ACS: 63592) was appointed by the board in their meeting held on December 29, 2023 as a Company Secretary cum Compliance Officer of the Company.

**11. DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received declaration from each of the Independent Directors under Section 149(7) of the Companies Act, 2013 that, they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise in the fields of finance, people management, strategy, auditing, tax and risk advisory services, banking, financial services, investments; and they hold highest standards of integrity.

The Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs, ('IICA') as required under Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014. The Independent Directors of the Company have qualified in the Online Proficiency Self - Assessment Test conducted by IICA.

**12. ANNUAL EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS**

Annual evaluation of Board, its performance, Committees and individual Directors pursuant to applicable provisions of the Companies Act, 2013 and applicable regulations of the Listing Regulations, were carried out.

The performance of the Board was evaluated after seeking inputs from all the Directors present in the meeting on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The Board and Nomination & Remuneration Committee had evaluated / reviewed the performance of individual Directors on the basis of criteria such as the contribution of the individual Director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

The Securities and Exchange Board of India vide circular SEBI /HO /CFD /CMD/ CIR/ 2017/004 dated January 05, 2017, issued a Guidance Note on Board Evaluation about various aspects involved in the Board Evaluation process to benefit all stakeholders. While evaluating the performance, the above guidance note was considered. Performance evaluation of Independent Directors was carried out by the entire board, excluding the Independent Director being evaluated. A meeting of the Independent Director for the Financial 2023-224, was held on January 29, 2024, to review the performance of the Non-Independent Directors and performance of the Board as a whole, on the parameters of effectiveness and to assess the quality, quantity and timeliness of the flow of information between the Management and the Board.

The same were discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the board, its committees, and individual Directors were also discussed. The Directors expressed their satisfaction with the evaluation process.

**13. SUBSIDIARIES, JOINT VENTURES & ASSOCIATE COMPANIES**

As on March 31, 2024 the company is not having any associate, subsidiary or joint venture.

**14. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:**

There were no material changes and commitment affecting the financial position of the Company since the close of the financial year i.e. March 31, 2024 till the date of this Report.

**15. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:**

In pursuant to the provisions of the Section 134 (3)(n) of The Companies Act 2013, the Company has formulated risk management policy to mitigate and manage the risk including identification there in of elements of risk, if any, which in the opinion of Board may threaten the existence of the company. The policy on Risk Management is available on website of the Company at [www.midwestgoldltd.com](http://www.midwestgoldltd.com).

**16. CORPORATE SOCIAL RESPONSIBILITY:**

In terms of section 135 of the Companies Act, 2013, every company having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year shall constitute CSR Committee and formulate a Corporate Social Responsibility (CSR) Policy. Since, the Company does not fall under mentioned criteria during the immediately preceding financial year, the provisions of Sec 135 of the Companies Act, 2013, Schedule VII and the rules made thereunder are not applicable to the Company.

Accordingly, a report on CSR activities as per rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014 is not applicable.

**17. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

Details of Loans, Guarantees and Investments covered under Section 186 of the Companies Act, 2013, are given in the notes to the financial statements.

**18. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:**

All related party transactions that were entered into during the financial year under review were at arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Accordingly there is no transaction to be reported in Form AOC-2.

All related party transactions are placed before the Audit Committee for approval. The detail of the policy on Related Party Transactions as approved by the Board of Directors and Audit Committee is available on the Company's website [www.midwestgoldltd.com](http://www.midwestgoldltd.com).

**19. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:**

The Board has framed a Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence

of Directors and other related matters as provided under section 178 (3) of the Companies Act, 2013 based on the recommendation of Nomination and Remuneration Committee and same has been placed on website of the Company at [www.midwestgoldltd.com](http://www.midwestgoldltd.com).

## **20. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS:**

During the financial year, your Company has complied with applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

## **21. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The information regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo as required by section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are given as Annexure-I and forms part of this report.

## **22. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has put in place an adequate system of internal control commensurate with its size and nature of business. These systems provided a reasonable assurance in respect of providing financial and operational information complying with applicable statutes safe guarding assets of the Company and ensuring compliance with Corporate Policies. Procedures to ensure conformance with policies, standards and delegation of authority have been put in place covering all activities. Audit Committee periodically reviews the performance of internal audit system.

The Company has rigorous business planning system to set the targets and parameters for operations which are reviewed with actual performance to ensure timely initiation of corrective action if required. The Audit Committee reviews adherence to the internal control system and internal audit reports. Further the Board actually reviews the effectiveness of the Company's internal control system.

## **23. AUDITORS:**

### **STATUTORY AUDITORS**

The statutory auditors of your Company namely, M/s. Majeti & Co., Chartered Accountants (Firm Registration Number: 15975S) were appointed for a period of five years at the Annual General Meeting held on September 28, 2022. The statutory auditor confirmed their eligibility and submitted the certificate in writing that they are not disqualified to hold the office of the statutory auditors. The report of the Statutory Auditor forms part of the Annual Report 2023-24. The said report does not contain any qualification, reservation, adverse remark or disclaimer. During the year under review, the Auditors did not report any matter of fraud under Section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under Section 134(3)(ca) of the Companies Act, 2013.

### **INTERNAL AUDITORS:**

Pursuant to provisions of Section 138 of the Companies Act, 2013 read with rules made thereunder, M/s. Bhuvan Kotha, & Co., Chartered Accountant, was appointed as the Internal Auditors of the Company to conduct an internal audit of the functions and activities of the Company for the Financial Year 2023-24.

**SECRETARIAL AUDITORS:**

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, CS Divya Mohta, Practicing Company Secretary (ACS: 47040), was appointed to conduct the Secretarial Audit for the Financial Year 2023-24. The Secretarial Audit report for the financial year ended March 31, 2024 is attached herewith as “**Annexure-II**”. The said report does not contain any reservation, qualification or adverse remark.

**COST AUDIT:**

The Company is not required to maintain cost records as per section 148 of Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014 as the turnover of the Company for the financial year 2022-2023 is below Rs. 35 Crores.

**24. ANNUAL RETURN:**

Pursuant to section 92(3) read with section 134(3) of the Companies Act, 2013, the Annual Return as on 31st March, 2024 is being placed on website of the Company [www.midwestgoldltd.com](http://www.midwestgoldltd.com).

**25. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Management Discussion and Analysis Report, pursuant to Regulation 34 of the SEBI (LODR) Regulations, 2015 form part of this Report as “**Annexure- III**”.

**26. CORPORATE GOVERNANCE:**

Pursuant to the Regulation 15(2) of SEBI (LODR) Regulations, 2015, the regulations pertaining to the Corporate Governance i.e., 17 to 27 & Clauses (b) to (i) and (t) of sub regulation 46(2) and para C, D & E of schedule V are not applicable to the Company as the paid-up capital is not exceeding Rs. 10 Crores and net worth is not exceeding Rs. 25 Crores as on the latest Audited Balance Sheet.

However the Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance of the SEBI (LODR) Regulations, 2015 to the limited extent applicable in-line with the provisions of Companies Act, 2013 and relevant rules made there under. A separate report on Corporate Governance is annexed herewith as “**Annexure-IV**” though it is not applicable to the Company, in order to provide brief information to the Shareholders.

**27. RATIO OF REMUNERATION OF EACH DIRECTOR TO EMPLOYEE:**

As none of directors of the Company are paid with remuneration, the ratio of remuneration of each director to the median employee shall not arise. However, remuneration has been paid to Key Managerial Personnel and details are detailed below:

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2023-24 and ratio of the remuneration of each Director to the median remuneration of employees of the Company for the financial year 2023-24, are as under:

S. No.	Name of Director/ KMP and designation	Remuneration of Director/ KMP for the financial year 2023-24 (In Rs.)	% increase in remuneration during the financial year 2023-24	Ratio of remuneration of each director to median remuneration of employees
1.	<b>Mr. B.S. Raju</b> , Whole Time Director	Nil	Nil	Nil
2.	<b>Mr. Deepak Kukreti</b> , Whole Time Director	Nil	Nil	Nil
3.	<b>Mr. Bhaskara Rao Gadipudi</b> , Non-Executive Independent Director	Nil	Nil	Nil
4.	<b>Mr. Kothamasu Sri Surya Pratap</b> , Non-Executive Independent Director	Nil	Nil	Nil
5.	<b>Mrs. Rajyalakshmi Ankireddy</b> , Non -Executive Director	Nil	Nil	Nil
6.	<b>Mr. Rao Sasikanth</b> , Non-Executive Director	Nil	Nil	Nil
7.	<b>Ms. Rukhya Parveen</b> , Company Secretary	2,83,674	13.65%	Nil
8.	<b>Ms. Anushka Agarwal</b> , Company Secretary	19,812	Nil	Nil
9.	<b>Ms. Anant Patwari</b> , Company Secretary	37,500	Nil	Nil
10.	<b>Mr. S. Anand Reddy</b> , Chief Financial Officer	8,22,230	8.26%	Nil

- (ii) In the financial year, there was no increase in the median monthly remuneration of employees.
- (iii) There were Ten (10) permanent employees on rolls of the Company as on 31st March, 2024.
- (iv) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: As per Company's increment guidelines.

## **28. VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Board of Directors, on recommendation of the Audit Committee, established a vigil mechanism for Directors and Employees and accordingly adopted the "Whistle Blower Policy" pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, to facilitate Directors and Employee store port genuine concerns or grievances about unethical behavior, actual or suspected fraud or violation to the Company's code of conduct or ethics policy and to provide adequate safeguards against victimization of persons who use such mechanism and to provide for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The said policy can be accessed on website of the Company at [www.midwestgoldltd.com](http://www.midwestgoldltd.com)

## **29. A STATEMENT UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company provides a safe and conducive work environment to its employees and has adopted a policy on prevention, prohibition, and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the

rules framed thereunder. Internal Complaints Committee have been constituted to enquire into complaints and to recommend appropriate action, wherever required in compliance with the provisions of the said Act.

During the year under review, no complaint was reported to the Committee.

**30. PROCEEDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:**

There are no proceedings, either filed by the Company or against the Company, pending under the Insolvency and Bankruptcy Code, 2016 as amended, before the National Company Law Tribunal or other Courts as on 31st March, 2024.

**31. SETTLEMENTS WITH BANKS OR FINANCIAL INSTITUTIONS**

During the year under review, no settlements were made by the Company with any Banks or Financial Institutions.

**32. GENERAL:**

Your directors state no disclosure/reporting is required in respect of the following items, as there were no transactions on these items during the financial year:

- (i) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- (ii) Issue of Employee stock option Scheme.
- (iii) Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- (iv) Whole-time Directors of the Company did not receive any remuneration or commission from any of its subsidiaries.
- (v) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

**33. STOCK EXCHANGE LISTING**

The Equity Shares of the Company are listed at the BSE Limited. The Company confirms that the annual listing fees has been paid to the BSE Limited for the financial year 2024-25.

**34. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the provisions of Sec 134(3)(c) of the Companies Act, 2013 the Board of Directors of your Company hereby certifies and confirms that:

- i. In the preparation of the Annual financial statements for the financial year ended 31st March, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that financial year;
- iii. The Directors had 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;
- iv. The Directors had prepared the Annual accounts on a going concern basis;





- v. The directors, has laid down internal financial control to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- vi. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**35. ACKNOWLEDGEMENTS:**

The Board of Directors would like to place on record its appreciation towards all the employees & managerial personnel of the company for their contribution in operations of the company during the year under review. The Directors would also like to record their sincere thanks to the Company's bankers, Central and State Government officials, customers, vendors and the shareholders for their continued support and co-operation.

//BY ORDER OF THE BOARD//  
**For MIDWEST GOLD LIMITED**

**Deepak Kukreti**

Whole Time Director  
(DIN: 03146700)

**Baladari Satyanarayana Raju**

Whole Time Director  
(DIN: 01431440)

Place: Hyderabad

Date: 13.08.2024

**ANNEXURE – I****FORM -A**

Information under Section 134 (1) (m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014

**A. CONSERVATION OF ENERGY :**

- i. The Operations of the Company require extensive use of power and the company is supplementing its power requirement by use of generators installed in the Factory.
- ii. The Company has not made any additional investments and has not proposed any amount for reduction of consumption of energy.
- iii. There is no impact of the measures at (i) and (ii) above for reduction of energy consumption and consequent impact on the cost of production of goods.

**B. TECHNOLOGY ABSORPTION :****FORM B**

(Disclosure of particulars with respect to technology Absorption)

**i) Research and Development (R &D):**

Specific areas in which R & D carried out by the Company	: NIL
Benefits derived as a result of the above	: NIL
Future plan of action	: NIL
Expenditure on R& D	: NIL

**ii) Technology absorption, adaptation and innovation : NIL****C. FOREIGN EXCHANGE EARNINGS AND OUTGO :**

Foreign Exchange earnings and outgo:

(On accrual basis)

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
Foreign Exchange Earnings	NIL	NIL
Foreign Exchange outgo	NIL	NIL

//BY ORDER OF THE BOARD//

**For MIDWEST GOLD LIMITED**

**Deepak Kukreti**

Whole Time Director  
(DIN: 03146700)

**Baladari Satyanarayana Raju**

Whole Time Director  
(DIN: 01431440)

Place: Hyderabad

Date: 13.08.2024



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**ANNEXURE – II**

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**Form No. MR-3  
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[Pursuant to section 204(1) of the companies Act, 2013 and rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
Midwest Gold Limited,  
H.No.8-2 -684/3/25&26,  
Road No.12, Banjara Hills, Hyderabad - 500 034

We have conducted the secretarial audit on the compliance of applicable statutory provisions and the adherence to good corporate practices by Midwest Gold Limited (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon. Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit and as per the explanations given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made here in after:

We, have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by Midwest Gold Limited for the financial year ended on 31st March, 2024 according to the applicable provisions of:

- i. The Companies Act,2013 (“the Act”) and the rules made there under, as applicable;
- ii. The Securities Contract (Regulation) Act, 1956 (“SCRA”) and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and amendments thereto:
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and
- v. Other laws applicable to the Company as per the representations made by the Management.

We have also examined compliance with the applicable Clauses/Regulations of the following:



- i. Secretarial Standards issued by the Institute of Company Secretaries of India, with respect to Board and General Meetings,
- ii. The Listing Agreement entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as the shares were listed in BSE Limited.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above. However the promoters Jain Deepak and Jain Pawan holding equity shares of 12,500 and 33,350 respectively have not dematerialized their equity shares pursuant to the provisions of the Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder. Upon verification of the records/correspondences made by the Company with the concerned promoters it is revealed that the Company has made proper follow up with the concerned promoters to dematerialize the shares of the said promoters but they have not dematerialized their equity shares as on the date of this Report.

