

27<sup>th</sup> June, 2023

<p>To, Manager Dept. of Corporate Services <b>Bombay Stock Exchange Limited</b> Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001 Fax : 022- 22723121/2037/2039/2041 <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> Scrip Code : 532906</p>	<p>To, Manager Dept. of Corporate Services <b>The National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra, Mumbai – 400 051 Fax: 022-26598237/38, 26598347/48 <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a> Scrip Code : MAANALU</p>
--	---

**Sub: Submission of Annual Report of the Company for the Financial Year 2022-2023**

Pursuant to Regulations 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the Annual Report of the Company for the Financial Year 2022-2023.

The Annual Report for Financial Year 2022-23 shall also be made available on the Company's website [www.maanaluminium.com](http://www.maanaluminium.com), website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

Kindly take the same on your record.

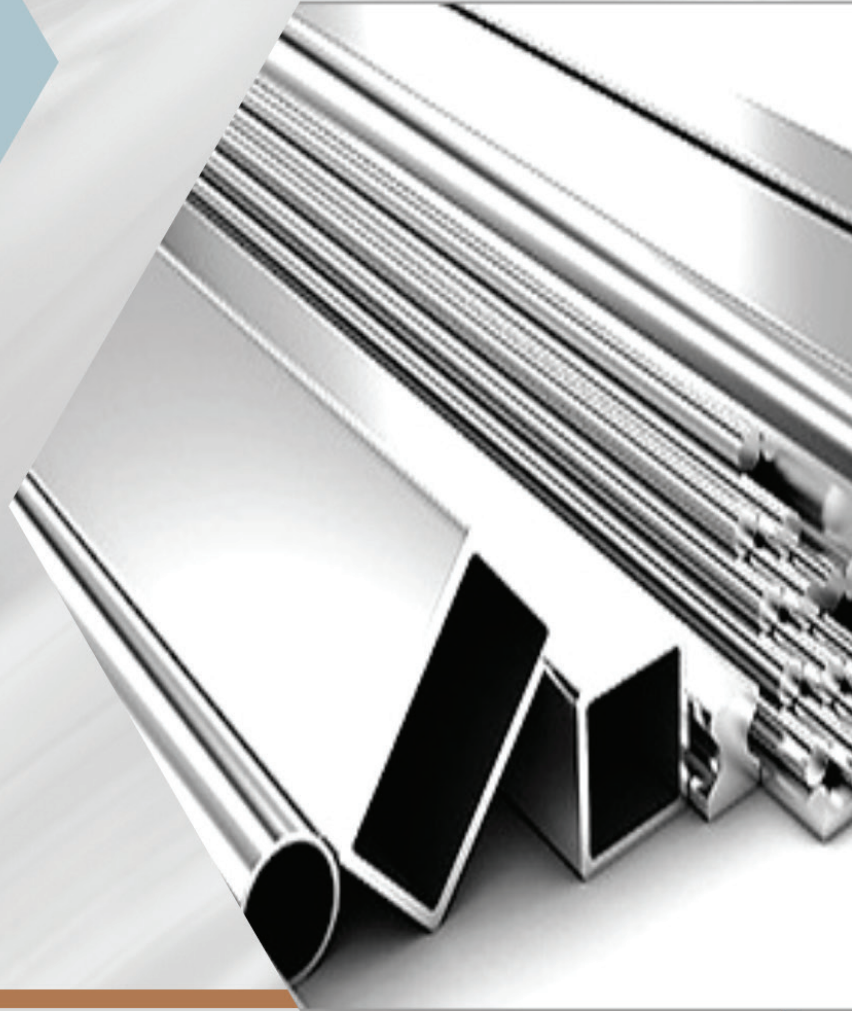
Thanking you

Yours Faithfully  
For **Maan Aluminium Limited**

SANDEEP  
KUMAR  
AGARWA  
L

**Sandeep**  
(CFO & Company Secretary)

# 2022-23 ANNUAL REPORT



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



## Contents

	Page No.
<b>Corporate Overview</b>	
Corporate Information	02
<b>Statutory Reports</b>	
Notice	03
Board's Report	20
Management Discussion and Analysis Report	41
Corporate Governances Report	44
<b>Financial Statements</b>	
Independent Auditor's Report	67
Balance Sheet	74
Statement of Profit and Loss	75
Cash Flow Statement	76
Notes	78

## Corporate Information:

### Chairman & Managing Director

Mr. Ravinder Nath Jain

### Executive Director

Mr. Ashish Jain

### Promoter Director (Women Director)

Ms. Priti Jain

### Director & CEO

Mr. Viksit Chadha (ceased to be a Director & CEO w.e.f. 30th May, 2023)

### Independent Directors

- Mr. Rajesh Jain
- Mr. Amit Jain
- Mr. Suresh Chander Malik
- Mr. Rajpal Jain

### Company Secretary & Chief Financial Officer

Sandeep Kumar Agarwal

### Statutory Auditors

M/s. M A K & Associates, Chartered Accountants

### Cost Auditors

Mr. Vivek Bothra, Cost Accountants

### Banker(s)

HDFC Bank Ltd.

### Registered Office

4/5, 1st Floor, Asaf Ali Road, New Delhi – 110002

CIN: L30007DL2003PLC214485

Telephone: 011-40081800-30

Email : info@maanaluminium.in

Website: www.maanaluminium.com

### Plant

Plot No. 67, 68-A & 75, Sector 1, Pithampur Industrial Area,  
Pithampur

Dist.: Dhar (M.P.), Ph.: 07292-472500

### Registrar and Share Transfer Agent

M/s. Link Intime India Pvt. Limited

Noble Heights, 1st Floor, Plot NH 2,C-1 Block LSC,

Near Savitri Market Janak Puri, New Delhi-110058

Phone : +91 11 4941 1000; Fax : +91 11 4141 0591

Email : delhi@linkintime.co.in

### Investor Helpdesk

Phone : +91-11-4941 1000;

Email : info@maanaluminium.in, delhi@linkintime.co.in

### Audit Committee

Mr. Rajesh Jain-Chairman

Mr. Ashish Jain-Member

Mr. Amit Jain- Member

### Nomination and Remuneration Committee

Mr. Rajesh Jain-Chairman

Mr. Rajpal Jain-Member

Mr. Amit Jain-Member

### Stakeholders' Relationship Committee

Mr. Rajesh Jain-Chairman

Mr. Ashish Jain-Member

Mr. Amit Jain- Member

### Corporate Social Responsibility Committee

Mr. Suresh Chandra Malik-Chairman

Mr. Ashish Jain-Member

Ms. Priti Jain-Member

## Notice

Notice is hereby given that the **Twentieth Annual General Meeting** (20<sup>th</sup> AGM) of the Members of **Maan Aluminium Limited** is scheduled to be held on Wednesday, July 19, 2023 at 11.00 A.M. IST through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:

### Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2023, Statement of Profit & Loss Account and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To confirm the payment of interim dividend of Rs. 3 per equity share of face value of Rs. 10 each already paid as final dividend for the financial year ended 31 March 2023.
3. To appoint a director in place of Mr. Ashish Jain (DIN No. 06942547) who retires from the office by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Ashish Jain (DIN No. 06942547) who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and as per the Company's Articles of Association be and is hereby re-appointed as the Director of the Company."

### Special Business:

4. **To fix remuneration of M/s Vivek Bothra, Cost Accountant (Membership No. 16308) the Cost Auditor of the Company and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, M/s Vivek Bothra, Cost Accountant (Membership No. 16308), appointed as Cost Auditors, by the Board of Directors of the Company, to conduct the audit of the cost accounting records of the "Aluminium" manufactured by the Company for the financial year ending March 31, 2024, consent of the members of the Company be and is hereby accorded for payment of remuneration amounting to Rs. 90,000/- (Rupees Ninety thousand only) excluding service tax and out of pocket expenses, if any;

**FURTHER RESOLVED THAT** any Director or Key Managerial Personnel of the Company be and is hereby severally authorized to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such acts, deeds, matters and things as may be necessary, proper, desirable or expedient to give effect to this resolution."

### 5. INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY

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

"RESOLVED THAT, pursuant to Section 13, 61 and 64 and other applicable provisions, and the relevant rules framed there under and in accordance with the provisions of the Articles of Association of the Company, if any, under the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), the consent and approval of Members of the Company be and is hereby accorded to alter the Authorised Share Capital of Company from Rs. 15,00,00,000/- (Rupees Fifteen Crore only), divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 30,00,00,000/- (Rupees Thirty Crore only), divided into 3,00,00,000 (Three Crore) Equity Shares of Rs. 10/- (Rupees Ten) each.

"RESOLVED FURTHER THAT, pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the relevant rules framed thereunder, the Capital Clause (Clause V) of the Memorandum of Association of the Company is substituted with the following Clause V:

"V. The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crore only), divided into 3,00,00,000 (Three Crore) Equity Shares of Rs. 10/- (Rupees Ten) each."

"RESOLVED FURTHER THAT, any of the Directors of the Company be and is hereby authorised to sign and execute all the necessary documents, as may be required and to do all such things and acts as may be necessary for giving effect to the said resolution and file this resolution with the concerned authorities on behalf of the Company."

### 6. SUB-DIVISION/SPLIT OF EQUITY SHARES OF THE COMPANY FROM FACE VALUE OF RS. 10/- EACH TO FACE VALUE OF RE. 1/- EACH

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

"RESOLVED THAT pursuant to the provisions of

Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 ('the Act') and Rules framed thereunder including the statutory modifications thereto and re-enactments thereof for the time being in force and the provisions of Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other rules, regulations, circulars, notifications etc. issued thereunder, subject to such approvals and consents from appropriate authorities, the consent of the Members of the Company be and is hereby accorded for sub-division of each equity share of face value of Rs. 10/- (Rupees Ten Only) into 2 (Two) equity shares of face value of Re. 5/- (Rupee Five Only) each fully paid up."

**"RESOLVED FURTHER THAT** pursuant to the split/sub-division of equity shares of the Company, all the issued, subscribed and paid up equity shares of face value of Rs. 10/- (Rupees Ten only) each of the Company existing on the record date to be fixed by the Board of Directors shall stand subdivided into equity shares of face value of Re. 5/- (Rupee Five only) each fully paid up as given below, without altering the aggregate amount of such capital and shall rank pari passu in all respects with the existing fully paid equity share of 10/- each of the company:

Particulars	Pre-Split/ Sub-division			Post-Split/ Sub-division		
	No. of Shares	Face Value (Rs.)	Total Share Capital (in Rs.)	No. of Shares*	Face Value (Rs.)	Total Share Capital (in Rs.)
Authorized	1,50,00,000.00	10.00	15,00,00,000.00	6,00,00,000.00	5.00	30,00,00,000.00
Paid-up	1,35,21,216.00	10.00	13,52,12,160.00	2,70,42,432.00	5.00	13,52,12,160.00
Subscribed	1,35,21,216.00	10.00	13,52,12,160.00	2,70,42,432.00	5.00	13,52,12,160.00

\*Authorised share Capital will be increased to Rs. 30,00,00,000 /- from Rs. 15,00,00,000/- subject to shareholder's approval and necessary filings with the Authorities and their approvals.

**"RESOLVED FURTHER THAT** upon the split/sub-division of the Equity Shares as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares of the Face Value of Rs. 10/- each held in physical form, if any, shall be deemed to have been automatically cancelled with effect from the Record Date( there is no physical shares in

company) and the Board be and is hereby authorised to recall the same from the shareholders, if necessary, and to issue new shares certificates in lieu thereof, with regard to sub-divided Equity Shares in accordance with the provisions of the Companies (Share Capital and Debentures) Rules, 2014 (as amended), Articles of Association and other applicable regulations and in the case of the Equity Shares held in the dematerialized form, the sub-divided Equity Shares of the face value of Re. 5/- (Rupee Five only) each, fully paid up, shall be credited to the respective beneficiary accounts of the members with their Depository Participants and the Company shall take such corporate actions as may be necessary in relation to the existing Equity Shares."

**"RESOLVED FURTHER THAT** the Board of Directors of the company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary in relation to the above including the matters incidental thereto and to execute all such documents, instruments and writings as may be required in this connection and, to give effect to the aforesaid resolution including but not limited to fixing of the record date as per the requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and subsequent amendments thereto and such other applicable provisions/enactments and amendments from time to time,

execution of all necessary documents with the Stock Exchanges and the Depositories and/or any other relevant statutory authority, if any, cancellation or rectification of the existing physical share certificates in lieu of the old certificates and to settle any question or difficulty that may arise with regard to the split/sub-division of the Equity Shares as aforesaid or for any matters connected therewith or incidental thereto."

## 7. ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

**"RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including statutory modification (s) or enactment (s) thereof, for the time being in force), subject to such approvals as may be necessary, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing clause V of the Memorandum of Association of the Company with the following new Clause V:

**"V. The Authorised Share Capital of the Company**



**is Rs. 30,00,00,000/- (Rupees Thirty Crore only), divided into 6,00,00,000 (Six Crore) Equity Shares of Re. 5/- (Rupee Five) each."**

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution), be and is hereby authorized to take such steps as may be necessary and to execute all deeds, applications, documents and writings that may be required and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution(s), on behalf of the Company."

## 8. ISSUE OF BONUS SHARES

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

**"RESOLVED THAT** pursuant to Section 63 of the Companies Act, 2013 read with Rule 14 of Companies (Share Capital and Debentures) Rules 2014 and other applicable provisions, if any, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) read with Regulation 293, 294 and other relevant provisions, laid down in Chapter XI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, applicable provisions of Article of Association of the Company and subject to such approvals, consent, permissions, conditions and sanctions as may be necessary from appropriate Authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions and modifications by the Board of Directors and subject to such permissions, sanctions and approvals as may be required in this regard; the consent of the members of the Company be and is hereby accorded for capitalization of such sum standing to the credit of the securities premium and/or free reserves of the Company, as may be considered necessary by the Board of Directors (hereinafter referred to as 'the Board', which expression shall be deemed to include a Committee of Directors and senior management officers of the Company duly constituted by the Board), for the purpose of issuance of fully paid-up bonus equity shares) ('bonus shares') to the Members of the Company in the proportion of 1 (One) Bonus Shares for every 1 (One) Equity Shares (nominal value of equity share shall be adjusted post sub-division) held as on such date as may be fixed by the Board for this purpose ('record date') AND THAT the new bonus equity shares so issued and allotted

shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such member."

### **"RESOLVED FURTHER THAT:**

- a) the bonus issue of shares will be made in the ratio of 1:1 i.e. 1 (One) fully paid up Equity Shares for every 1 (One) Equity Shares held to the shareholders on such date (Record Date) as may be determined by the Board of Directors after approval of this resolution by shareholders in General Meeting.
- b) the bonus equity shares so allotted shall rank paripassu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date;
- c) the bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;
- d) Share certificate shall be issued to those to whom the Bonus Shares are allotted within the time prescribed in the Companies Act, 2013 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. With regard to the shares held in dematerialized form, the bonus shares will be credited to the respective demat A/c of the holders;
- e) No member shall be entitled to a fraction of an Equity Shares as a result of implementation of this resolution & no certificate or coupon or cash shall be issued for fraction of equity shares.