**We further report that:**

**Pursuant to the Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Regulations pertaining to the Corporate Governance i.e., 17 to 27 & Clauses (b) to (i) and (t) of sub regulation (2) of regulation 46 and para C, D & E of schedule V are not applicable to the Company since the paid up equity share capital is less than Rs. 10 Crores and net worth is less than Rs. 25 Crores as on the latest Audited Balance Sheet.**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors to the extent applicable provisions of the Companies Act, 2013 read with relevant Rules made there under. 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 including shorter notices were given to all Directors and consents were obtained as and when required in accordance with schedule of Board Meetings. Agenda and detailed notes on agenda were sent 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. Decisions at the Board Meetings as represented by the management were taken unanimously. We further report that as per the explanations given to us and the representations made by the Management and relied upon by us 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.

**CS Divya Mohta**

Practicing Company Secretary

ACS:- 47040/CP No. 17217

Peer Review No. 2773/2022

UDIN: A047040F000971458

Date: 13.08.2024

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



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**'Annexure - A'**

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To,  
Midwest Gold Limited,  
H.No.8-2 -684/3/25&26,  
Road No.12, Banjara Hills, Hyderabad - 500 034.

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about 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. We believe that the process and practices followed have provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**CS Divya Mohta**

Practicing Company Secretary  
ACS:- 47040/CP No. 17217  
Peer Review No. 2773/2022  
UDIN: A047040F000971458

Date: 13.08.2024

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**ANNEXURE-III**  
**MANAGEMENT DISCUSSION & ANALYSIS**

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**OVERVIEW:**

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and other statutory requirements. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions and reasonably present our state of affairs, profits and cash flows for the year.

**INDUSTRY REVIEW**

The global mining industry is experiencing a persistent surge in demand, coupled with rising operational costs, which continue to drive up commodity prices. The challenge of replenishing mineral reserves is intensifying due to declining ore grades, alongside hurdles such as insufficient infrastructure and a shortage of skilled workforce, both of which are essential for the sector's sustained growth. In response, governments worldwide are implementing forward-looking policies to enhance mining and mineral exploration efforts. In India, the government has taken proactive steps through the Ministry of Mines, particularly under the Mines and Minerals (Development and Regulation) Act, 1957, and its subsequent amendments, to bolster the sector's development.

**RISKS AND CONCERNS:**

The Company is actively pursuing the acquisition of prospecting licenses for natural stones, gold, and other minerals. These activities are inherently speculative and carry significant risks, including the need for multiple approvals and exposure to operational uncertainties. Key risks include exploration and mining challenges, potential delays in obtaining necessary approvals for exploration activities, delays in securing appropriate mineral concession licenses, discrepancies between actual resources and initial estimates, operational delays, and the availability of equipment, skilled personnel, and infrastructure. Further more, the Company relies heavily on key personnel and is susceptible to the actions of third parties, including staff, contractors, and suppliers. The Company's operations are also governed by a complex framework of government regulations, particularly those related to environmental protection and land acquisition.

The Company's future revenue from product sales will be influenced by fluctuations in the market prices of gold and other natural stones, which are subject to various external factors beyond its control. These factors include global supply and demand dynamics, consumer demand levels, international economic trends, currency exchange rate fluctuations, interest rate levels, inflation rates, geopolitical events, and other market forces.

In the absence of operational cash flow, the Company may need to depend on capital markets or private equity investments to finance its operations. The ability to raise additional funds will be contingent upon the success of current operations.

Despite these challenges, the Company and its Directors are confident in their extensive experience, access to expertise, and available capital sources, which will enable the successful development, launch, and execution of the Company's projects.

**OUT LOOK AND OPPORTUNITIES:**

The business prospects of the Company remain intricately tied to the broader economic conditions, both locally and globally. With the current market challenges and intense competition, projecting an optimistic business outlook for the coming year remains difficult. However, despite these challenges, the mineral exploration and mining sector continues to present significant opportunities to drive economic growth and create value for all stakeholders, including the Central and State Governments, as well as the community at large.

Midwest Gold Limited is actively pursuing opportunities in this sector by applying for new mining leases and preparing to implement the licenses for mines if awarded by the Government of India. Leveraging state-of-the-art technology and a highly skilled team of geologists, geophysicists, and mining engineers, the Company aims to contribute to substantial mineral-based economic development.

In addition to its focus on mining, the Company is engaged in the trading of imported marble and the processing of locally sourced granite blocks. These activities are designed to generate steady revenue, ensuring the Company meets its day-to-day financial requirements. By strategically positioning itself in both domestic and international granite and marble markets, Midwest Gold Limited seeks to enhance its opportunities and achieve its business objectives.

**RISK MANAGEMENT:**

The Company has implemented a comprehensive risk management framework to address potential risks across various aspects of its operations, including business challenges, asset vulnerabilities, and financial exposures. This framework covers competition, accidents, natural disasters, technological obsolescence, foreign currency fluctuations, and more. The management remains proactive and vigilant, continuously monitoring and mitigating any threats that could impact the company's business and operation

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The philosophy we have with regard to internal control systems and their adequacy has been formulation of effective systems and their strict implementation to ensure that assets and interests of the Company are safeguarded; checks and balances are in place to determine the accuracy and reliability of accounting data. The Company has a well-defined organization structure with clear functional authority, limits for approval of all transactions. The Company has a strong reporting system, which evaluates and forewarns the management on issues related to compliance. Company updates its internal control system from time to time, enabling it to monitor employee adherence to internal procedures and external regulatory guidelines.

**FINANCIAL PERFORMANCE & OUTLOOK:**

Your Company has achieved a Turnover of Rs. 104.53 Lakhs excluding other income of Rs. 5.11 Lakhs when compared to Rs. 175.03 Lakhs excluding other

income of Rs. 1.66 Lakhs during previous year. The operations of the Company resulted in loss of Rs. 231.20 Lakhs when compared to loss of Rs. 960.64 Lakhs during previous year.

Details of significant changes (i.e. changes amounting to 25% or more compared to the previous financial year) in key financial ratios are as follows:

Financial Ratios	2023-24	2022-2023	Change (%)	Reasons for Change
Debtors Turnover	2.84	0.81	248.80%	Change on account of decrease in revenue.
Inventory Turnover	0.70	1.00	-30.19%	Change on account of decrease in revenue.
Interest Coverage Ratio	(0.90)	(5.26)	-82.91%	Change on account of decrease in losses.
Current Ratio	0.16	0.19	-17.16%	-
Debt Equity Ratio	(1.16)	(1.21)	-4.04%	-
Operating Profit Margin	(108.74)	(530.11)	-0.79	Change on account of decrease in expense
Net Profit Margin	(2.20)	(5.49)	329.17%	Change on account of decrease in losses.
Return on Networth	0.10	0.46	-78.34%	Cumulative loss in Reserves and Surplus decrease during the financial year 2023-2024.

The management has done well to ensure sustained operations. However, due to low revenue and higher expenditure, the operations resulted into losses. Efforts are being made to reduce the costs involved. The Management is accelerating its efforts towards profits in the ensuing financial year.

#### **PERSONNEL:**

Human wealth is the ultimate wealth for any industry. The Company recognizes this fact and understands that employees are one of the most important sources for sustained growth of any business. Quality personnel delivering their optimum potential for the organization is the key differentiator. The Company maintained good relations with its employees and there was no unrest in the Company at any point of time during the year.

#### **CAUTIONARY STATEMENT:**

Certain statements made in the management discussion and analysis report relating to the Company's objectives, projections, outlook, expectations, estimates and others may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such expectations whether expressed or implied. Several factors could make significant difference to the Company's operations.





These shall include climatic, geographical, political and economic conditions affecting demand and supply, government regulations and taxation, natural calamities over which the Company does not have any direct control.

//BY ORDER OF THE BOARD//

**For MIDWEST GOLD LIMITED**

**Deepak Kukreti**

Whole Time Director

(DIN: 03146700)

**Baladari Satyanarayana Raju**

Whole Time Director

(DIN: 01431440)

Place: Hyderabad

Date: 13.08.2024

**ANNEXURE-IV**  
**REPORT ON CORPORATE GOVERNANCE**

**1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE**

Corporate Governance is the set of processes, customs, policies, laws and institutions affecting the way a company is directed, administered or controlled. It is a system of structuring, operating and controlling a company with a view to achieve long term strategic goals to satisfy shareholders, creditors, employees, customers and suppliers.

Corporate governance is based on principles such as conducting the business with all integrity and fairness, being transparent with regard to all transactions, making all the necessary disclosures and decisions, complying with all the laws of land, accountability and responsibility towards the stakeholders and commitment to conducting business in an ethical manner.

**Pursuant to the Regulation 15(2) of SEBI (LODR) Regulations, 2015, the Regulations pertaining to the Corporate Governance i. e., 17 to 27 & Clauses b to I of sub regulation (2) of regulation 46 and para C, D & E of schedule V are not applicable to the Company since the net worth is less than 25 Crores and the paid up capital is less than 10 Crores as on the latest Audited Balance Sheet.**

However the Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") to the extent applicable in-line with the provisions of the Companies Act, 2013 and relevant rules made thereunder to provide brief information to the members and other stake holders of the Company.

**2. BOARD OF DIRECTORS**

As on 31st March, 2024, the Company has 6 Directors, of which two are Executive Directors, two are non-executive independent directors and two non-executive Directors out of which one woman director are serving on the Board. The composition of the Board is in conformity with Section 149 of the Companies Act, 2013 ("the Act") and rules made there under.

There is no inter-se relationship among the other Directors of the Company. In terms of Regulation 25(8) of the Listing Regulations, Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective of independent judgment and without any external influence. Based on the declarations received from the Independent Directors, the Board of Directors have confirmed that all the Independent Directors meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and under Section 149(6) of the Companies Act, 2013 and that they are independent of the management.

None of the Directors on Board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2024 have been made by the 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. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

The composition of the Board of Directors as on March 31, 2024, the number of other committees of which a Director is a Member/Chairperson and the attendance of each director at the Board Meetings and the last Annual General Meeting (AGM) of the Company were as follows:

Name of Director	DIN	Category of the Director	No. of Board Meetings Attended	Attendance at previous AGM	No. of Board Committee # positions including this listed entity	
					Public	Private
Deepak Kukreti	03146700	Whole Time Director	5	No	-	-
Baladari Satyanarayana Raju	01431440	Whole Time Director	5	Yes	1	-
Gadipudi Bhaskara Rao	08548791	Non-Executive Independent Director	5	Yes	3	2
Kothamasu Sri Surya Pratap	09764069	Non-Executive Independent Director	5	Yes	3	1
Rao Sasikanth	08461309	Non-Executive Director	3	Yes	-	-
Rajyalakshmi Ankireddy	08974556	Non-Executive Director	3	Yes	1	-

# includes Audit Committee and Stakeholders Relationship Committee in both listed and unlisted public companies

As required under Para C (2) of Schedule V to the Listing Regulations, following are the number of other directorships and the names of the listed entities where the Directors of the Company are also a Director and the category of their directorships therein:

Name of Director	No. of Directorships including the Company**	Name of the Listed entities in which the concerned Director is a Director	Category of Directorship
Deepak Kukreti	1	-	-
Baladari Satyanarayana Raju	1	-	-
Gadipudi Bhaskara Rao	1	-	-
Kothamasu Sri Surya Pratap	1	-	-
Rao Sasikanth	1	-	-
Rajyalakshmi Ankireddy	1	-	-

\*\*Foreign Companies, Private Companies and Companies under Section 8 of the Companies Act, 2013 are excluded for the above purpose.

### **Board meetings held during the financial year ended March 31, 2024**

During the financial year five Board Meetings were held on May 29, 2023, August 14, 2023, November 11, 2023, December 29, 2023 and January 29, 2024.

### Information placed before the Board of Directors

As required under the Regulation 17(7) read with Part – A of Schedule-II of the Listing Regulations, all the information were placed before the Board.

### Details of Familiarization Programmes imparted to Independent Directors

Pursuant to Regulation 25(7) of the Listing Regulations, the Company should familiarise the Independent Directors through various programs about the Company. The Company has familiarization programme for Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business model of the Company etc. During the year, senior management team has from time to time made presentations to Independent Directors giving an overview of the Company's operations, function, strategy and risk management plan of the Company.

### Skill/Expertise/Competencies of the Board of Directors

The Following is the list of core skills/ expertise/ competencies identified by the Board of Directors as required in the context of the company's business and that the said skills are available with the Board Members:

- I. Experience in and knowledge of the industries in which company operates.
- II. Behavior Skills – The attributes and competencies enabling individual Board Member to use their knowledge and skill to function well as team member and to interact with the key stakeholders.
- III. Financial and management skill.
- IV. Technical/professional skills and specialist knowledge to assist with ongoing aspects of the board's role.
- V. Business Strategy, Sales, & Marketing, Corporate Governance, Forex Management, Administration, Decision Making.

In the table below, the specific areas of focus or expertise of individual board members have been highlighted. However, the absence of a mark against a member's name does not necessarily mean the member does not possess the corresponding qualification or skills:

Area of Expertise	Name of Directors					
	Deepak Kukreti	Baladari Satyanarayana Raju	Gadipudi Bhaskara Rao	Kothamasu Sri Surya Pratap	Rao Sasikanth	Rajyalakshmi Ankireddy
Industry knowledge/ experience	✓	✓	✓	✓	✓	✓
Technical skills/Experience	✓	✓	✓	✓	✓	✓
Behavioral Competencies personal attributes	✓	✓	✓	✓	✓	✓
Strategic expertise	✓	✓	✓	✓	✓	✓
Financial Expertise	✓	✓	✓	✓	✓	✓

**Shareholding of Non-Executive Directors**

Shri Gadipudi Bhaskara Rao and Shri Kothamasu Sri Surya Pratap hold 5 and 5 Equity Shares of Rs.10/- each of the Company as on March 31, 2024 respectively.

**Code for Prohibition of Insider Trading**

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. Further the Company has also adopted Code of conduct to Regulate, Monitor and Report Trading by Insiders and such policy has been disclosed on website of the company [www.midwestgoldltd.com](http://www.midwestgoldltd.com) with name MGL INSIDER TRADING PROHIBITION CODE.

**Code of Conduct for the Board & Senior Management Personnel**

The Company has laid down a Code of Conduct which has been effectively adopted by the Board Members and Senior Management Personnel of the Company.

**3. AUDIT COMMITTEE**

The Committee consists of two Non-Executive Independent Director and one Whole time Director, which provides assistance to the Board of Directors in fulfilling its oversight responsibilities. The Audit committee has been entrusted with the responsibilities as laid down under the Listing Regulations, read with Section 177 of the Companies Act, 2013.

The terms of reference as per the Listing Regulations are as follows:

- i. The audit committee of the Company is constituted in line with the provisions of Regulation 18 of the Listing Regulations, read with Section 177 of the Act.
- ii. The terms of reference of the audit committee are broadly asunder:
  - Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
  - Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
  - Approval of payment to statutory auditors for any other services rendered by the statutory Auditors;
  - Review with management, the annual financial statements and auditors' report there on before submission to the board for approval.
  - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause(c) of sub-section3 of section134 of the Act.
  - Changes, if any, in accounting policies and practices and reasons for the same. Major accounting entries involving estimates based on the exercise of judgment by management.
  - Significant adjustments made in the financial statements arising out of audit findings.
  - Compliance with listing and other legal requirements relating to financial statements.
  - Disclosure of any related party transactions.

- Qualifications in the draft audit report.
  - Review with management, the quarterly financial statements before submission to the board for approval;
  - Review with management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
  - Review and monitor the auditors' independence and performance, and effectiveness of audit process;
  - Approval or any subsequent modification of transactions of the Company with related parties; Scrutiny of inter-corporate loans and investments;
  - Examination of the financial statement and the auditors' report thereon;
  - Valuation of undertakings or assets of the company, wherever it is necessary;
  - Evaluation of internal financial controls and risk management systems;
  - Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed;
  - The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
  - The audit committee shall review the information required as per the Listing Regulations.
- iii. The audit committee invites such of the executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings. The Company Secretary acts as the Secretary to the Audit Committee.

**Composition:**

The composition of the audit committee as on 31st March, 2024 and the details of meetings attended by its members are given below:

Name	Designation	Category	No. of Meetings held during the financial year 2023-2024	
			Attended	Held
Mr. Bhaskara Rao Gadipudi	Chairman	Non- Executive Independent Director	4	4
Mr. Kothamasu Sri Surya Pratap	Member	Non- Executive Independent Director	4	4
Mr. Baladari Satyanarayana Raju	Member	Whole Time Director	4	4

**Meetings during the year:**

During the year under review, four Audit Committee Meetings were held on May 29, 2023, August 14, 2023, November 14, 2023 and January 29, 2024.

Mr. Bhaskara Rao Gadipudi, who headed the Audit Committee as Chairman has experience and knowledge in Finance, and Accounts. The members always added value for the Company. The Company continued to derive immense benefit from the deliberations of the Audit Committee.

**4. NOMINATION & REMUNERATION COMMITTEE**
**Terms of Reference:**

The terms of reference of the Committee as specified in Regulation 19 read with Part D of Schedule II of the Listing Regulations, are as follows:

- I. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the Directors;
- II. 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 use the services of an external agencies, if required, consider candidates from a wide range of backgrounds having due regard to diversity and consider the time commitments of the candidates.
- III. Formulation of criteria for evaluation of performance of Independent Directors and the board of directors;
- IV. Devising a policy on diversity of the board of directors;
- V. 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 of Directors their appointment and removal.
- VI. 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.
- VII. Recommend to the board, all remuneration, in whatever form, payable to senior management.

**Composition**

The composition of Nomination & Remuneration Committee and the details of meetings attended by its members are given below:

Name	Designation	Category	No. of Meetings held during the financial year 2023-2024	
			Attended	Held
Mr. Kothamasu Sri Surya Pratap	Chairman	Non- Executive Independent Director	2	2
Mr. Bhaskara Rao Gadipudi	Member	Non- Executive Independent Director	2	2
Mrs. Rajyalakshmi Ankireddy	Member	Non- Executive Director	2	2

**Meetings during the year:**

During the year under review, two Nomination & Remuneration Committee Meetings were held on November 14, 2023, and December 29, 2023. The committee has reviewed policies pursuant to section 178 of Companies Act, 2013.

**Performance Evaluation criteria for Independent Directors**

The following are the evaluation criteria for the Performance evaluation of the Independent Directors.

- Compliance with Articles of Association, Companies Act & other laws
- Compliance with ethical standards & code of conduct of Company
- Assistance in implementing corporate governance practices
- Rendering independent, unbiased opinion
- Attendance & presence in meetings of Board & committees
- Attendance & presence in general meetings
- Disclosure of independence, if exists
- Review of integrity of financial information & risk management
- Safeguard of stakeholders' interests
- Updation of skills and knowledge (Awareness program through presentation at the Board and Committee meetings)
- Information regarding external environment
- Raising of concerns to the Board
- Safeguarding interest of whistle blowers under vigil mechanism
- Reporting of frauds, violation etc.
- Safeguard of confidential information

**Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and as per requirement of Regulation 17(10) of the Listing Regulations, the Board has adopted the criteria for evaluation of its own performance, its committees and individual directors and carried out the required annual evaluation. In respect of each of the evaluation factors, various aspects covering general parameters in respect of all the directors and its committees have been considered and set out in the Performance Evaluation Policy in accordance with their respective functions and duties. Self-appraisal by the directors, based on their delegated specific responsibilities has also been carried out. Further, the Independent directors have evaluated the performance of Non-Independent Directors and the Board of Directors as a whole as per requirement of Regulation 25 (3) & (4) of the Listing Regulations. Nomination and Remuneration Committee had also evaluated performance of each of the Directors based on the aforesaid evaluation factors.

**Remuneration of Directors****Pecuniary Relationship of Non-Executive Directors**

The Company has no pecuniary relationship or transactions of the Non-Executive and Independent Directors other than payment of sitting fees to them for attending Board and committee meetings.



**Remuneration paid to Directors during the financial year 2023 - 2024:**

Executive Directors : NIL

Non - Executive Directors : NIL

**Senior Management**

Particulars of senior management including the changes therein since the close of the previous year-

- Mr. Srinivasappa Anand Reddy – Chief Financial Officer
- Ms. Rukhya Parveen– (resigned w.e.f. 25-08-23)
- Ms. Anushka Agarwal – (appointed w.e.f. 14-11-23 & resigned w.e.f. 29-11-23)
- Mr. Anant Patwari – (appointed w.e.f. 29-11-23)

**5. STAKEHOLDER RELATIONSHIP COMMITTEE**
**Brief description of terms of reference:**

The Committee focuses on shareholders' grievances and strengthening of investor relations. The committee reviews the services of Registrars and share transfer agents of the Company and recommends the measures for providing efficient services to investors.

The Committee specifically looks into investor complaints like Transfer/ transmission/ transposition of shares, non-receipt of Annual Report, non-receipt of dividend, and other related issues.

**Compositions**

The committee has been reconstituted for the period ended 31st March, 2024 with following directors:

Name	Designation	Category	No. of Meetings held during the financial year 2023-2024	
			Attended	Held
Mr. Bhaskara Rao Gadipudi*	Chairman	Non-Executive Independent Director	8	8
Mr. Kothamasu Sri Surya Pratap	Member	Non-Executive Independent Director	8	8
Mr. Baladari Satyanarayana Raju	Member	Whole Time Director	8	8

**Meetings during the year:**

During the year under review, eight Stakeholders Relationship Committee Meeting were held on May 29, 2023, June 20, 2023, July 15, 2023, August 14, 2023, August 24, 2023, December 13, 2023, February 16, 2024 and March 04, 2024

**Compliance Officer**

Mr. Anant Patwari\*, Company Secretary is the Compliance Officer of the Company.

\*Appointed on December 29, 2023

**Shareholders' Complaints**

During the year ended March 31, 2024, the Company has not received any complaints from its shareholders. No complaints were pending at the beginning and at the closing of the year except those under litigation, dispute or Court orders. No complaint was received through SCORES, the web based complaint redressal system of SEBI.

**6. MEETINGS OF INDEPENDENT DIRECTORS:**

The Independent Directors of the Company meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings enable Independent Directors to discuss matters pertaining to the Company's affairs and matters mentioned in Schedule IV to the Companies Act, 2013. The Independent Directors take appropriate steps to present their views to the Chairman. 1 (One) meeting of Independent Directors was held during the year on 29.01.2024 and all the independent directors were present at such meeting.

**7. GENERAL BODY MEETINGS:**

**Details of the last three Annual General Meetings are as under:**

Year	AGM	Venue	Day & Date	Time
2021	31st	Through video conferencing (Deemed to be held at 25-A, Attibele Industrial Area, Attibele, Bangalore district, Karnataka-562 107.)	Friday, 17th September, 2021	11.30 A.M.
2022	32nd	Through video conferencing (Deemed to be held at 1st Floor, H.No.8-2-684/3/25 & 26, Road No.12, Banjara Hills, Hyderabad, Telangana-500034.)	Wednesday, 28th September, 2022	11:30 A.M.
2023	33rd	Through video conferencing (Deemed to be held at 1st Floor, H.No.8-2-684/3/25 & 26, Road No.12, Banjara Hills, Hyderabad, Telangana-500034.)	Tuesday, 26th September, 2023	11:30 A.M.

**Notes: Special Resolution passed in the previous three Annual General Meetings**

Year	AGM No.	Details of Special Resolutions Passed
2021	31st	Following Special Resolutions were passed: Item No. 7- To give loans or provide guarantee including corporate guarantee/ security or make investment under section 186 of Companies Act, 2013. Item No. 8- To shift Registered Office of the Company from one state to another state under section 13 of Companies Act, 2013 read with relevant rules in force.
2022	32nd	Following Special Resolutions were passed: Item No. 5 - To alter and adopt Memorandum of Association as per provisions of the Companies Act, 2013
2023	33rd	No Special Resolutions were passed

**Extraordinary General Meeting:**

There were no Extraordinary General Meetings held during the year 2023-24.

**Postal Ballot:**

During Financial Year 2023-24, the Company has not passed any Special resolution(s) through the Postal Ballot. Approval, if any required through, Postal Ballot during the Financial Year 2024-25 will be conducted in accordance with applicable law.

**8. GENERAL SHAREHOLDER INFORMATION**

I.	Annual General Meeting:	
	<ul style="list-style-type: none"><li>• Date</li><li>• Venue</li></ul>	As per the Annual General Meeting Notice
II.	Financial Calendar for the year 2024-25 Particulars of Quarter Results for the first quarter Results for the second quarter Results for the third quarter Annual Audited Results	 On or before second week of August On or before second week of November On or before second week of February On or before last week of May
III.	Book Closure Date	As provided in Annual General Meeting Notice
IV.	Dividend Payment Date	Not Applicable
V.	Listing on Stock Exchange	<b>BSE Limited</b> Corporate Relationship Department Rotunda Building, 1st Floor, New Trading Wing, P.J. Towers, Dalal Street, Mumbai-400 001
VI.	Scrip Code	526570

**VII. Market Price Data:**

The monthly high / low price of shares of the Company from April, 2023 to March, 2024 at BSE Limited is given below:

Month	Stock Prices on BSE		BSE SENSEX	
	High (Rs.)	Low (Rs.)	High (Rs.)	Low (Rs.)
April, 2023	NIL	NIL	61,209.46	58,793.08
May, 2023	31.99	30.31	63,036.12	61,002.17
June, 2023	32.98	26.05	64,768.58	62,359.14
July, 2023	NIL	NIL	67,619.17	64,836.16
August, 2023	NIL	NIL	66,658.12	64,723.63
September, 2023	32.98	32.32	67,927.23	64,818.37
October, 2023	NIL	NIL	66,592.16	63,092.98
November, 2023	30.71	22.61	67,069.89	63,550.46
December, 2023	29.91	18.44	72,484.34	67,149.07
January, 2024	22.14	22.00	73,427.59	70,001.60
February, 2024	22.00	17.61	73,413.93	70,809.84
March, 2024	20.42	16.69	74,245.17	71,674.42

**VIII. Share Transfer System**

M/s. Bigshare Services Private Limited are the Share Transfer Agents/Registrars (both for physical as well as demat segments) of the Company. The Board of Directors of the Company has authorized Mr. Baladari Satyanarayana Raju, Whole-Time Director and Mr. Anant Patwari, Company Secretary of the Company to approve all valid share transfer requests on regular basis and accordingly all valid transfers are effected within a fortnight. Details of approved share transfers are submitted to the Stakeholders Relationship Committee.

**IX. Outstanding GDR'S/ ADR'S/ warrant or any convertible instruments, conversion date and likely impact on equity:**

The Company has not issued any of these instruments till date.

**XI. Dematerialization of shares and liquidity :**

The Company has entered into a tripartite agreement with NSDL and CDSL to establish electronic connectivity through Company's Electronic Registrar i.e., Big Share Services Private Limited, Hyderabad and facilitate scrip less trading. Trading in equity shares of the Company shall be in dematerialized form for all investors. Investors are therefore advised to open a demat account with the Depository participant of their choice, if not already done, to trade in the equity shares of the Company. The list of depository participants is available with NSDL and CDSL. The ISIN allotted Company's scrip equity shares of Re.10/- each, isINE519N01014. As on March 31, 2024, 86.21% of the Share Capital has been dematerialized.

**XII. Plant Locations:**

25-A, Attibele Industrial Area, Attibele, Bangalore, Karnataka-562107

**XIII. Address for Correspondence**

Registrar & Share Transfer Agent	<b>Bigshare Services Private Limited</b> 306, Right wing, Amrutha Ville, Opp. Yashoda Hospital, Somajiguda Rajbhawan Road, Hyderabad-500082 Tel- 91-40-2337-4967 Fax- 91-40-2337-0295 Email: bsshyd1@bigshareonline.com Website: www.bigshareonline.com
Company Secretary & Compliance Officer	<b>Anant Patwari</b> 1st Floor, H.No.8-2-684/3/25&26, Road No.12, Banjara Hills, Hyderabad, Telangana-500034. Phone No.: 040-23305194
E-mail id for investor grievances	novagranites1990@gmail.com

**9. Disclosures**

- a) There is no materially significant related party transaction entered into by the Company that may have potential conflict with the interests of the Company at large. Details of the related party transactions are presented in the notes to the financial statements. The Company's policy on related party transactions is available on Company website at [www.midwestgoldltd.com](http://www.midwestgoldltd.com).
- b) The Company has followed the applicable guidelines of Indian Accounting Standards as specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- c) The Company has adopted Vigil Mechanism/Whistleblower policy. No personnel were denied access to the Audit Committee.
- d) The Company has complied with Secretarial Standards on Board Meeting and General Meeting.
- e) The Company does not have any subsidiary.
- f) Sexual Harassment of Women at Workplace(Prevention, Prohibition and Redressal) Act, 2013.
  - i. Number of complaints filed during the financial year- NIL
  - ii. Number of complaints disposed of during the financial year – NIL
  - iii. Number of complaints pending as on end of the financial year – NIL
- g) During the Financial Year 2023-24, the Company has not provided any loans and/ or advances to firms/companies in which Directors are interested.