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchanges where the securities of the Company are presently listed as per the provisions of the Listing Regulations and other applicable regulations, rules and guidelines."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for the purpose of giving effect to this resolution, the Board of Director of the Company be and is hereby authorised to do all acts, deeds, matters and things necessary, proper or desirable and to sign and execute all necessary documents, authority letters, applications and returns with Stock Exchange, SEBI, Superintendent of Stamps, NSDL, CDSL, RTA or any other authority.'

**"RESOLVED FURTHER THAT** the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), Foreign Institutional

Investors (FIIs) and other Foreign Investors, be subject to the approval of RBI or any other regulatory authority, as may be necessary.”

**“RESOLVED FURTHER THAT** the new Equity Shares will be credited in electronic form to the Demat accounts of the shareholders who hold the existing equity shares in electronic form, and for others who do not have valid Demat account, the new Equity Shares or issue new Equity Share Certificates, as the case may be, in accordance with the applicable provisions of the SEBI Regulations within the period prescribed.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolutions, Board be and is hereby authorized to delegate such powers and/or authority to any one or more of the, Managing Director, Chief Financial Officer, Company Secretary or any other person / official to make listing and/or trading application to the Stock Exchanges and

to deal with Depositories and any other authorities as may be required for the aforesaid shares and to sign and execute all necessary forms, paper, writings, agreements and documents as may be deemed necessary and expedient in the aforesaid matters and to do such other acts and deeds required to give effect to the aforesaid resolutions.”

**By order of the Board  
For Maan Aluminium Limited**

**Ravinder Nath Jain  
Chairman and Managing Director**

**Date:** 09.06.2023

**Place:** New Delhi



## Notes

1. The Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circular Nos. 20/2020 and 10/2022 dated 5th May 2020 and 28th December 2022, respectively, and other circulars issued in this respect ("MCA Circulars") allowed, *inter-alia*, for conduct of AGMs through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated 5th January, 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In compliance with these MCA and SEBI Circulars, provisions of the Companies Act, 2013 (the "Act") and the Listing Regulations, the 20th AGM of the Company is being conducted through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 20th AGM shall be the Registered Office of the Company. The detailed procedure for participation in the meeting through VC/OAVM is as per the instructions given below and available at the Company's website [www.maanaluminium.com](http://www.maanaluminium.com)
  2. The relative Explanatory Statements, pursuant to Section 102 of the Act, in respect of the Special Business set out are annexed hereto.
  3. A statement giving additional details of the Director(s) seeking appointment /re-appointment at this AGM of this Notice are annexed herewith as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.
  4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM, physical attendance of Members has been dispensed with in line with the MCA Circulars and the SEBI Circulars. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
  5. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) ("Body Corporates") are required to send a scanned copy (PDF/JPG Format) of its Board or governing body resolution/Authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e- Voting. The said Resolution/Authorisation shall be sent to the Scrutiniser by e-mail through its registered e-mail address at [info@chronicleadvisors.in](mailto:info@chronicleadvisors.in) with a copy marked at [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in).
  6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company Secretary or Link Intime India Pvt. Ltd., Company's Registrar and Share Transfer Agents ("RTA") for assistance in this regard.
  7. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date of Wednesday, 12th July, 2023.
  8. Since the AGM will be held through VC / OAVM, the Route Map of the AGM venue is not annexed to this Notice.
  9. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the 20th AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice calling AGM alongwith the explanatory statement and Annual Report 2022-23 are also available on the website of the Company at [www.maanaluminium.com](http://www.maanaluminium.com) and on the website of RTA at [www.linkintime.co.in](http://www.linkintime.co.in) (the Authorized agency for providing voting through electronic means and AGM through VC/OAVM), on the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively. The Company's web-link on the above will also be provided in advertisement being published in Financial Express (English Language - All India edition) and JanSatta (Hindi Language).
- In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2022-23 and Notice of the 20th AGM of the Company, may send request to the Company's email address at [cs@maanaluminium.in](mailto:cs@maanaluminium.in) mentioning Folio No./ DP ID and Client ID.
10. The Members can join the AGM through VC / OAVM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through electronic mode

will be made available for 1,000 members on first come first served basis. It may be noted that the large Shareholders (i.e. 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 are allowed to attend the AGM without restriction on account of first come first served basis.

11. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at cs@maanaluminium.in from Wednesday, 12th July, 2023 (9:00 a.m. IST) to Saturday, 15th July, 2023 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Due to limitations of transmission and coordination during the AGM, the Company may have to dispense with or curtail the Speaker Session. Hence, Members are encouraged to send their questions/queries in advance to the Company at cs@maanaluminium.in on or before Saturday, 15th July, 2023, which would be replied by the Chairman/Board at the time of the meeting. For this purpose, it would not be necessary to register as speaker.
13. Members seeking any information with regard to the Accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Wednesday, 12th July, 2023 through e-mail at cs@maanaluminium.in The same will be replied by the Company suitably during 20th AGM.
14. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 13th July, 2023 to Wednesday, 19th July, 2023 (both days inclusive).
15. As per the provisions of the Act, dividends that are unclaimed/unpaid for a period of seven (7) years from the date of their transfer to the unclaimed/unpaid dividend account are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government.

Further, pursuant to the provisions of Section 124 of the Act read with the relevant Rules made thereunder, shares on which dividend has remained unpaid or

unclaimed for seven (7) consecutive years shall be transferred to the IEPF as notified by the Ministry of Corporate Affairs.

The due dates for transfer of unclaimed and unpaid dividends are as under

Financial year ended	% of Dividend	Due date for transfer to IEPF
2015-16(Final)	5%	01-Aug-23
2016-17 (Interim Dividend)	10%	14-Dec-23
2017-18 (Interim Dividend)	10%	25-Apr-25
2018-19 (Interim Dividend)	10%	19-Dec-25
2019-20 (Interim Dividend)	10%	19-Mar-27
2020-21 (Interim Dividend)	10%	10-Dec-27
2021-22 (Interim Dividend)	10%	16-Mar-29
2022-23 (1 <sup>st</sup> Interim Dividend)	10%	13-Sep-29
2022-23 (2 <sup>nd</sup> Interim Dividend)	10%	12-Dec-29
2022-23 (3 <sup>rd</sup> Interim Dividend)	10%	11-Mar-30

Members who have not encashed their dividend warrants/demand drafts so far in respect of the aforesaid periods, are requested to make their claims to Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company having its address at Noble Heights, 1<sup>st</sup> Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058, ('RTA'/ 'Link Intime') or to the Company, well in advance of the above due dates. Pursuant to the provisions of the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('IEPF Rules'), the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31<sup>st</sup> March, 2023 on the website of the Company at [www.maanaluminium.in](http://www.maanaluminium.in) and also on the website of the Ministry of Corporate Affairs at [www.mca.gov.in](http://www.mca.gov.in)

16. SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through Electronic Clearing Service

(ECS)/ National Electronic Clearing Service (NECS)/ Automated Clearing House (ACH)/ Real Time Gross Settlement (RTGS)/ Direct Credit/ IMPS/ NEFT etc.

In order to receive the dividend without any delay, the Members holding shares in physical form are requested to submit particulars of their bank accounts in 'Form ISR - 1' along with the original cancelled cheque bearing the name of the Member to Link Intime / Company to update their bank account details.

17. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Link Intime having address at Link Intime India Private Limited, Noble Heights, 1<sup>st</sup> Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058, in case the shares are held by them in physical form.
18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant ('DP') and holdings should be verified from time to time.
19. Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members can nominate a person in respect of all the shares held by him singly or jointly. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company and RTA. Members holding shares in electronic form may approach their respective DPs for completing the nomination formalities.
20. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
21. Members are requested to send all communications relating to shares and unclaimed dividends, change of address, bank details, e-mail address etc. to the RTA at the following address:

Link Intime India Private Limited  
(Unit: Maan Aluminium Limited)  
Noble Heights, 1<sup>st</sup> Floor, Plot No. NH 2, LSC, C-1 Block,  
Near Savitri Market, Janakpuri, New Delhi-110058

If the shares are held in electronic form, then change of address and change in the bank accounts etc. should be furnished to their respective DPs.

22. Pursuant to the Income Tax Act, 1961 as amended, dividend income is taxable in the hands of the shareholders and the Company is required to deduct tax at source on dividend paid to the Members at the prescribed rates. For the prescribed rates for various categories, please refer to the Income Tax Act, 1961 and the amendments thereof. The Members of the Company are requested to kindly go through the important communication of the Company with respect to deduction of tax at source on dividend which is available on the Company's website at [www.maanaluminium.com](http://www.maanaluminium.com)
23. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, SS-2 issued by the ICSI and Regulation 44 of the Listing Regulations read with the MCA Circulars, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by NSDL, on all the resolutions set forth in this Notice.
24. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing Companies to send documents to their Members in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, Members who have not registered their e-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their e-mail address. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at [www.maanaluminium.com](http://www.maanaluminium.com). Members will be entitled to receive the said documents in physical form free of cost at any time upon request.
25. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz. issue of duplicate securities certificate; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and

signed Form ISR -4, on the website of the Company's Registrar and Transfer Agents, Link Intime India Pvt. Ltd. at <https://www.linkintime.co.in>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

**26. Instructions for e-voting and attending the AGM through VC/OAVM are annexed to this Notice.**

**Date:** 09.06.2023

**Place:** New Delhi

**By order of the Board  
For Maan Aluminium Limited  
Ravinder Nath Jain  
Chairman and Managing Director**

## EXPLANATORY STATEMENT

### [Pursuant to Section 102 of the Companies Act, 2013 ("Act")]

As required by Section 102 of the Act, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 4, 5, 6, 7 & 8 of the accompanying Notice dated 09th June, 2023.

#### Item No. 4: Ratification of Remuneration of Cost Auditors

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to conduct audit of Cost Records of the Company.

The Board, on the recommendation of the Audit Committee has approved the appointment of Mr. Vivek Bothra, Cost Accountant (Membership No. 16308), Cost Accountants, as the Cost Auditors of the Company for the financial year ending March 31, 2024, at a remuneration of Rs. 90,000/- (Rupees Ninty Thousand only) plus applicable taxes and reimbursement of actual out-of-pocket expenses, if any. The remuneration payable to the Cost Auditors is required to be ratified by the members of the Company.

Accordingly, the consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution at Item No. 4 of the Notice.

The Board recommends the passing of an Ordinary Resolution as set out at Item No. 4 of the accompanying notice.

#### Item No. 5, 6, 7, 8 of the Notice:

The equity shares of the company are listed and actively traded on the NSE & BSE. Further, since incorporation of your company it has performed well both in terms of profit and business. With a view to enhance the liquidity of Equity Shares and to rationalise the capital structure, the Board of Directors of the Company at its Meeting held on 09<sup>th</sup> June, 2023, approved and recommended for consideration of Members the following:

1. In order to make significant growth in the industry, the Company needs to increase its capital base. It is therefore proposed to enhance the capital of the Company to fund the necessary project. It is, hence proposed to increase the Authorized Capital to Rs. 30,00,00,000/-.(Item no. 5 of the Notice).

As per the provisions of Section 61 of the Companies Act, 2013, approval of the shareholder is required for increase in authorized share capital and Consequent alteration in Capital clause of Memorandum of Association and Article of Association of the Company.

2. Sub-division of one Equity Share of Face Value of Rs. 10/- (Rupees Ten only) into 10 Equity Shares of the face value of Re. 5/- (Rupee Five only) (item no. 6 of the Notice).

There will not be any change in the amount of authorized, subscribed, issued and paid-up share capital of the Company on account of sub-division of equity shares. Additionally, such subdivision shall not be construed as reduction in share capital of the Company.

3. Issue of 1 (One) Bonus Equity Shares for every 1 (One) fully paid-up equity shares by capitalizing such sums out of capital redemption reserve/ securities premium account and/or any other permitted reserves/ surplus of the Company, as may be considered appropriate. (Item no. 8 of the Notice).

The Issued, Subscribed and Paid-up share capital of the Company shall be increased to a sum not exceeding Rs. 27,04,24,320/- (Rupees Twenty Seven Crores Four Lakhs Twenty Four Thousand Three Hundred Twenty and Paise Zero Only) after capitalizing a sum not exceeding Rs. 13,52,12,160/- (Rupees Thirteen Crores Fifty Two Lakhs Twelve Thousand One Hundred Sixty and Paise Zero Only) from Free Reserve, Securities Premium Account or any other permitted reserves/ surplus as on 31<sup>st</sup> March, 2023 in the books of accounts of company and the same is proposed to be applied in paying up in full not exceeding 2,70,42,432 Equity Shares of Rs.5/- each.

The bonus shares so allotted shall rank pari passu in all respect with the fully paid-up equity shares of the Company as existing on the record date.

4. To accommodate the Sub-division and further issue of shares on account of Bonus, it is necessary to alter the capital clause of the Memorandum of Association of the Company, as mentioned in the item No. 5 & 8 of the Notice. Pursuant to provisions of Sections 13, 61 and 63 of the Companies Act, 2013, Articles of Association of the Company and any other applicable statutory and regulatory requirements, the Members may by way of an ordinary resolution approve sub-



division of equity shares, alteration of capital clause of Memorandum of Association, and capitalization of free reserves for the purpose of issue of bonus shares. (item no. 7 of the Notice).

A copy of the amended Memorandum of Association of the Company (MOA) would be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect the MOA can send an email to [cs@maanaluminium.in](mailto:cs@maanaluminium.in).

The Record Date for the aforesaid sub-division of equity shares and issue of bonus shares shall be fixed by the Board (including any Committee thereof) in consultation with BSE Limited and National Stock Exchange of India Limited for this purpose.

Pursuant to proviso to Regulation 295 of SEBI ICDR (Issue of Capital and Disclosure Requirements) Regulations, 2018 the bonus issue shall be implemented within two months from the date of the meeting of Board of Directors wherein the decision to announce the bonus issue was taken subject to shareholders' approval.

Accordingly, the Company will take the requisite steps for implementing the aforesaid corporate actions.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolutions, except to the extent of equity shares held by them in the Company.

The Board of Directors recommends passing of all the Ordinary Resolutions set out in the Notice.

**Date:** 09.06.2023

**Place:** New Delhi

**By order of the Board  
For Maan Aluminium Limited  
Ravinder Nath Jain  
Chairman and Managing Director**

#### **A STATEMENT GIVING ADDITIONAL DETAILS OF THE DIRECTORS SEEKING APPOINTMENT AND REAPPOINTMENT AS SET OUT AT ITEMS NO. 3 OF THE NOTICE:**

Details of Director(s) seeking appointment and re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings].