**Fee to Statutory Auditor:**

Total fees (excluding reimbursement of expenses) for all services paid by the Company to Statutory Auditor was Rs. 3,00,000/-

**10. Means of Communication**

- a) Quarterly, half yearly and annual financial results of the Company are communicated to the Stock Exchanges immediately after they are approved by the Board.
- b) Financial results are normally published in all editions of the Business Standard in English language and in Nava Telangana in Telugu language.
- c) Financial results of the company are displayed on its website [www.midwestgoldltd.com](http://www.midwestgoldltd.com).
- d) No presentations were made to institutional investors or analysts.

**11. Discretionary Requirements**

- The quarterly financial results are published in the newspapers of wide circulation and not sent to individual shareholders. Further the financial results are available on the website of the Company and of Stock Exchange where the shares of the Company is listed i.e., BSE Limited.
- The Auditors' opinion on the Financial Statements is unmodified.
- Internal Auditor reports directly to the Audit Committee.

**12. Declaration on Compliance of Code of Conduct:**

On the basis of the written declarations received from members of the Board and Senior Management Personnel in terms of the relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, it is hereby certified that both the Members of the Board and the Senior Management Personnel of the Company have affirmed compliance with the respective provisions of the Code of Conduct of the Company as laid down by the Board for the financial year ended March 31, 2024.

//BY ORDER OF THE BOARD//  
**For MIDWEST GOLD LIMITED**

**Deepak Kukreti**  
Whole Time Director  
(DIN: 03146700)

**Baladari Satyanarayana Raju**  
Whole Time Director  
(DIN: 01431440)

Place: Hyderabad  
Date: 13.08.2024



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

To  
The Members of  
**Midwest Gold Limited**

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

We, Srinivasappa Anand Reddy, CFO and Baladari Satyanarayana Raju, Whole Time Director of the Company to the best of our knowledge and belief, certify that:

- a. We, have reviewed the financial statements and the cash flow statement for the financial year ended March 31, 2024 and that to the best of our knowledge and belief:
  - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - These statements present a true and fair view of the state of affairs of the Company and of the results of the operations and cash flows. The financial statements have been prepared in conformity, in all material respects with the existing generally accepted accounting principles including 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 financial year ended March 31, 2024, which are fraudulent, illegal or violation of the company's code of conduct;
- c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting.
- d. There are no deficiencies in the design or operation of internal controls.
- e. We have disclosed to the Company's Statutory Auditors and to the Audit Committee of the board that:
  - There were no significant changes in internal control over financial reporting during the year under review.
  - There were no significant changes in accounting policies during the year.
  - There were no Instances of significant fraud of which we have become aware and the involvement here in, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

//BY ORDER OF THE BOARD//  
**For MIDWEST GOLD LIMITED**

**Srinivasappa Anand Reddy**  
Chief Financial Officer

**Baladari Satyanarayana Raju**  
Whole Time Director  
(DIN:01431440)

Place: Hyderabad  
Date: 13.08.2024

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## INDEPENDENT AUDITOR'S REPORT

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To the Members of  
**MIDWEST GOLD LIMITED**

### **Report on the audit of the financial statements**

We have audited the accompanying financial statements of **Midwest Gold Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereafter referred to as the "financial statements").

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 Standards 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 March 31, 2024, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in Auditor's Responsibility 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 requirements 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 obtained by us is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### **Material Uncertainty related to Going concern.**

We draw attention to Note 37 of the financial statements, which indicates that the Company has incurred a net loss of Rs.231.20 Lakhs during the year end March 31, 2024 and, as of date, the Company's accumulated losses at Rs. 3,020.74 Lakhs and erosion of its Net worth as at March 31, 2024. the company's current liabilities exceeded its current assets by Rs. 2,537.43 Lakhs. The financial statements of the Company have been prepared on a going concern basis based on the future business plans contemplated by the Company, commercial and financial support provided by the holding company to enable the Company to sustain its operations and meet its obligations and for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter.



### **Key Audit Matters**

We have determined that there are no other key audit matters to communicate in our report beyond matter addressed in the Material Uncertainty Related to Going Concern section of 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 Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon. These reports comprising other information are expected to be made available to us after the date of this auditor's report.
- Our opinion on the financial statements does not cover the other information and will 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 identified above when it becomes available 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.
- When we read the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance, and Shareholder's Information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

### **Management's Responsibility 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, cash flows and changes in equity 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation, and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, the 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 Responsibility 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 skepticism 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 financial 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 system 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 the 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 misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit 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 except for the matters stated in paragraph (j) below on reporting under Rule 11(g).”
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements 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, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, 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 A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
  - g) In our opinion and to the best of our information and according to the explanations given to us, the company has not paid any remuneration to its directors during the year as per the provisions of section 197 of the Act.
  - h) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above on reporting under Section 143(3)(b) and paragraph (j) below on reporting under Rule 11(g).
  - i) 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 litigation on its financial position as stated in note no 30(a) to the Ind AS Financial Statements.
    - 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 amount required to be transferred, to the Investor Education and Protection Fund by the Company.
- 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 identified 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 understanding, 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 Party (“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(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year
- j) Based on our examination carried which included test checks in accordance with the Implementation Guidance on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 issued by the Institute of Chartered Accountants of India, we report that the Company has maintaining its book of accounts which has a feature of recording Audit trail only for the part of the year and configured from 6th February 2024 for all relevant transactions recorded in the software except in respect of maintenance of records of property, plant and equipment, Inventory, payroll, Purchase Order/ Sales Order wherein the accounting software did not have the audit trail feature enabled throughout the year. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with after it being enabled.
2. 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 B” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **MAJETI & CO**

Firm Registration Number: 015975S

Chartered Accountants

**Kiran Kumar Majeti**

Partner

Membership Number 220354

UDIN No.:24220354BKAMTH8720

Place : Hyderabad

Date : May 23, 2024

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

**(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)**

**Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **Midwest Gold Limited** (“the Company”) as of March 31, 2024 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on "the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

#### **For MAJETI & CO**

Firm Registration Number: 015975S  
Chartered Accountants

#### **Kiran Kumar Majeti**

Partner  
Membership Number 220354  
UDIN No.:24220354BKAMTH8720

Place: Hyderabad

Date: 23rd May 2024

**Annexure B to Independent Auditors' Report**

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

- i In Respect of the Company's Property Plant and Equipment and Intangible Assets:
- a) A) Except for the matter stated by us in Paragraphs 1(b), 1(h) and 1(j) in the "Section – Report on Other Legal and Regulatory Requirements" of our Independent Auditor's Report, we report that the Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment Assets
- B) According to the information and explanations given to us and the records of the Company examined by us, the Company does not have any Intangible assets and accordingly, reporting under this Clause is not applicable.
- b) The Property Plant and Equipment of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.
- c) The title deed of the immovable property, as disclosed in Note 3 on Property, plant, and equipment to the financial statements, are held in the name of the company.
- d) The company has not revalued anyof its Property, Plant, and Equipment and Intangible Assets during the year.
- e) Based on the information and explanation furnished to us, no Proceedings have been initiated during the year or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year. The discrepancies noticed on the physical verification of inventory as compared to book records were not material and have been appropriately dealt with in the books of accounts.
- b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has stood a guarantee for the holding company.

The aggregate amount during the year and balance outstanding at the balance sheet date with respect to guarantees provided to the Holding company is given below table,

<b>Particulars</b>	<b>Amount in Lakhs</b>
The amount of guarantee provided during the year	2,567.37
Balance outstanding as at balance sheet date	2,567.37

- b) In respect of aforesaid guarantees provided, the terms and conditions under which such guarantees provided are not prejudicial to the Company's interest, based on the information and explanations provided by the Company. The Company has not provided security and has not granted loans and advances in the nature of loans to any other company, firms, Limited Liability Partnerships, or any other parties and hence not commented upon.
- c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships, or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) to 3(iii)(f) of the Order is not applicable to the Company and hence not commented upon
- iv According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans as specified under Section 185 of the Companies Act, 2013 and the Company has provided guarantee or security as specified under Section 186 of the Companies Act, 2013.

Further, the Company is in compliance of the provisions of Section 186 of the Companies Act, 2013 with respect to the guarantee given

- v The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made there under, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company
- vi To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the Company's products/services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- vii a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues, including Goods and Services Tax, cess, and other material statutory dues, as applicable, except there has been a slight delay in a few cases of Income tax and goods and Service tax, with the appropriate authorities. In respect of Professional Tax during the year, the company has not deposited the sum of Rs.0.03 Lakhs due for 2 months.

As confirmed by the management Provident fund, employee state insurance, sales tax, service tax, duty of excise, and value-added tax are not applicable to the company.

- b) According to the records of the Company and as per the information and explanations given to us, there are no dues of income tax, sales tax, service tax, goods and service tax, duty of customs, duty of excise, and value-added tax which have not been deposited on account of any dispute as on 31st March 2024
- viii According to the information and explanations given to us and the records of the company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- ix a) According to the information and explanations given to us and on the basis of our



examination of the records of the Company, the Company has not defaulted in repayment of loans or borrowings from any lender during the year.

- b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared a wilful Defaulter by any bank or financial institution or government or any government authority.
- c) According to the records of the Company examined by us and the information and explanations given to us, the Company has not obtained any term loans
- d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Therefore, the reporting under clause (ix)(e) and (ix)(f) of the Order are not applicable to the Company.
- x a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- b) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Hence reporting under clause 3(x)(b) is 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 the information and explanations given to us, we have neither come across any instance of material fraud by the Company or 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 the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- c) 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 the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- xii As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to the Company. Hence reporting under clause 3(xii)(a), (b), (c) are not applicable.
- xiii The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party



transactions have been disclosed in the financial statements as required under Indian Accounting Standard (IND AS) 24, Related Party Disclosures specified under Section 133 of the Act.

- xiv a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi a) The Company is not required to be registered under Section 45-1A of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
- b) The Company has not conducted any non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is 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 reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- xvii The company has incurred cash losses of Rs.205.94 Lakhs and Rs.221.17 Lakhs during the current financial year and the immediately preceding financial year respectively.
- xviii There has been no resignation of the statutory auditors during the year and accordingly, the reporting under clause (xviii) is not applicable.
- xix On the basis of the financial ratios (Refer 'Note 37 to the Ind AS Financial Statements), aging and expected dates of realisation of financial assets and payments of financial liabilities, and other information accompanying the financial statements, in our opinion and according to the information and explanations are given to us, Material uncertainty exists as on the date of the audit report that company's capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date.

The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

**For MAJETI & CO**

Firm Registration Number: 015975S

Chartered Accountants

**Kiran Kumar Majeti**

Partner

Membership Number 220354

UDIN No.:24220354BKAMTH8720

Place: Hyderabad

Date: 23rd May, 2024

## MIDWEST GOLD LIMITED

### Balance sheet as at March 31, 2024

(All amounts in INR lakhs, unless otherwise stated)

	Notes	As at March 31, 2024	As at 31st March, 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	3	193.04	202.65
(b) Financial assets			
(i) Other Financial Assets	4	44.67	44.44
(c) Deferred Tax	5	-	-
<b>Total Non-current assets</b>		<b>237.71</b>	<b>247.09</b>
<b>II Current assets</b>			
(a) Inventories	6	114.30	185.73
(b) Financial assets			
(i) Investments	7	-	1.86
(ii) Trade receivables	8	40.14	33.56
(iii) Cash and cash equivalents	9	26.08	19.18
(c) Other Current Assets	10	289.48	299.18
<b>Total Current assets</b>		<b>470.00</b>	<b>539.51</b>
<b>TOTAL ASSETS</b>		<b>707.71</b>	<b>786.60</b>
<b>EQUITY AND LIABILITIES</b>			
<b>III Equity:</b>			
(a) Equity share capital	11	327.00	327.00
(b) Other equity	12	(2,640.60)	(2,409.40)
<b>Total Equity</b>		<b>(2,313.60)</b>	<b>(2,082.40)</b>
<b>LIABILITIES</b>			
<b>IV Non-current liabilities</b>			
<b>(a) Provisions</b>	<b>14(i)</b>	<b>13.88</b>	<b>9.24</b>
<b>Total Non-current liabilities</b>		<b>13.88</b>	<b>9.24</b>
<b>V Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	13	2,678.26	2,512.02
(ii) Trade payables:			
- Total outstanding dues of micro enterprise and small enterprises (Refer note- 31)		-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises		319.33	312.34
(iii) Other financial liabilities	15	4.91	21.79
(b) Provisions	14(ii)	1.06	1.29
(c) Other current liabilities	16	3.87	12.32
<b>Total current liabilities</b>		<b>3,007.43</b>	<b>2,859.76</b>
<b>TOTAL LIABILITIES</b>		<b>3,021.31</b>	<b>2,869.00</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>707.71</b>	<b>786.60</b>

The accompanying notes are an integral part of the financial statements

**For and on behalf of the Board**
**Deepak Kukreti**  
 Whole Time Director  
 DIN :03146700

**B. Satyanarayana Raju**  
 Whole Time Director  
 DIN: 01431440

**S Anand Reddy**  
 Chief Financial Officer

**Anant Patwari**  
 Company Secretary

**As per our report of even date**
**For MAJETI & CO.**  
 Chartered Accountants  
 Firm's registration number: 015975S

**Kiran Kumar Majeti**  
 Partner  
 Membership Number: 220354

 Place : Hyderabad  
 Date : May 23,2024

**MIDWEST GOLD LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2024**

(All amounts in INR lakhs, unless otherwise stated)