Name of Director	Ashish Jain
Director Identification No.	06942547
Date of Birth	07.08.1981
Date of first Appointment	14.11.2014
Terms & conditions of re-appointment	Pursuant to the provisions of section 152, 196 of the Companies Act, 2013 and as per the Company's Articles of Association.
Qualification	Master in Business Administration
Experience / Expertise in functional field and brief resume	He has experience of more than 20 years in various field for planning, execution and marketing, finance and accounts
No. of Shares held in the Company	2,10,000
No. of Board Meetings attended during the F.Y. 2022-2023	Attendance in board meeting and other details are given in the Corporate Governance Report, which is part of Annual Report
Details of remuneration last drawn	He has been paid Rs. 79.50 lacs in F.Y. 2022-2023.
Details of remuneration sought to be paid	Remuneration to be paid as per approval received.
Other Directorships	NIL
Chairpersonship / Membership of Committees of other Companies	None
Relationship with other Directors, Manager and Key Managerial Personnel	Mr. Ravinder Nath Jain, father in law and Mrs. Priti Jain, Sister in Law
Chairpersonship / Membership of Committees of other Companies	None



**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:**

**E-VOTING FACILITY**

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules 2014, the Company is providing the facility to members to exercise their right to vote by electronic means by remote e-voting facility (e-voting) and accordingly business/resolutions as mentioned in the AGM Notice shall be transacted also considering e-voting. Necessary arrangements have been made by the Company with Link Intime India Private Limited through Insta Meet to facilitate e-voting. The Company has appointed M/s. A Abhinav & Associates, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of votes cast electronically, in a fair and transparent manner. The Company may vary the dates as mentioned herein and scrutinizer, if necessary to meet the compliance or if circumstances so warrant.

For the purpose of dispatch of this notice, shareholders of the Company holding shares either in physical form or in dematerialized form as on 16<sup>th</sup> June, 2023 have been considered.

The Members whose names appear in the Register of Members/ list of Beneficial Owners as received from Depositories as on 12<sup>th</sup> July, 2023 ("cut-off date") are entitled to vote on the resolutions set forth in this Notice. Person who is not a member as on the said date should treat this Notice for information purpose only.

The e-voting period will commence on 16<sup>th</sup> July, 2023 (9:00 A.M.) and will end on 18<sup>th</sup> July, 2023 (5:00 P.M.) During the said period, shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter.

On submission of the report by the scrutinizer, the result of voting at the meeting and e-voting shall be declared. The Results along with the Scrutinizer's Report shall be placed on the Company's website [www.maanaluminium.com](http://www.maanaluminium.com) and BSE Limited [www.bselimited.com](http://www.bselimited.com) and National Stock Exchange of India Ltd. [www.nseindia.com](http://www.nseindia.com). Result will be declared forthwith on receipt of the Report of the Scrutinizer.

**Process and manner for attending the Annual General Meeting through InstaMeet:**

1. Open the internet browser and launch the URL: [https://](https://instameet.linkintime.co.in)

[instameet.linkintime.co.in](https://instameet.linkintime.co.in)

☐ Select the "**Company**" and '**Event Date**' and register with your following details: -

**A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**

- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**

- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

**C. Mobile No.:** Enter your mobile number.

**D. Email ID:** Enter your email id, as recorded with your DP/Company.

☐ Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

**Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

### **Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility

and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

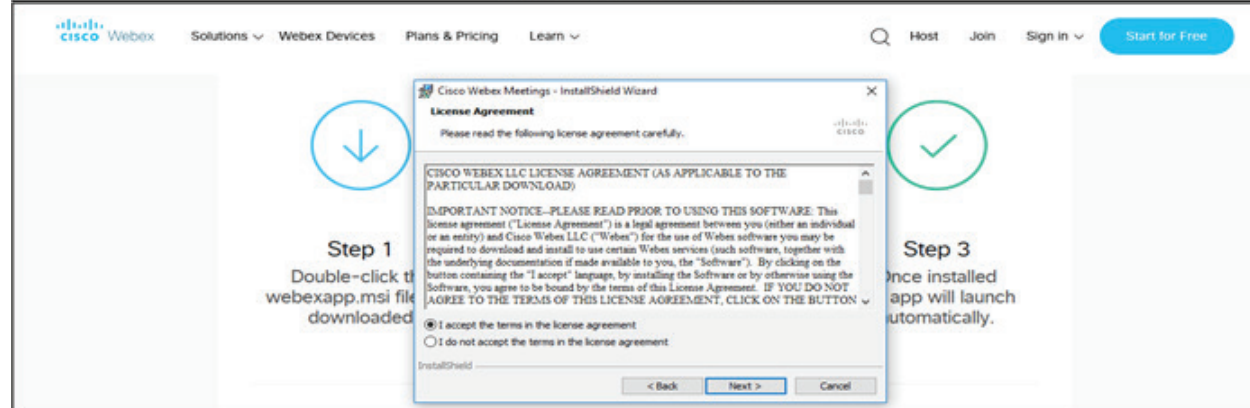
Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

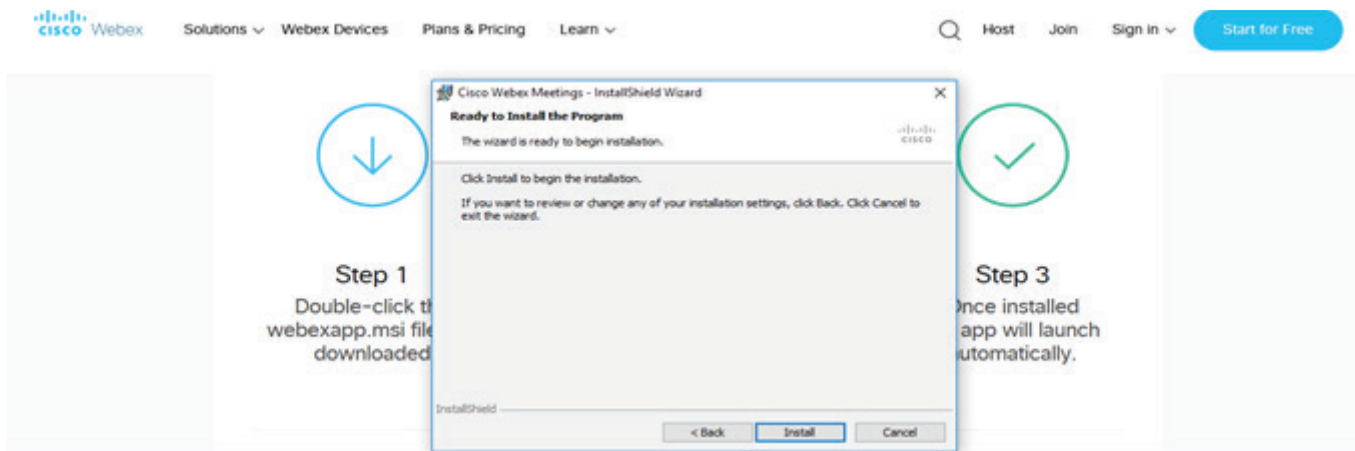
### **Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET**