	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>I</b> Revenue from operations	17	104.53	175.03
<b>II</b> Other income	18	5.11	1.66
<b>Total Revenue</b>		<b>109.64</b>	<b>176.69</b>
<b>III Expenses</b>			
(a) Raw Material consumed	19	48.43	133.06
(b) Purchase of stock in trade		-	76.07
(c) Changes in inventories of finished goods and work-in-progress	20	46.67	(44.34)
(d) Employee benefits expense	21	31.33	64.72
(e) Finance costs	22	120.88	100.71
(f) Depreciation expense	23	9.61	8.93
(g) Other expenses	24	82.34	468.360
<b>Total Expenses</b>		<b>339.26</b>	<b>807.51</b>
<b>IV Loss before tax (I+II-III)</b>		<b>(229.62)</b>	<b>(630.82)</b>
<b>V Tax expense</b>			
(a) Current tax	25	-	-
(b) Deferred tax	25	-	329.82
<b>Total tax expense</b>		-	<b>329.82</b>
<b>VI Loss after tax for the Year from continuing operations (IV-V)</b>		<b>(229.62)</b>	<b>(960.64)</b>
<b>VII Other Comprehensive Income</b>			
(a) Items that will not be reclassified to profit or loss			
(i) Remeasurements of post-employment benefit obligations		(1.58)	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
Other Comprehensive Income after tax for the year		(1.58)	-
<b>VIII Total Comprehensive Income for the year from continuing operations (VI-VII)</b>		<b>(231.20)</b>	<b>(960.64)</b>
<b>IX Loss per share (Par value of Rs.10 each)</b>			
(a) Basic	34	(7.02)	(29.38)
(b) Diluted	34	(7.02)	(29.38)

The accompanying notes are an integral part of the financial statements

**For and on behalf of the Board**

**Deepak Kukreti**  
 Whole Time Director  
 DIN :03146700

**B. Satyanarayana Raju**  
 Whole Time Director  
 DIN: 01431440

**S Anand Reddy**  
 Chief Financial Officer

**Anant Patwari**  
 Company Secretary

**As per our report of even date**

For **MAJETI & CO.**  
 Chartered Accountants  
 Firm's registration number: 015975S

**Kiran Kumar Majeti**  
 Partner  
 Membership Number: 220354

Place : Hyderabad  
 Date : May 23,2024

**MIDWEST GOLD LIMITED****Statement of Cash flows for the year ended March 31, 2024**

(All amounts in INR lakhs, unless otherwise stated)

	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>Cash flow from operating activities</b>		
<b>Profit before tax</b>	(229.62)	(630.82)
Adjustments for:		
Depreciation expense	9.61	8.93
Interest expense	120.88	100.71
Net Loss/(Gain) arising on financial assets mandatorily measured at FVTPL	(1.42)	0.56
Provision for Expected credit losses	18.82	384.35
Provision for Other Assets	-	12.85
Book deficit on asset discarded	-	4.15
Loss/(Gain) on sale of Investments	0.30	(0.54)
Excess provision/ Liabilities written Back	(2.05)	(0.65)
<b>Operating profit before working capital changes</b>	<b>(83.48)</b>	<b>(120.46)</b>
<b>Change in operating assets and liabilities</b>		
Trade Receivables, and Other Current Assets	(15.93)	(85.22)
Inventories	71.43	(20.77)
Trade payables, other liabilities and provisions	(13.45)	44.94
<b>Cash generated from operating activities</b>	<b>(41.43)</b>	<b>(181.51)</b>
Income tax paid	-	-
<b>Net cash generated from operating activities</b>	<b>(41.43)</b>	<b>(181.51)</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	-	(9.99)
Purchase of Current Investment	-	(28.31)
Sale of Current Investment	2.97	26.43
<b>Net cash ( outflow )from investing activities</b>	<b>2.97</b>	<b>(11.87)</b>
<b>Cash flows from financing activities</b>		
Proceeds/(repayment) of current borrowings (net)	45.36	198.43
Interest paid	-	(0.03)
<b>Net cash inflow from financing activities</b>	<b>45.36</b>	<b>198.40</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>6.90</b>	<b>5.02</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>19.18</b>	<b>14.16</b>
<b>Cash and cash equivalents at end of the Year</b>	<b>26.08</b>	<b>19.18</b>

The accompanying notes are an integral part of the financial statements

Notes:

1. The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7)- Statement of Cash Flows.
2. Previous year figures have been regrouped /reclassified to conform to current year classification.
3. Figures in brackets represents outflows.

The accompanying notes are an integral part of the financial statements

**For and on behalf of the Board****Deepak Kukreti**

Whole Time Director  
DIN :03146700

**S Anand Reddy**

Chief Financial Officer

**B. Satyanarayana Raju**

Whole Time Director  
DIN: 01431440

**Anant Patwari**

Company Secretary

**As per our report of even date****For MAJETI & CO.**

Chartered Accountants  
Firm's registration number: 015975S

**Kiran Kumar Majeti**

Partner  
Membership Number: 220354

Place : Hyderabad  
Date : May 23,2024



**MIDWEST GOLD LIMITED**  
**Statement of Changes in Equity for the year ended March 31, 2024**

(All amounts in INR lakhs, unless otherwise stated)

<b>a) Equity Share Capital</b>		
Particulars	Number of Shares	Amount
<b>As at April 01, 2022</b>	<b>32,70,000</b>	<b>327.00</b>
Changes in equity share capital	-	-
<b>As at March 31, 2023</b>	<b>32,70,000</b>	<b>327.00</b>
Changes in equity share capital	-	-
<b>As at March 31, 2024</b>	<b>32,70,000</b>	<b>327.00</b>

	Reserves and Surplus		
	Capital reserve	Retained earnings	Total Other equity
<b>Balance as at April 01, 2022</b>	<b>380.14</b>	<b>(1,828.90)</b>	<b>(1,448.76)</b>
Profit for the year	-	(960.64)	(960.64)
Other comprehensive income for the year ended, net of income tax	-	-	-
<b>Total comprehensive income for the year</b>	-	<b>(960.64)</b>	<b>(960.64)</b>
<b>Balance as at March 31, 2023</b>	<b>380.14</b>	<b>(2,789.54)</b>	<b>(2,409.40)</b>
<b>Balance as at April 01, 2023</b>	<b>380.14</b>	<b>(2,789.54)</b>	<b>(2,409.40)</b>
Profit for the Year	-	(229.62)	(229.62)
Other comprehensive income for the year ended, net of income tax	-	(1.58)	(1.58)
<b>Total comprehensive income for the year ended</b>	-	<b>(231.20)</b>	<b>(231.20)</b>
<b>Balance as at March 31, 2024</b>	<b>380.14</b>	<b>(3,020.74)</b>	<b>(2,640.60)</b>

**Nature and purpose of reserves****(i) General Reserve:**

General reserve, created out of profits of the company, will be utilised for meeting future contingencies and losses if any.

The accompanying notes are an integral part of the financial statements

**For and on behalf of the Board**

**Deepak Kukreti**  
 Whole Time Director  
 DIN :03146700

**B. Satyanarayana Raju**  
 Whole Time Director  
 DIN: 01431440

**S Anand Reddy**  
 Chief Financial Officer

**Anant Patwari**  
 Company Secretary

**As per our report of even date**

For **MAJETI & CO.**  
 Chartered Accountants  
 Firm's registration number: 015975S

**Kiran Kumar Majeti**  
 Partner  
 Membership Number: 220354

Place : Hyderabad  
 Date : May 23, 2024

**Notes annexed to and forming part of the Financial Statements**

(all amounts are in INR Lakhs, unless otherwise stated)

**1. Corporate Information**

- 1.1. Midwest Gold Limited (the Company or MGL) is a public limited company incorporated under the provisions of erstwhile Companies Act, 1956 having its registered office at Hyderabad in the state of Telangana, India. The Equity Shares of the Company are listed with Bombay Stock Exchange, Mumbai in India.
- 1.2. The Company is presently engaged in the processing and trading business of Granite, Marble and other natural stone.
- 1.3. These financial statements are approved and authorised for issue by the Board of Directors on 23rd May, 2024.

**2. Basis of Preparation of financial statements****i. Compliance with Ind AS**

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

**ii. Historical cost convention**

The financial statements have been prepared as a going concern on accrual basis of accounting. The company has adopted historical cost basis for assets and liabilities except for certain items which have been measured on a different basis and such basis is disclosed in the relevant accounting policy. The financial statements are presented in Indian Rupees (INR) in Lakhs unless otherwise specifies.

**Current and non-current classification**

An asset is classified as current, if

- (i) It is expected to be realized or sold or consumed in the company's normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is expected to be realized within twelve months after the reporting period; or
- (iv) It is cash or a cash equivalent unless it is 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, if

- (i) It is expected to be settled in normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is expected to be settled within twelve months after the reporting period;
- (iv) It has no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

All assets and liabilities have been classified as current or non-current as per company's operating cycle and other criteria set out in Schedule-III of the Companies Act, 2013. Based on the nature of business, the Company has ascertained its

operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

### **2.1. Significant Accounting Policies**

The significant accounting policies adopted in the preparation of these financial statements are detailed hereafter. These policies have been consistently applied to all the years presented, unless otherwise stated.

### **2.2. Segment Reporting**

The company is operated in single segment and reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. The Whole Time Director has been identified as the Chief Operating Decision Maker. Refer Note 32 for the segment information presented.

### **2.3. Foreign currency transactions**

#### **a) Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). Indian Rupees is the functional currency of the company. The financial statements and all financial information is presented in Indian rupee (INR).

#### **b) Transactions and balances**

Foreign currency transactions are translated into functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year-end exchange rates are generally recognised in the statement of profit and loss. Non-monetary items that are measured in terms of historical cost in a foreign currency, using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

### **2.4. Use of estimates, assumptions and judgements**

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

- Estimation of expected credit loss on financial assets – Note 28(A) (I).
- Useful life of Property, Plant & Equipment – Note 2.7
- Recognition and measurement of defined benefit obligations – Note 2.14
- Estimation of current tax expense and payable



## **2.5. Revenue recognition**

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

Revenue is recognized when the amount of revenue can be reliably measured: probable that future economic benefits will flow to the entity and specific criteria for each of the activities as described below has been met.

### **Sale of Goods - Recognition & Measurement**

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods.

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volumerebates. Revenue also excludes taxes collected from customers.

### **Dividend Income**

Dividend income on investments is accounted for when the right to receive the same is established. Dividend income will be included in Other Income in the Statement of Profit and Loss.

### **Interest Income**

Interest income on all financial assets measured at amortised cost, interest income is recognised using the effective interest rate (EIR) method, is recognised in the statement of profit and loss as part of other income.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial asset except for financial assets that subsequently become credit impaired. For credit impaired financial assets, the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the expected credit loss).

## **2.6. Leases**

### **As a lessee**

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease

term or useful life of right-of-use asset. The estimated useful lives of right-of use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

#### **As a lessor**

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

## **2.7. Property, Plant and Equipment**

### **i) Recognition and measurement**

The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use. It also includes the initial estimate of the costs if any of dismantling and removing the item and restoring the site on which it is located. Items such as spares are capitalized when they meet the definition of property, plant and equipment.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Likewise, expenditure towards major inspections and overhauls are identified as a separate component and depreciated over the expected period till the next overhaul expenditure.

**ii) Subsequent expenditure**

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate in property, plant and equipment the cost of replacing part of such an item when the cost is incurred if the recognised criteria are met. The carrying amount of any component accounted for as separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

**iii) Derecognition**

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefit is expected to arise from the continued use of the asset. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is recognised in profit and loss in the period the item is derecognised.

**iv) Depreciation expense**

Depreciation is charged on straight line basis so as to write off the depreciable amount of the asset over the useful lives specified in Schedule II to the Act. The useful life of the assets is periodically reviewed and re-determined based on a technical evaluation and expected use.

The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

**2.8. Financial Instruments**

**Classification, initial recognition, and measurement**

A financial instrument is any contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity. Financial instruments are recognized on the balance sheet when the Company becomes a party to the contractual provisions of the instrument.

**(i) Financial Assets**

**Classification:**

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

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable selection at the time of

initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

### **At initial recognition**

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

### **Subsequent measurement - Debt instruments**

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

- i. At amortised cost: Financial assets having contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is to hold such assets in order to collect such contractual cash flows are classified in this category. Subsequently, these are measured at amortized cost using the effective interest method less any impairment losses.
- ii. At fair value through other comprehensive income (FVOCI): Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payment of principal and interest on the principal amount outstanding and selling financial assets.
- iii. At fair value through profit or loss (FVTPL): Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are immediately recognised in profit or loss.

### **Other Equity Investments**

All other equity investments are measured at fair value, with value changes recognized in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

### **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 purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank over drafts as they are considered an integral part of the Company's cash management.

### **Trade receivables**

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment.

**(ii) Financial liabilities**

**Classification, initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, or payables, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

**Subsequent measurement**

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**Trade and other payables**

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

They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

**Loans and borrowings**

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

**De-recognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On de-recognition of a financial asset the difference between the carrying amount and the consideration received is recognized in the statement of profit and loss.

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. On de-recognition of a financial liability the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in the statement of profit and loss.

**Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where 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 and in the event of default, insolvency or bankruptcy of the group or the counterparty.

### **Financial guarantee contracts**

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee or the estimated amount that would be payable to a third party for assuming the obligations.

#### **As Guarantor**

Financial guarantee contracts are recognized as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 109 and the amount initially recognized less cumulative amortization, where appropriate.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

#### **As Beneficiary**

Financial guarantee contracts are recognised as a financial asset at the time the guarantee is taken. The asset is initially measured at fair value and subsequently amortised over the guarantee period. Where guarantees in relation to loans or other payables are provided by company for no compensation, the fair values are accounted for as contributions and recognised as part of equity.

## **2.9. Impairment of Assets**

### **Financial assets**

The Company assesses at each date of balance sheet impairment if any of a financial asset or a group of financial assets. The company uses, in accordance with Ind AS109, 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to: The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables Company applies a 'simplified approach' which requires expected lifetime losses to be recognized from the initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date, these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Company uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

### **Non-financial assets**

Property, Plant and Equipment and Other intangible assets with finite life are evaluated for recoverability when there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e.

higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If there coverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount and impairment loss is recognized in the profit or loss.

## **2.10. Equity instruments**

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

## **2.11. Inventories**

Raw materials, stores, spares and consumables are valued at lower of cost, calculated on Weighted Average basis and net realisable value. Items held for use in the production of inventories are not written down below cost if the finished products in which these will be incorporated, are expected to be sold at or above cost.

Finished goods and work-in-progress are valued at lower of cost and net realisable value. Cost includes materials, direct labour, and a proportion of appropriate overheads based on normal operating capacity. Cost is determined on a Weighted Average basis.

Trading goods are valued at lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

## **2.12. Tax expenses**

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with the prevailing tax laws for the year.

Current and deferred tax are recognized in profit or loss, except when they relate to the items that are recognized in other comprehensive income or directly in equity, in which case, the income taxes are recognized in other comprehensive income or directly in equity, respectively.

Current tax assets and current tax liabilities are presented in the statement of financial position after off-setting the taxes paid or deemed to be paid and current income tax expenses are the year.

### **Deferred income taxes**

Deferred tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the

carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow total or part of the deferred income tax asset to be utilized.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is probable evidence that the Company will pay normal income tax after the tax holiday period.

Deferred tax assets and liabilities are offset when it relates to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis

The Company recognizes interest related to income tax in interest expenses.

### **2.13. Provisions, contingent liabilities and contingent asset**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as other finance expense.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

A contingent asset is not recognized unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements. Contingent liabilities and contingent assets are reviewed at each balance sheet date.

### **2.14. Employee benefits**

#### **(i) Short term employee benefit obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to



be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

**(ii) Other long-term employee benefit obligations**

The liabilities for accumulating compensated absences not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are measured at the present value of expected future payments to be made in respect of services provided using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation.

Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognized in profit or loss. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

**(a) Defined benefit plans-Gratuity obligations**

The liability in respect of defined benefit plans and other post-employment benefits is calculated using the projected unit credit method consistent with the advice of qualified actuaries. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related defined benefit obligation. The current service cost of the defined benefit plan, recognised in the statement of profit and loss in employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. The interest cost is calculated by applying the discount rate to the balance of the defined benefit obligation. This cost is included in employee benefit expense in the statement of profit and loss. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

**2.15. Dividends**

Provision is made for the amount of any dividend declared, being appropriately authorized and no longer at the discretion of the entity, and not distributed on or before the end of the reporting period. Dividend is recognised as a liability in the period in which the interim dividends are approved by the Board of Directors, or in respect of the final dividend when approved by shareholders.

**2.16. Earnings per share**

Basic earnings per share are calculated by dividing the profit or loss after tax for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For calculating diluted earnings per share, the profit or loss after tax 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.

**2.17. Commitments**

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets and on account bonds executed with external authorities.

**2.18. Recent accounting pronouncements (Standards issued but not yet effective)**

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

### Notes to the Financial statements

#### 3. Property, Plant and Equipment (A)

(All amounts in INR lakhs, unless otherwise stated)

Particulars	Free hold land	Improvements to Lease hold Properties	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Temporary fittings	Data processing Equipment	Total
<b>Year ended 31 March 2023</b>										
<b>Gross carrying amount</b>										
Cost as at April 01, 2022	100.37	10.18	152.44	709.67	9.57	13.83	10.70	0.35	8.01	1,015.12
Additions	-	-	-	9.99	-	-	-	-	-	9.99
Disposals/Discarded	-	(10.18)	-	(56.28)	(9.57)	(13.83)	(10.70)	(0.35)	(7.93)	(108.74)
Closing gross carrying amount	100.37	-	152.44	663.38	-	-	-	-	0.18	916.37
<b>Accumulated depreciation</b>										
Opening accumulated depreciation		10.18	121.35	635.87	9.57	13.83	10.21	0.35	8.01	809.37
Depreciation charge during the year	-	-	4.61	4.32	-	-	-	-	-	8.93
Disposals/Discarded	-	(10.18)	-	(52.61)	(9.57)	(13.83)	(10.21)	(0.35)	(7.93)	(104.58)
Closing accumulated depreciation	-	-	125.96	587.58	-	-	-	-	0.18	713.72
<b>Net carrying amount as at March 31, 2023</b>	<b>100.37</b>	<b>-</b>	<b>26.48</b>	<b>75.80</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>202.65</b>
<b>Year ended 31 March 2024</b>										
<b>Gross carrying amount</b>										
Opening Gross carrying amount	100.37	-	152.44	663.38	-	-	-	-	0.18	916.37
Additions	-	-	-	-	-	-	-	-	-	-
Disposals/Discarded	-	-	-	-	-	-	-	-	-	-
Closing gross carrying amount	100.37	-	152.44	663.38	-	-	-	-	0.18	916.37
<b>Accumulated depreciation</b>										
Opening accumulated depreciation	-	-	125.96	587.58	-	-	-	-	0.18	713.72
Depreciation charge during the year	-	-	4.61	5.00	-	-	-	-	-	9.61
Disposals/Discarded	-	-	-	-	-	-	-	-	-	-
Closing accumulated depreciation	-	-	130.57	592.58	-	-	-	-	0.18	723.33
<b>Net carrying amount as at March 31, 2024</b>	<b>100.37</b>	<b>-</b>	<b>21.87</b>	<b>70.80</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>193.04</b>

Note 3(a): Refer Note 30 (b) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Note 3(b): The title deeds of immovable property are held in the name of the company

**MIDWEST GOLD LIMITED**

(All amounts in INR lakhs, unless otherwise stated)

<b>Note 4: Other Financial Assets</b>		
	<b>31 March,2024</b>	<b>31 March,2023</b>
(Unsecured considered good)		
Term deposits with banks original maturity of more than twelve months	4.47	4.24
Security Deposits	40.20	40.20
<b>Total Others Financial Assets</b>	<b>44.67</b>	<b>44.44</b>
<b>Note 5: Deferred tax asset (net)</b>		
The balance comprises temporary differences attributable to:		
	<b>31 March,2024</b>	<b>31 March,2023</b>
<b>Deferred Tax Asset:</b>		
Deferred Tax Asset:	10.86	11.27
Deferred tax liability	(10.86)	(11.27)
<b>Net deferred tax Asset</b>	<b>-</b>	<b>-</b>
<b>Note 5(a): Deferred tax Assets / (Liabilities) (net)</b>		
The balance comprises temporary differences attributable to:		
	<b>31 March,2024</b>	<b>31 March,2023</b>
<b>Deferred tax liability:</b>		
<b>Arising on account of temporary differences in:</b>		
Property, plant and equipment	10.86	11.27
Net gain arising on financial assets mandatorily measured at FVTPL	-	-
	<b>10.86</b>	<b>11.27</b>
<b>Deferred tax asset:</b>		
Provision for Leave Encashment/Gratuity	3.89	2.74
Provision for Expected Credit Loss	3.67	5.09
Provision for Doubtful Debts	3.30	3.30
Net loss arising on financial assets mandatorily measured at FVTPL	-	0.14
	<b>10.86</b>	<b>11.27</b>
	-	-
"In the absence of reasonable certainty, Company has recognized deferred tax assets arising on account of carried forward tax losses and unabsorbed depreciation to the extent of the deferred tax liability. "In the absence of probable tax profits against which the same can be utilised. The company is incurring losses for more than three years and doesn't expect future taxable income in the near future."		
<b>Note 6: Inventories (Valued at Lower of cost and net realisable value)</b>		
	<b>31 March,2024</b>	<b>31 March,2023</b>
Raw materials	4.98	29.74
Finished goods	109.32	90.64
Stock in trade	-	65.35
<b>Total inventories</b>	<b>114.30</b>	<b>185.73</b>
<b>Note 7: Current Investments (Quoted, fully paid up)</b>		
<b>Investment in equity instruments ( at FVTPL)</b>		
DCX Systems Limited	-	0.74
Nil (2022:508) Equity Shares of Rs. 10/-each fully paid		
CMS Info Systems Limited	-	1.11
Nil (2022:400) Equity Shares of Rs. 10/-each fully paid		
<b>(Quoted, fully paid up)</b>		
<b>Investment in Mutual Funds (at FVTPL)</b>		
Nippon India Mutual Fund	-	0.01
1.164(2022:1.135) Units of Rs. 1000/-each fully paid		
<b>Total Investments</b>	<b>-</b>	<b>1.86</b>
Aggregate amount of quoted investments and Market value	-	1.86

**Notes to Financial Statements for the year ended 31st March, 2024**

(All amounts in INR lakhs, unless otherwise stated)

<b>Note 8: Trade receivables</b>							
		<b>31 March,2024</b>	<b>31 March,2023</b>				
Trade receivables from contract with customer - Billed		443.30	417.91				
Less: Provision for expected credit loss		(403.16)	(384.35)				
<b>Total trade receivables</b>		<b>40.14</b>	<b>33.56</b>				
Current portion		40.14	33.56				
Non-current portion		-	-				
Note 8(i) Sub classification of Trade receivables							
		<b>31 March,2024</b>	<b>31 March,2023</b>				
Considered good- Secured		-	-				
Considered good- Unsecured		40.14	33.56				
Which have significant increase in credit risk		403.16	384.35				
Credit impaired		-	-				
<b>Total</b>		<b>443.30</b>	<b>417.91</b>				
Less: Provision for expected credit loss		(403.16)	(384.35)				
<b>Total trade receivables</b>		<b>40.14</b>	<b>33.56</b>				
Note 8(ii) Trade Receivables ageing as at March 31, 2024							
	<b>Not Due and Unbilled</b>	<b>Outstanding for following periods from due date of payment</b>					
		<b>Less than 6 Months</b>	<b>6 months - 1 Year</b>	<b>1-2 year</b>	<b>2-3 Years</b>	<b>More than 3 year</b>	<b>Total</b>
<b>Undisputed</b>							
-Considered good	-	32.63	-	7.51	-	-	40.14
-Considered doubtful	-	-	-	6.28	6.75	390.13	403.16
-Credit impaired	-	-	-	-	-	-	-
<b>Disputed</b>							
-Considered good	-	-	-	-	-	-	-
-Considered doubtful	-	-	-	-	-	-	-
-Credit impaired	-	-	-	-	-	-	-
Note 8(iii) Trade Receivables ageing as at March 31, 2023							
	<b>Not Due and Unbilled</b>	<b>Outstanding for following periods from due date of payment</b>					
		<b>Less than 6 Months</b>	<b>6 months - 1 Year</b>	<b>1-2 year</b>	<b>2-3 Years</b>	<b>More than 3 year</b>	<b>Total</b>
<b>Undisputed</b>							
-Considered good	-	21.03	-	4.14	8.39	-	33.56
-Considered doubtful	-	-	-	-	-	384.35	384.35
-Credit impaired	-	-	-	-	-	-	-
<b>Disputed</b>							
-Considered good	-	-	-	-	-	-	-
-Considered doubtful	-	-	-	-	-	-	-
-Credit impaired	-	-	-	-	-	-	-
<b>Note 9: Cash and cash equivalents</b>							
		<b>31 March,2024</b>	<b>31 March,2023</b>				
Balances with banks							
-in Current accounts		26.00	18.62				
Cash on hand		0.08	0.56				
<b>Total cash and cash equivalents</b>		<b>26.08</b>	<b>19.18</b>				

Note: There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**Note 10: Other Current Assets**

	31 March,2024	31 March,2023
(Unsecured , Considered good)		
<b>Advances other than capital advances:</b>		
Balances with government authorities	18.95	29.51
Prepaid Expenses	0.44	0.39
Prepaid taxes		
- Considered good	0.18	0.03
- Considered doubtful	2.16	2.16
Less: Provision for doubtful deposits	(2.16)	(2.16)
Other Receivable		
- Considered good	111.45	111.39
- Considered doubtful	1.86	1.86
Less: Provision for doubtful deposits	(1.86)	(1.86)
Advances to related parties for supply of goods and services (refer note 33)	151.94	151.94
Advances for supply of goods and services		
- Considered good	6.52	5.92
- Considered doubtful	8.68	8.68
Less: Provision for doubtful deposits	(8.68)	(8.68)
<b>Total other current assets</b>	<b>289.48</b>	<b>299.18</b>

**Note 11 : Equity share capital****Authorised :**

	Number of shares	Amount
<b>As at 1st April 2022</b>	20,000,000	2,000.00
Movement during the year	-	-
<b>As at 31st March 2023</b>	20,000,000	2,000.00
Movement during the year	-	-
<b>As at 31st March 2024</b>	<b>20,000,000</b>	<b>2,000.00</b>

**Issued :**

	Number of shares	Amount
<b>As at 1st April 2022</b>	3,270,000	327.00
Movement during the year	-	-
<b>As at 31st March 2023</b>	3,270,000	327.00
Movement during the year	-	-
<b>As at 31st March 2024</b>	<b>3,270,000</b>	<b>327.00</b>

**Subscribed and fully paid up :**

	Number of shares	Amount
<b>As at 1st April 2022</b>	3,270,000	327.00
Movement during the year	-	-
<b>As at 31st March 2023</b>	3,270,000	327.00
Movement during the year	-	-
<b>As at 31st March 2024</b>	<b>3,270,000</b>	<b>327.00</b>

**Terms and rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**Details of shareholders holding more than 5% equity shares in the company**

	Midwest Granite Private Limited
<b>As at April 01, 2022</b>	
Number of shares	2,309,500
% holding	70.63%
<b>As at March 31, 2023</b>	
Number of shares	2,309,500
% holding	70.63%
<b>As at March 31, 2024</b>	
Number of shares	2,309,500
% holding	70.63%

**Disclosure of Shareholding of Promoters**

Promoter name	As at March 31, 2024		% Change during the year	As at March 31, 2023		% Change during the year
	No. of shares	% of total shares		No. of shares	% of total shares	
Midwest Granite Private Limited	2,309,500	70.63%	-	2,309,500	70.63%	-
Jain Deepak K	12,500	0.38%	-	12,500	0.38%	-
Jain Pawan K	33,350	1.02%	-	33,350	1.02%	-

**Details of Shares held by holding company**

	31 March, 2024	31 March, 2023
23,09,500 equity Shares of Rs. 10 each (March 31, 2022: 23,09,500) held by Midwest Granite Private Limited, India	230.95	230.95

**Note 12: Other Equity**

	31 March, 2024	31 March, 2023
Capital Reserve	380.14	380.14
Retained earnings	(3,020.74)	(2,789.54)
<b>Total Other Equity</b>	<b>(2,640.60)</b>	<b>(2,409.40)</b>

**(i) Capital reserve**

	31 March, 2024	31 March, 2023
Opening balance	380.14	380.14
Adjustments	-	-
Closing Balance	380.14	380.14

Capital reserve Represents the cessation of liability on one time settlement of Term Loan and balance of Reduction of share capital by Virtue of BIFR Order No. 39/99(11) dated 11/11/03 which is not available for distribution of dividends.