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>

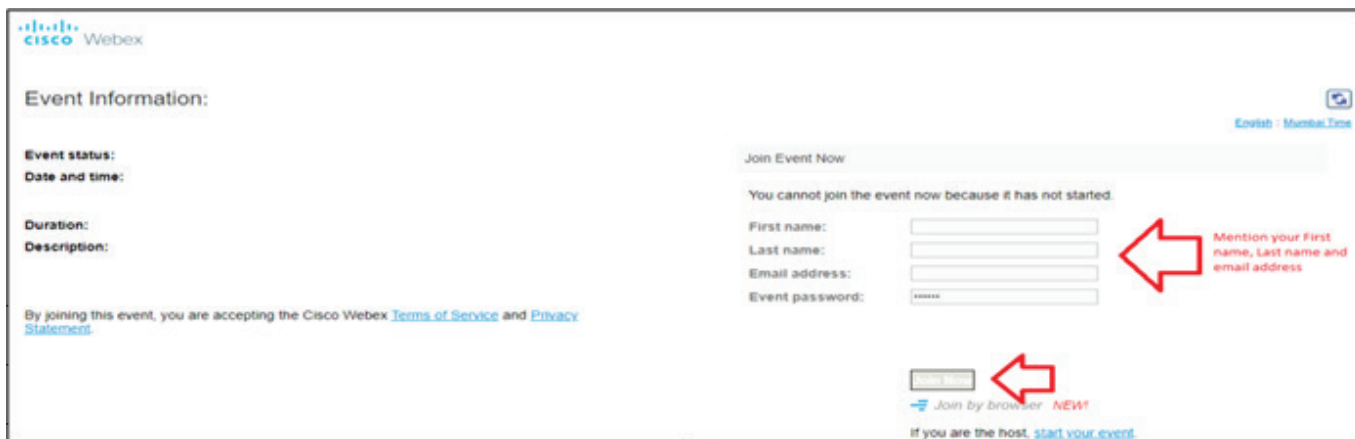


Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or <u>Run a temporary application</u> . Click on <u>Run a temporary application</u> , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now



or

b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:



### Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

**Login method for Individual shareholders holding securities in demat mode is given below:**

1. Individual Shareholders holding securities in demat mode with NSDL
  1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
  2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select «Register Online for IDeAS Portal» or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
  3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon «Login» which is available under «Shareholder/Member» section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
  1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
  2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
  3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
  4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://>



[instavote.linkintime.co.in](https://instavote.linkintime.co.in)

- Click on **“Sign Up”** under **‘SHARE HOLDER’** tab and register with your following details: -

**A. User ID:**

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.

*\*Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

*\*Shareholders holding shares in **NSDL form**, shall provide ‘D’ above*

▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

▶ Click “confirm” (Your password is now generated).

- Click on ‘Login’ under **‘SHARE HOLDER’** tab.
- Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **‘Submit’**.

**Cast your vote electronically:**

- After successful login, you will be able to see the notification for e-voting. Select **‘View’** icon.
- E-voting page will appear.
- Refer the Resolution description and cast your vote by selecting your desired option **‘Favour / Against’** (If you wish to view the entire Resolution details, click on the **‘View Resolution’** file link).

- After selecting the desired option i.e. Favour / Against, click on **‘Submit’**. A confirmation box will be displayed. If you wish to confirm your vote, click on **‘Yes’**, else to change your vote, click on ‘No’ and accordingly modify your vote.

**Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as **‘Custodian / Mutual Fund / Corporate Body’**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/ power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **‘Custodian / Mutual Fund / Corporate Body’** login for the Scrutinizer to verify the same.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime:



<https://instavote.linkintime.co.in>

o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'

o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- ▷ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ▷ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ▷ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

## Board's Report

To the Members,

Your Directors are pleased to present the Company's Twentieth Annual Report on the business and operations of Maan Aluminium Limited, along with the summary of the Audited Financial Statements for the financial year ended March 31, 2023.

### FINANCIAL RESULTS

A summary of the Standalone financial performance of your Company, for the financial year ended March 31, 2022, is as under:

	(Rs in Lakhs)	
Particular	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit before interest, depreciation & tax	7644.65	3810.15
Less : Interest	494.72	488.34
Profit before Depreciation	7149.93	3321.81
Less : Depreciation	446.65	346.83
Profit before tax and exceptional items	6703.28	2974.98
Exceptional items	0.00	0.00
Tax Expenses:	1706.18	777.07
Profit after Tax	4997.10	2197.91
Add : Comprehensive Income	(1.28)	(31.30)
Total Comprehensive Income	4995.83	2166.61

### RETURN TO INVESTORS (DIVIDEND)

In view of encouraging performance and on account of healthy retained earnings and cash position and the confidence of sustaining its performance going forward, during the year the Board declared three Interim Dividend of Rs. 3.00 (i.e. @30%) per Equity Share on 1,35,21,216 Equity Shares of Rs. 10 each of the Company aggregating to Rs. 4,05,63,648/- out of the profits of the Company in Board meeting on 08<sup>th</sup> August, 2022' 05<sup>th</sup> November, 2022 and 02<sup>nd</sup> February, 2023.

The Board did not recommend a final dividend and therefore total dividend for the year ended March 31, 2023 will be Rs. 3/- per equity share of face value of Rs. 10/- each.

The dividend Distribution Policy in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 is not applicable on the Company.

### TRANSFER TO RESERVES

We do not propose to transfer any amount to general reserve on declaration of dividend.

### SHARE CAPITAL:

During the year, the paid-up Equity Share Capital of the Company is Rs. 13,52,12,160/- (1,35,21,216 Equity Shares of Rs 10/- each). No Increase in share capital of the company is done in the FY 2022-23.

The Company has neither issued shares with differential rights as to dividend, voting or otherwise nor issued shares to the Employees or Directors of the Company.

### CONTRIBUTION TO THE EXCHEQUER

Your Company over the years has been enabling significant contribution to various taxes. During the financial year 2022-23, your Company has made the direct tax contribution of Rs. 1,706.18 Lakhs.

### REVIEW OF BUSINESS AND OPERATIONS AND STATE OF YOUR COMPANY'S AFFAIRS

MAAN has built a sustainable foundation to accelerate its growth. Its customer-centric products; transparency in operations; relentless focus on customer convenience; and investment in technology has helped it build a family of lots of happy customers.

The overall business environment remained muted with demand slackening in almost all sectors. The Aluminium Sector also went through extreme volatility owing to the fluctuations in the Price of Primary Products. Your Company overcame the challenges posed by the pandemic and performed well during the FY 2022-23.

This was achieved through leveraging the export opportunities bought by the growing trend of export and offering quality service. With a resolution to provide best-in-class product at the lowest cost, your Company delivered strong growth over the previous year.

"We are delighted to have achieved our highest ever revenue and profitability during the year. With sustained momentum and focus towards our execution excellence, our revenue grew by healthy 42% YoY, while PAT was up by 131% YoY during FY23. Our exports grew by 35% YoY for FY23, supported by market share expansion in key geographies and further strengthening of our export and domestic market network.

We have delivered resilient performance in the year. Our Revenue from operations grew by 42% YoY to Rs. 813.85 Cr. from Rs. 572.29 in FY22. EBITDA increased by 101% YoY to Rs. 76.45 Cr. in FY23 from Rs. 38.10 Cr. in FY22. EBITDA margin increased by 273 bps to 9.39% in FY23 compared to 6.66% in FY22. Net Profit increased by 131% YoY to Rs. 49.96 Cr. in FY23 as compared to Rs. 21.67Cr. in FY22. EPS stood at Rs. 36.96 in FY23 as compared to Rs. 16.26 in FY22 supported by moderation in freight expenses, increase in Export, reduction in finance cost and our efforts towards operational efficiency.