**(ii) Retained earnings**

	31 March, 2024	31 March, 2023
Opening balance	(2,789.54)	(1,828.90)
Profit/(Loss) for the year	(229.62)	(960.64)
Items of other comprehensive income recognised directly in retained earning		
- Remeasurements of post employment benefit obligation, net of tax	(1.58)	-
<b>Closing balance</b>	<b>(3,020.74)</b>	<b>(2,789.54)</b>



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**Note 13: Borrowings**

	31 March,2024	31 March,2023
<b>Unsecured</b>		
<b>Loans repayable on demand:</b>		
Unsecured Loan from Holding company	2,678.26	2,512.02
<b>Total Current Borrowings</b>	<b>2,678.26</b>	<b>2,512.02</b>
<b>Details of Current Borrowings</b>		
	<b>Amount in INR Lakhs</b>	<b>Rate of Interest</b>
<b>Amount borrowed from Holding Company(refer Note 33)</b>		
Before 2013	1,211.14	-
After 2013	1,467.12	9%

**Note 14: Provisions**

	31 March,2024	31 March,2023
<b>Employee Benefit Obligations</b>		
<b>(i)Non-Current</b>		
Retirement Benefits	7.04	4.69
Leave Encashment	6.84	4.55
<b>Total</b>	<b>13.88</b>	<b>9.24</b>
<b>(ii)Current</b>		
Retirement Benefits	0.45	0.24
Leave Encashment	0.61	1.05
<b>Total</b>	<b>1.06</b>	<b>1.29</b>
<b>Grand Total</b>	<b>14.94</b>	<b>10.53</b>

**Note 14(a):****(i) Defined Contribution plans**

Employer's Contribution to Provident Fund: Contributions are made to provident fund for entitled employees at the prescribed rate as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

Employer's Contribution to State Insurance Scheme: Contributions are made under State Insurance Scheme for entitled employees at the prescribed rate to Employee State Insurance Corporation. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

	31 March,2024	31 March,2023
Employer's Contribution to Provident Fund	-	-
Employer's Contribution to ESI	-	-

**(i) Defined Benefits plans****Post-employment obligations- Gratuity**

The company provides for gratuity for employees in India as per the payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 day's salary multiplied for the number of years of service.

**A) Reconciliation of opening and closing balances of Defined Benefit Obligation**

	<b>Gratuity (Unfunded)</b>	
	31 March,2024	31 March,2023
Defined Benefit Obligation at beginning of the Year	4.94	-
Current Service Cost	0.60	0.48
Interest Cost	0.37	-
Past service cost	-	4.46
Actuarial (Gain) / Loss for the Year	1.58	-
Benefits Paid	-	-
Defined Benefit Obligation at Year end	7.49	4.94
Current	0.45	0.24
Non current	7.04	4.70





## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**B) Expenses recognised during the year**

	<b>Gratuity (Unfunded)</b>	
	<b>31 March,2024</b>	<b>31 March,2023</b>
<b>In Statement of Profit and Loss</b>		
Current Service Cost	0.60	0.48
Past service cost	-	4.46
Interest Cost	0.37	-
<b>Net Cost</b>	<b>0.97</b>	<b>4.94</b>
<b>In Other Comprehensive Income</b>		
Actuarial (Gain) / Loss for the Year	1.58	-
<b>Net expense for the year recognised in OCI</b>	<b>1.58</b>	<b>-</b>

**Significant estimates: Actuarial assumptions and sensitivity**

The significant actuarial assumptions were as follows:

	<b>31 March,2024</b>	<b>31 March,2023</b>
Discount rate	7.22%	7.49%
Salary growth rate	10.00%	4.00%
Withdrawal rate	4.00%	4.00%
Normal Retirement Age	58 Years	58 Years
Average Balance Future Services	11.45	16.14
Mortality Table(IALM)	100.00%	100.00%

**Sensitivity analysis**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is :

<b>Particulars</b>	<b>31 March,2024</b>	<b>31 March,2023</b>
Defined Benefit Obligation		
Discount rate:(% change compared to base due to sensitivity)		
Increase : +1%	7.07	4.61
Decrease: -1%	7.95	5.29
Salary Growth rate:(% change compared to base due to sensitivity)		
Increase : +1%	7.95	5.31
Decrease: -1%	7.06	4.59
Withdrawal rate:(% change compared to base due to sensitivity)		
Increase : +1%	7.46	4.98
Decrease: -1%	7.52	4.88

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period. The weighted average duration of the defined benefit obligation is 8.49years. The expected future cash flows over the next years, which will be met out of planned assets, is as follows:

	<b>31 March,2024</b>	<b>31 March,2023</b>
Defined benefit obligation-gratuity		
Less than a year	0.46	0.24
Between 2-5 years	1.39	1.12
Above 5 years	9.97	7.53



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**Risk Management**

The Significant risks the company has in administering defined benefit obligation are :

**Interest Rate Risk:** This may arise from volatility in asset values due to market fluctuations and impairment of assets due to credit losses. These Plans primarily invest in debt instruments such as Government securities and highly rated corporate bonds – the valuation of which is inversely proportional to the interest rate movements.

**Salary Cost Inflation Risk:** The present value of the Defined Benefit Obligation liability is calculated with reference to the future salaries of participants . Increase in salary due to adverse inflationary pressures might lead to higher liabilities.

**Note 15: Other Financial liabilities**

	31 March,2024	31 March,2023
<b>Current</b>		
Employee benefits payable	1.33	6.66
Creditors for expenses	3.58	15.13
<b>Total other financial liabilities</b>	<b>4.91</b>	<b>21.79</b>

**Note 16: Other current liabilities**

	31 March,2024	31 March,2023
Statutory liabilities	3.87	12.32
<b>Total other current liabilities</b>	<b>3.87</b>	<b>12.32</b>

**Note 17: Revenue from operations**

	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>Revenue from contracts with customers</b>		
Sale of products	104.53	175.03
<b>Total revenue from operations</b>	<b>104.53</b>	<b>175.03</b>

Disaggregation of revenue from contracts with customers

The company derives revenue from transfer of goods and services from the following geographical locations.

	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>Geographical location</b>		
- India	104.53	167.52
- Other countries	-	7.51
<b>Total</b>	<b>104.53</b>	<b>175.03</b>

**Information about major customers:**

Two customers represents 10% or more of the Company's total revenue during the year ended March 31, 2024 and Four customer represents 10% or more of the Company's total revenue during the year ended March 31, 2023.

**Reconciliation of revenue recognised with the contract price:**

	For the year ended March 31, 2024	For the year ended March 31, 2023
Contract price	104.53	175.03
Add/(Less): Adjustments:-	-	
<b>Total</b>	<b>104.53</b>	<b>175.03</b>

**Notes to Financial Statements for the year ended 31st March, 2024**

(All amounts in INR lakhs, unless otherwise stated)

<b>Note 18: Other income</b>		
	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Profit / Loss sale of Investment	-	0.54
Net loss arising on financial assets mandatorily measured at FVTPL	1.42	-
Dividend Income	0.04	
Duty draw Back	-	0.07
Excess provision/ Liabilities written Back	2.05	0.65
Other non-operating income	1.60	0.40
<b>Total other income</b>	<b>5.11</b>	<b>1.66</b>
<b>Note 19: Cost of raw material consumed</b>		
	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Raw materials at the beginning of the year	29.74	53.31
Add: Purchases	23.67	109.49
Less: Raw material at the end of the year	4.98	29.74
<b>Total cost of raw material consumed</b>	<b>48.43</b>	<b>133.06</b>
<b>Note 20: Changes in inventories of finished goods and traded goods</b>		
	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
<b>Opening Balance:</b>		
Finished goods	90.64	46.30
Traded goods	65.35	65.35
	<b>155.99</b>	<b>111.65</b>
<b>Closing Balance:</b>		
Finished goods	109.32	90.64
Traded goods	-	65.35
	<b>109.32</b>	<b>155.99</b>
<b>Total changes in inventories of finished goods and work-in-progress</b>	<b>46.67</b>	<b>(44.34)</b>
<b>Note 21: Employee benefits expense</b>		
	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Salaries, wages, bonus and other allowances	29.13	64.22
Staff welfare expenses	2.20	0.50
<b>Total employee benefits expense</b>	<b>31.33</b>	<b>64.72</b>
<b>Note 22: Finance costs</b>		
	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Interest expense and finance charges on financial liabilities carried at amortised cost	120.88	100.71
<b>Total Finance costs</b>	<b>120.88</b>	<b>100.71</b>
<b>Note 23: Depreciation expense</b>		
	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Depreciation of property, plant and equipment	9.61	8.93
<b>Total depreciation expense</b>	<b>9.61</b>	<b>8.93</b>



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**Note 24: Other expenses**

	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Power charges	24.87	26.38
Rent	7.21	1.50
Repairs to machinery	2.34	4.72
Repairs to others	0.57	0.51
Insurance	0.28	0.37
Rates and taxes, excluding taxes on income	8.83	7.27
Printing and stationery	0.11	0.10
Communication expenses	2.45	0.49
Packing Materials	0.02	0.58
Professional charges	1.33	2.21
Travelling and conveyance	1.24	2.35
Carriage and freight	0.29	4.10
Payments to Auditors (Refer note 24(a)below)	3.00	2.00
Security charges	7.83	8.00
Loss on sale of Investments	0.30	-
Provision for		
Expected Credit Loss	18.82	384.35
Other Doubtful assets	-	12.85
Book deficit on asset discarded	-	4.15
Net loss arising on financial assets mandatorily measured at FVTPL	-	0.56
General expenses	2.85	5.87
<b>Total other expenses</b>	<b>82.34</b>	<b>468.36</b>

**Note 24(a): Details of payments to auditors**

	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
<b>Payment to auditors</b>		
As Statutory Auditor	1.00	1.50
For Limited Review	1.50	0.50
For Taxation Matters	0.50	-
<b>Total payments to auditors</b>	<b>3.00</b>	<b>2.00</b>

**Note 24(b): Corporate social responsibility expenditure**

In terms of provisions of sub section 5 to section 135 of the Companies Act, 2013 the company is not required to earmark any fund for corporate social responsibility activities in view of past losses.



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**Note 25: Income tax expense**

	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>Income tax expense</b>		
a) Current tax		
Current tax on profits for the year	-	-
Income tax adjustment	-	-
<b>Total current tax expense</b>	-	-
b) Deferred tax		
- to profit or loss	-	329.82
- to other comprehensive income	-	-
<b>Total Deferred tax expense/(benefit)</b>	-	<b>329.82</b>
Income tax expense	-	329.82
- to profit or loss	-	329.82
- to other comprehensive income	-	-

**Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:**

	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit from operations before income tax expenses	(229.62)	(630.82)
<b>Income tax rate</b>	<b>26.00%</b>	<b>26.00%</b>
Reversal of Deferred tax on account of the absence of reasonable certainty of future profits		329.82
<b>Income tax expenses</b>	-	<b>329.82</b>

Unused tax losses and unused tax credits for the purposes of deferred tax :  
 Unused tax losses and unused tax credits for which no deferred tax assets have been recognized are attributable to the following:

	For the year ended March 31, 2024	For the year ended March 31, 2023
Unused tax losses	897.38	572.40
Unabsorbed tax depreciation	866.96	858.70
	<b>1,764.34</b>	<b>1,431.10</b>
<b>Potential tax benefit @ 26 %</b>	<b>458.73</b>	<b>372.09</b>

**The following table details the expiry of the unused tax losses:**

	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>Unused tax losses</b>		
Less than 5 years	278.15	171.20
Less than 6 years	198.15	65.14
Less than 7 years	221.60	137.91
Less than 8 years	199.48	198.15
	<b>897.38</b>	<b>572.40</b>

**Note**

i) Unabsorbed tax depreciation does not have any expiry period under the Income Tax Act, 1961.

**Notes to Financial Statements for the year ended 31st March, 2024**

(All amounts in INR lakhs, unless otherwise stated)

**Financial Instruments and Risk Management**
**Note 26: Categories of Financial Instruments**

Promoter name	Fairvalue Hierarchy	Notes	As at March 31, 2024		As at March 31, 2023	
			Carrying Value	Fair Value	Carrying Value	Fair Value
<b>A. Financial assets</b>						
<b>a) Measured at amortised cost</b>						
i) Cash and cash equivalents	Level-3	9	26.08	26.08	19.18	19.18
iii) Other Assets	Level-3	4	44.67	44.67	44.44	44.44
iv) Trade receivables	Level-3	8	40.14	40.14	33.56	33.56
v) Investments	Level-3	7	-	-	1.86	1.86
<b>Total financial assets</b>			<b>110.89</b>	<b>110.89</b>	<b>99.04</b>	<b>99.04</b>
<b>B. Financial liabilities</b>						
<b>a) Measured at amortised cost</b>						
i) Trade payables	Level-3		319.33	319.33	312.34	312.34
ii) Borrowings	Level-3	15	2,678.26	2,678.26	2,512.02	2,512.02
iii) Other financial liabilities	Level-3	15	4.91	4.91	21.79	21.79
<b>Total Financial liabilities</b>			<b>3,002.50</b>	<b>3,002.50</b>	<b>2,846.15</b>	<b>2,846.15</b>

**Note 27: Fair Value Hierarchy**

The following table presents the fair value hierarchy of assets and liabilities:

Fair value of the financial instruments is classified in various fair value hierarchies based on the following three levels:

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

Level 2: Inputs other than quoted price including within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case with listed instruments where market is not liquid and for unlisted instruments.

(i) The carrying amounts of trade payables, other financial liabilities, borrowings, cash and cash equivalents, other bank balances, trade receivables, investments and loans are considered to be the same as their fair values due to their short term nature.

**Note 28: Financial Risk Management**

The Company's activities expose it to market risk and credit risk. The Company emphasis on risk management and has an enterprise wide approach to risk management. The Company's risk management and control procedures involve prioritization and continuing assessment of these risks and device appropriate controls, evaluating and reviewing the control mechanism.

**(A) Credit Risk:**

"Credit risk is the risk of potential loss that may occur due to failure of borrower/counterparty to meet the obligation on agreed terms and conditions of the financial contract. Credit risk arises from financial assets such as cash and cash equivalents, other bank balance, trade receivables and other financial assets. The company has a credit risk management policy in place to limit credit losses due to non-performance of financial counterparties and customers. The company monitors the exposure to credit risk on an ongoing basis at various levels.