The Financial Statement of the Company for the FY 2022-23 are prepared in compliance with the applicable provisions of the Act, Accounting Standards and as prescribed by Securities and Exchange Board of India (SEBI) under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the SEBI Listing Regulation). The Financial Statement has been prepared on the basis of the Audited Financial Statement of the Company as approved by their respective Board of Directors.

The Audited Financial Statement along with Auditor Report for the FY 2022-23 into consideration have been annexed to the Annual Report and also made available on the website of the Company which can be accessed at [www.maanaluminium.com](http://www.maanaluminium.com)

#### FINANCIAL LIQUIDITY AND CREDIT RATING:

Cash and cash equivalent as on 31st March, 2023 was Rs. 8.70 lakhs (excluding fixed deposits of Rs. 218.72 lakhs) vis-à-vis Rs. 9.23 lakhs in the previous year (excluding fixed deposits of Rs. 133.62 lakhs).

Total cash and bank balance as on 31st March, 2023 was Rs. 8.70 lakhs vis-à-vis Rs. 9.23 lakhs in the previous year.

During the year the Company has applied and obtained Long Term and Short-Term Credit rating from CRISIL for the total bank loan facility of Rs. 105 crores. ICRA has assigned ICRA BBB+/Stable for long term rating and ICRA A2 for short term rating.

The Company's working capital management is robust and involves a well-organized process, which facilitates continuous monitoring and control over receivables, payables, inventories and other parameters.

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

There were no material changes and commitments in terms of Section 134(3)(l) of the Act, affecting the financial position of the Company between the end of the financial year of the Company as on 31st March, 2023 and the date of this report i.e. 09<sup>th</sup> June, 2023.

#### FUTURE OUTLOOK

Your Company has been able to built-up good order book in all segments and sectors in domestic market as well as global market. The Company continues to work towards strengthening domestic order book and improving the international order book going forward. The present order book and the opportunities in the Indian metal space as well as International market gives good visibility towards a sustainable and profitable growth going forward. Continuous thrust on using latest technologies, digital platform and better processes would ensure further improvement of margins going forward.

#### FINANCE

Under the review, the Company's Working Capital Finance is being prudent mix of fund based & non-fund based limits to cater to its existing fund requirements.

Total addition in the fixed assets was Rs. 930.75 Lakhs during the year, which was funded through internal accruals, except vehicle purchased during the year.

#### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013 ("the Act"), the Board of Directors, to the best of the Knowledge and ability, confirm that:

- i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) they have prepared the annual accounts on a going concern basis; and

- v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively
- vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **TRANSFER TO GENERAL RESERVE:**

During the year, your Company has not transferred any amount to the reserves.

#### **TRANSFER OF FUNDS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF):**

Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 ("Act") read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all unpaid or unclaimed dividends are required to be transferred by the Company to the Investor Education and Protection Fund ("IEPF" or "Fund") Account established by the Central Government, after completion of seven years from the date the dividend is transferred to unpaid/unclaimed account. Further, according to the Rules, the shares in respect of which dividend has not been paid or claimed by the members for seven consecutive years or more shall also be transferred to the demat account created by the IEPF Authority after complying with the procedure laid down under the Rules.

During FY 2022-23, the company had not transferred any shares to 'IEPF' Account

#### **DEPOSITS**

We have not accepted any fixed deposits, including from the public, and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date

#### **LOANS, GUARANTEES AND INVESTMENTS**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable to the Company.

#### **SUBSIDIARY COMPANY**

Under review as on March 31, 2023 the Company does not have any Indian Subsidiary Company, Associate Company or Holding Company.

#### **MANAGEMENT DISCUSSION AND ANALYSIS**

In accordance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Man-

agement Discussion and Analysis Report forms part of this report.

#### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy, *inter alia*, for nomination and appointment (including remuneration) of Directors, senior management and key managerial personnel of the Company. The details of Nomination and Remuneration Policy is stated in the Corporate Governance Report and uploaded on website of the Company at [www.maanaluminium.com](http://www.maanaluminium.com)

The Board of Directors of the Company follows the criteria for determining qualification, positive attributes, independence of Directors as per Nomination and Remuneration Policy and the Board Diversity Policy and other applicable policies of the Company.

Directors are appointed /re-appointed with the approval of the Members for a term in accordance with the provisions of the law and the Articles of Association of the Company. The initial appointment of CEO and Managing Director is generally for a period of three years. All Directors, other than Independent Directors, are liable to retire by rotation, unless otherwise specifically provided under the Articles of Association or under any statute or terms of appointment. One third of the Directors who are liable to retire by rotation, retire at every annual general Meeting and are eligible for re-appointment.

Further details on election process, appointment of Directors and the details of remuneration paid to Directors and Managerial Personnel forms part of the Corporate Governance Report.

#### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

##### **Directors:**

The Company has Eight directors on its Board. Detailed composition about the Board is disclosed in Corporate Governance Report. All Directors have submitted relevant declarations / disclosures as required under Act and Listing Regulations.

##### **Re-appointment of Director**

Mr. Ashish Jain (DIN No. 06942547), Executive Director of the Company, retires by rotation at the ensuing Annual General Meeting pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors), Rules 2014 and the Articles of Association of your Company and being eligible, has offered himself for re-appointment as the Director.

## Appointment of Director

The Board has at their meeting held on 30<sup>th</sup> May, 2023 appointed Mr. Gaurav Pratap Singh Thakur (DIN: 10155697) as an Additional Director in the category of Executive Director with effect from 30<sup>th</sup> May, 2023. But it is pertinent to note that Mr. Gaurav Pratap Singh Thakur (DIN: 10155697) has ceased to be a Additional Director of the Company with effect from 26<sup>th</sup> June, 2023 due to his resignation arising out of his personal commitments and other pre-occupations therefore the same is not part of the Notice this Annual General Meeting.

## Resignation of Directors

Mr. Viksit Chadha (DIN: 08236797) has ceased to be a Executive Director of the Company with effect from 30<sup>th</sup> May, 2023 due to his resignation arising out of his personal commitments and other pre-occupations. Your Board takes the opportunity to place on record deep appreciation for his contributions to the Company during his association as an Executive Director on the Board of the Company.

Mr. Gaurav Pratap Singh Thakur (DIN: 10155697) has ceased to be a Additional Director of the Company with effect from 26<sup>th</sup> June, 2023 due to his resignation arising out of his personal commitments and other pre-occupations. Your Board takes the opportunity to place on record deep appreciation for his contributions to the Company during his association as an Executive Director on the Board of the Company.

## Board independence

Our definition of 'independence' of Directors is derived from Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 149(6) of the Companies Act, 2013. Based on the confirmation / disclosures received from the Directors and on evaluation of the independence of directors during the Board evaluation process and assessing veracity of disclosures, the following Non-Executive Directors are Independent:

- a) Mr. Rajpal Jain
- b) Mr. Ashok Jain (ceased to be a director w.e.f. 02<sup>nd</sup> February, 2023)
- c) Mr. Amit Jain
- d) Mr. Rajesh Jain
- e) Mr. Suresh Chander Malik

The Independent Directors have also confirmed that they have complied with Schedule IV of the Act and the Company's Code of Conduct.

In the opinion of the Board, the Independent Directors fulfil the conditions specified under the Companies Act, 2013, the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are

independent of the management, and are persons of high integrity, expertise and experience. Further, in terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Board is also of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise in the fields of strategy, business management, accounts & finance, auditing, tax and risk advisory services, legal, HR, IT, sales & marketing, logistics, people management, branding, infrastructure, technical, banking, insurance, financial services, investments, mining & mineral industries both in cement & other sectors and they hold highest standards of integrity.