**(I) Trade Receivable:**

The credit risk related to trade receivables is influenced mainly by the individual characteristics of each customer. The Company follows a 'simplified approach' (i.e. based on lifetime ECL) for recognition of impairment loss allowance on Trade receivables. For the purpose of measuring lifetime ECL allowance for trade receivables, the company estimates irrecoverable amounts based on the ageing of the receivable balances and historical experience. Individual trade receivables are written off when management deems them not to be collectible. As there is no independent credit rating of the customers available with the Company, the management reviews the credit-worthiness of its customers based on their



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

financial position, past experience and other factors. The company also provides for expected credit losses based on the past experience where it believes that there is high probability of default.

Following are the Expected credit loss for trade receivables under simplified approach:

Particulars	31 March,2024	31 March,2023
Gross carrying amount	443.30	417.91
Expected credit losses ( Loss allowance provision)	-403.16	-384.35
	<b>403.16</b>	<b>384.35</b>
Net carrying amount of trade receivables	403.16	384.35
	<b>40.14</b>	<b>33.56</b>

**(B) Market Risk:**

Market Risk is the risk that the future value of a financial instrument will fluctuate due to moves in the market factors. The most common types of market risks are interest rate risk and foreign currency risk.

- Interest Rate Risk

Interest rate risk is the risk that the future cash flows or the fair value of a financial instrument will fluctuate because of changes in market interest rates. The Company manages its market interest rates by fixed rate interest . Hence ,the Company is not significantly exposed to interest rate risks.

- 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. The Company has substantial exposure to foreign currency risk due to the significant exports made. Sales in other countries and purchases from overseas suppliers are exposed to risk associated with fluctuation in the currencies of those countries vis-a-vis the functional currency i.e. Indian rupee. The Company manages currency fluctuations by having a better geographic balance in revenue mix and ensures a foreign currency match between liabilities and earnings. The Company believes that the best hedge against foreign exchange risk is to have a good business mix. The Company is very cautious towards hedging as it has a cost as well as its own risks. The Company continually reassesses the cost structure impacts of the currency volatility and engages with customers addressing such risks.

**Unhedged foreign currency exposure as at the reporting date:**

	As at March 31, 2024			As at March 31, 2023		
	USD	Euros	Equivalent Amount in INR	USD	Euros	Equivalent Amount in INR
Trade receivable	9,148	-	7.63	9,148	-	7.52
Advance to suppliers and services	190,000	-	158.41	190,000	-	156.21

**i) Foreign Currency Risk - Sensitivity**

The analysis is based on the assumption that the Foreign Currency has increased / (decreased) by 2.5% with all other variables held constant.

**2.5% increase or decrease in foreign exchange rates will have the following impact on profit/loss before tax**

Particulars	31 March,2024	31 March,2023
USD	4.15	4.09
Euros	-	-

**(C) Liquidity Risk:**

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements.

The Company manages its risk from its principle source of resources such as cash and cash equivalents , cash flows that are generated from operations and other means of borrowings, to ensure, as far as possible , that it will always have sufficient liquidity to meet the liabilities.

**Notes to Financial Statements for the year ended 31st March, 2024**

(All amounts in INR lakhs, unless otherwise stated)

	On Demand	Due in 1st year	Due after 1st year	Total
<b>As at March 31, 2024</b>				
Borrowing	2,678.26	-	-	2,678.26
Trade and other payable	319.33	-	-	319.33
Other financial liabilities	4.91	-	-	4.91
<b>As At March 31, 2023</b>				
Borrowing	2,512.02	-	-	2,512.02
Trade and other payable	312.34	-	-	312.34
Other financial liabilities	21.79	-	-	21.79

**Note 29: Capital Management**

The Company's financial strategy aims to provide adequate capital for its growth plans for sustained stakeholder value. The company's objective is to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders. And depending on the financial market scenario, nature of the funding requirements and cost of such funding, the Company decides the optimum capital structure. The Company aims at maintaining a strong capital base so as to maintain adequate supply of funds towards future growth plans as a going concern.

**The Company monitors the capital structure on the basis of total debt to equity ratio :**

Particulars	31 March, 2024	31 March, 2023
Net Debt	2,652.18	2,492.84
Equity	(2,313.60)	(2,082.40)
<b>Total Capital ( Net Debt+Equity)</b>	<b>338.58</b>	<b>410.44</b>
<b>Net Debt to Total Capital (%)</b>	<b>783.32%</b>	<b>607.36%</b>

**Net debt represents :**

Particulars	31 March, 2024	31 March, 2023
A) Borrowings		
Non-current borrowings	-	-
Current borrowings	2,678.26	2,512.02
Current Maturity of long term borrowings	-	-
<b>Total(A)</b>	<b>2,678.26</b>	<b>2,512.02</b>
B) Cash and cash equivalents	26.08	19.18
<b>C) Net Debt (A-B)</b>	<b>2,652.18</b>	<b>2,492.84</b>

**Note 30 (a): Contingent Liabilities**

	31 March, 2024	31 March, 2023
Corporate Guarantee given by M/s. Midwest Granite Pvt. Ltd. In Favor of President of India	175.00	175.00
Corporate Guarantee given by the Company in favour of HDFC Bank for Loans taken by Midwest Granite Pvt Ltd	2,567.37	3,557.67

Note: It is not practicable for the company to estimate the timings of cash flows, if any, in respect of the above pending resolution of the respective proceedings.

**Note 30 (b): Commitments**

Particulars	31 March, 2024	31 March, 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	-

**Note 31: Payables to Micro, Small & Medium Enterprises**

Information pertaining to Micro and Small Enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 (Act) as given below has been determined to the extent such parties have been identified on the basis of information available with the Company:



**Notes to Financial Statements for the year ended 31st March, 2024**

(All amounts in INR lakhs, unless otherwise stated)

	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Principal amount remaining unpaid as on 31st March	NIL	NIL
Interest due thereon as on 31st March	NIL	NIL
Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the supplier beyond the appointed day during the year	NIL	NIL
Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but	NIL	NIL
Interest accrued and remaining unpaid as at 31st March	NIL	NIL
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Act	NIL	NIL

**a) Ageing of trade payables as at March 31, 2024**

Particulars	Not Due for payment	Less than 1 Year	1- 2 Years	2-3 years	More than 3 Years	Total
(i) Undisputed Dues						
MSME	-	-	-	-	-	-
Others	-	6.99	31.67	1.89	278.78	319.33
(ii) Disputed Dues						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
<b>Total</b>	-	<b>6.99</b>	<b>31.67</b>	<b>1.89</b>	<b>278.78</b>	<b>319.33</b>

**b) Ageing of trade payables as at March 31, 2023**

Particulars	Not Due for payment	Less than 1 Year	1- 2 Years	2-3 years	More than 3 Years	Total
(i) Undisputed Dues						
MSME	-	-	-	-	-	-
Others	-	31.67	1.89	38.46	240.32	312.34
(ii) Disputed Dues						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
<b>Total</b>	-	<b>31.67</b>	<b>1.89</b>	<b>38.46</b>	<b>240.32</b>	<b>312.34</b>

**Note 32: Segment Information**
**(a) Description of segments and principal activities**

The whole time Director has been identified as the Chief Operating Decision Maker (CODM). Operating segments are defined as components of an enterprise for which discrete financial information is available. This is evaluated regularly by the CODM, in deciding how to allocate resources and assessing the Company's performance. The Company is engaged in exploration and mining of granite and operates in a single operating segment.

**Geographical Information**

The amount of its revenue from external customers broken down by location of the customers is shown in the table below:

Particulars	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
<b>Revenue from external customers</b>		
India	104.53	167.52
Rest of the World	-	7.51
	<b>104.53</b>	<b>175.03</b>
<b>Non-current Assets</b>		
India	-	-
Rest of the World	-	-



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**Note 33: Related Party Transactions**

<b>(a) Holding Company</b>	:	Midwest Granite Private Limited
<b>(b) Fellow Subsidiaries</b>	:	Reliance Diamond Tools Private Limited
<b>(c) Key Management personnel (KMP)</b>	:	Satyanarayana Raju Baladari
	:	Deepak Kukreti
	:	Sasikanth Rao
	:	Bhaskararao Gadipudi
	:	Rajyalakshmi Ankireddy
	:	Kothamasu Sri Surya Pratap

**(d) Transactions with Related Parties:**

	As at March 31, 2024		As at March 31, 2023	
	Amount	Outstanding balance	Amount	Outstanding balance
<b>Holding Company:</b>				
Midwest Granite Private Limited				
Loan Taken	77.80	2678.26 Cr	303.50	2512.02 Cr
Loan Repaid	20.00		95.00	
Interest on Loan Taken	120.74		100.68	
Purchase of Goods	5.75	319.33 Cr	28.29	312.34 Cr
Reimbursement of Expenses	(0.18)		0.42	
Rent	1.20		1.20	
Sale of Goods		7.51 Dr	8.57	7.51 Dr
Corporate Guarantee Given		2,567.37		3,557.67
Corporate Guarantee Taken		175.00		175.00
<b>Fellow Subsidiary</b>				
Reliance Diamond Tools Private Limited				
Advance for supply of goods and services:		151.94 Dr		151.94 Dr

**(f) Terms and Conditions**

Transactions relating to dividends were on the same terms and conditions that applied to other stake holders.

\* Provision for employee benefits, which are based on actuarial valuation done on an overall company basis, is excluded.

**Note 34: Earnings per share**

	As at March 31, 2024	As at March 31, 2023
<b>(a) Basic EPS - In Rupees</b>		
Basic earnings per share attributable to the equity holders of the company	(7.02)	(29.38)
<b>(b) Diluted EPS -In Rupees</b>		
Diluted earnings per share attributable to the equity holders of the company	(7.02)	(29.38)
<b>(c) Reconciliation of earnings used in calculating earnings per share</b>		
	As at March 31, 2024	As at March 31, 2023
<b>Basic earnings per share</b>		
Profit attributable to the equity holders of the company used in calculating basic earnings per share	(229.62)	(960.64)
Diluted earnings per share		
Profit attributable to the equity holders of the company used in calculating diluted earnings per share	(229.62)	(960.64)



## Notes to Financial Statements for the year ended 31st March, 2024

(All amounts in INR lakhs, unless otherwise stated)

**(d) Weighted average number of shares used as the denominator**

	As at March 31, 2024	As at March 31, 2023
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	32,70,000	32,70,000
Adjustments for calculation of diluted earnings per share:	-	-
<b>Weighted average number of equity shares used as the denominator in calculating diluted earnings per share</b>	<b>32,70,000</b>	<b>32,70,000</b>

**Note 35: Note on Balances:**

Confirmation letters have been issued in respect of trade receivables and other receivables and advances and trade payables and other payables of the company but not responded in some cases. Balances where confirmations are not forthcoming such balances are subject to reconciliation and consequential adjustment required, if any, would be determined/made on receipt of confirmation. However, in the opinion of the Board, assets other than Property, plant and equipment and non-current investments have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated and provision for all known liabilities have been made.

**Note 36 : Ratios to be disclosed**

Particulars	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	% Change in Ratio
a) Current ratio(in times)	Current Assets	Current Liabilities	0.16	0.19	-17.16%
b) Debt-Equity ratio(in times)	Total debt	Shareholder's Equity	(1.16)	(1.21)	-4.04%
c) Debt service coverage ratio(in times)	Earnings available debt Service = Profit after tax+Non cash expenses+Interest + Others non cash adjustments	Debt Service = Interest payments + Principle payments	(0.82)	(8.45)	-90.30%
d) Return on Equity ratio(in %)	Profit after tax	Average Shareholders fund's	0.10	0.46	-36.21%
e) Inventory turnover ratio(in times)	Sale of Products	Average Inventory	0.70	1.00	-30.19%
f) Trade receivables turnover ratio(in times)	Revenue from operations	Average trade receivable	2.84	0.81	248.80%
g) Trade payables turnover ratio(in times)	Net Credit Purchases	Average Trade Payables	0.07	0.37	-79.70%
h) Net capital turnover ratio(in times)	Revenue from Operations	Working Capital	(0.04)	(0.08)	-45.39%
i) Net profit ratio(in %)	Profit after tax	Revenue from operations	(2.20)	(5.49)	329.17%
j) Return on capital employed(in %)	Earning before interest and taxes	Capital employed = Net worth + Total debt+ Deferred tax liability	0.04	0.23	-18.56%
k) Return on investment	Net Profit	Total Assets	1.20	(0.02)	0.00%

**Reasons for Variance:**

**Debt service coverage ratio:** Change on account increase in Interest cost

**Return on Equity Ratio:** Change on account of increase in net Loss during the year

**Inventory turnover ratio:** Change on account of decrease in revenue.

**Trade Receivables turnover ratio:** Change on account of decrease in revenue.

**Trade Payables:** Change on account of decrease in Purchases.

**Net Capital Turnover Ratio :** Change on account of decrease in Revenue

**Net Profit Ratio :** Change on account of decrease in losses.

**Notes to Financial Statements for the year ended 31st March, 2023**

(All amounts in INR lakhs, unless otherwise stated)

**Note 37:** During the year, the company had negative other equity of Rs. 2,640.60 lakhs and incurred losses during the year and the preceding years. The Company is in the process of evaluating various business opportunities to turnaround its operations and the holding company has assured to continue the support. Accordingly, management believes that it is appropriate to prepare these financial statements on a going concern basis.

**Note 38 (i):** No funds 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(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**Note 38 (ii):** No funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, 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 Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**Note 39:** 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 does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period. "(iii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year. "(iv) 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) "(v) The Company has not been declared as Wilful defaulter by any Banks, Financial institution or Other lenders. "(vi) The Company has not entered into any scheme of arrangements which has an accounting impact on current and previous financial year. "(vii) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

**Note 40:** The figures for the previous year have been reclassified / regrouped wherever necessary to conform to current year's classification.

The accompanying notes are an integral part of the financial statements

**For and on behalf of the Board****Deepak Kukreti**

Whole Time Director  
DIN :03146700

**B. Satyanarayana Raju**

Whole Time Director  
DIN: 01431440

**S Anand Reddy**

Chief Financial Officer

**Anant Patwari**

Company Secretary

**As per our report of even date****For MAJETI & CO.**

Chartered Accountants  
Firm's registration number: 015975S

**Kiran Kumar Majeti**

Partner  
Membership Number: 220354

Place : Hyderabad

Date : May 23, 2024