Regarding proficiency, the Company has adopted requisite steps towards the inclusion of the names of all Independent Directors in the data bank maintained with the Indian Institute of Corporate Affairs ('IICA'). Accordingly, all the Independent Directors of the Company have registered themselves with IICA for the said purpose. In terms of Section 150 of the Act read with the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended vide Notification No. GSR.774(E), dated 18.12.2020, wherever required, Independent Directors of the Company have undertaken to complete online proficiency self- assessment test conducted by the said Institute.

## Key Managerial Personnel (KMP)

During the year under review, there is no change in Key Managerial Personnel. The following are the Key Managerial Personnel of the Company as defined under Sections 2(51), 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Mr. Ravinder Nath Jain-Chairman and Managing Director;

Mr. Sandeep Kumar Agarwal- Company Secretary and Compliance Officer & Chief Financial Officer;

Mr. Viksit Chadha-Chief Executive Officer-(ceased to be a CEO w.e.f. 30<sup>th</sup> May, 2023)

During the year under review, the non-executive director had no pecuniary relationship or transactions with the Company, other than sitting fees, commissions, if any, and reimbursement expenses incurred by them, for the purpose of attending meetings of the Board/Committee of the Company.

## Annual Evaluation by the Board of its own performance, its Committees and Individual Directors

In terms of Policy on Evaluation of Performance of Directors and the Board, the Board has carried out an evaluation of its own performance, the Directors individually as well



as the evaluation of the working of its Audit, Nomination and Remuneration Committees and other committees of Board as mandated under the Act and Listing Regulations. The criteria and manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

### Certificate of Non-Disqualification of Directors

In accordance with the Listing Regulations, a certificate has been received from Mrs. Anita Aswal, Practicing Company Secretaries, that none of the Directors on the Board of the Company has been disqualified to act as Director. The same is annexed herewith as **Annexure A**.

### Board Diversity

The Company has over the years been fortunate to have eminent persons from diverse fields to serve as Directors on its Board. Pursuant to the SEBI Listing Regulations, the Nomination & Remuneration Committee of the Board has formalised a policy on Board Diversity to ensure diversity of the Board in terms of experience, knowledge, perspective, background, gender, age and culture. The Policy on diversity is available on the Company's website [www.maanaluminium.com](http://www.maanaluminium.com)

### NUMBER OF MEETINGS:

Meetings of Board and its Committees are held as per statutory requirements and as per business needs. A calendar of meetings is circulated in advance to the Directors to enable them to plan their schedule for effective participation in the meetings. Due to business exigencies, the Board and Committees have also been approving several proposals by circulation from time to time.

### Board Meeting

During the year, four Board Meetings were convened and held on 20<sup>th</sup> May, 2022, 08<sup>th</sup> August, 2022, 05<sup>th</sup> November, 2022 and 02<sup>nd</sup> February, 2023, the details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Act, Secretarial Standards – 1 (SS-1) issued by the Institute of Company Secretaries of India and Listing Regulations.

The Company has the following four (4) Board-level Committees, which have been established in compliance with the relevant provisions of applicable laws and as per business requirements:

1. Audit Committee
2. Nomination and Remuneration Committee

3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility (CSR) Committee

### Audit Committee

The Audit Committee comprises of three members, with majority of Independent Directors. The Chairman of the Committee is an Independent Director. The Committee met four times during the year.

### Nomination and Remuneration Committee

The Company has a Nomination and Remuneration Committee comprising of three members, all members of which are Non- Executive Directors and two-third members are Independent Directors. The Committee met four times during the year.

### Stakeholders' Relationship Committee

Stakeholders' Relationship Committee of Directors comprises of three members, with majority of Non- Executive Directors. The Chairman of the Committee is an Independent Director. The Committee met four times during the year.

### Corporate Social Responsibility (CSR) Committee

The CSR Committee comprises of three members, of which one is Independent Director. The Committee met once during the reporting period.

More details about all the Committees of the Board, including details of the role and responsibilities of Committees, the particulars of meetings held and attendance of the Members at such meetings are stated in the Corporate Governance Report, which forms part of the Annual Report.

### Board Effectiveness

### Familiarisation Program for the Independent Directors

In compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has put in place a Familiarisation Programme for Independent Directors to familiarise them with the working of the Company, their roles, rights and responsibilities vis-à- vis the Company, the industry in which the Company operates business model etc. Details of the Familiarisation Programme are explained in the Corporate Governance Report and are also available on the Company's website at <https://www.maanaluminium.com>.

### Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no SEBI/CFD/CMD/CIR/P/2017/004 dated January 05, 2017, the Board of Directors



have carried out an annual performance evaluation of its own performance, its Committees, the Directors individually including Independent Directors (wherein the concerned Director being evaluated did not participate) based out of the criteria and framework adopted by the Board. The Board approved the evaluation results as collated by Nomination and Remuneration Committee ("NRC"). The evaluation process, manner and performance criteria for independent directors in which the evaluation has been carried out by is explained in the Corporate Governance Report which forms a part of this report. The Board is responsible to monitor and review the evaluation framework.

The Board considered and discussed the inputs received from the Directors. Also, the Independent Directors at their meeting held on March 25, 2023 reviewed the following:

- Performance of Non-Independent Directors and the Board and the Committee as a whole.
- Performance of the Chairperson of the Company.
- Assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board, which is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors expressed their satisfaction with overall functioning and implementations of their suggestions.

The evaluation process endorsed the Board Members confidence in the ethical standards of the Company, the cohesiveness that exists amongst the Board Members, the two-way candid communication between the Board and the Management and the openness of the Management in sharing strategic information to enable Board Members to discharge their responsibilities.

#### **Statement on declaration given by the Independent Directors**

The terms and conditions of appointment of Independent Directors are as per Schedule IV of the Act. The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and rule 5 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and as well as under the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Regulations") and there has been no change in the circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact the ability of Independent Directors to discharge their duties with an objective independent judgment and without any external influence.

The above declarations were placed before the Board and in

the opinion of the Board all the Independent Director fulfils the conditions specified under the Act and the SEBI Regulations and are Independent to the Management.

#### **CONTRACTS / ARRANGEMENTS WITH RELATED PARTIES:**

Details of contracts/arrangement with the Related Parties are appearing under Note no. 45 and form part of this report. All related party transactions that were entered into during the year under report were on arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions which could have potential conflict with interest of the Company at large.

Related Party Transactions are placed before the Audit Committee as also before the Board, wherever required, for their approval. The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website. The Company's management ensures total adherence to the approved Policy on Related Party Transactions to establish Arm's Length Basis without any compromise.

The Company has not entered into any transaction with any person or entity belonging to the Promoter/Promoter Group which hold(s) 10% or more shareholding in the Company.

The Company had not entered into any contracts or arrangements or transactions under sub-section (1) of Section 188 of the Act. Hence, Form AOC-2 disclosure is not required to be provided.

None of the Directors and the Key Managerial Personnel has any pecuniary relationships or transactions vis-à-vis the Company.

#### **INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Company has adequate internal financial control, which are constantly monitored by the Finance Department.

The Finance Department monitors and evaluates operating systems, accounting procedures and policies at all locations of the Company. Based on the report of external Internal Auditors, the Audit Committee/ Board initiate corrective action in respective areas and thereby strengthen the controls. The scope, functioning, periodicity and methodology for conducting internal audit is as per terms agreed by the Audit Committee in consultation with the Internal Auditor and as approved by the Board.

The Company had, in all material respects, an adequate internal financial controls system with respect to its financial statements for the year ended 31st March, 2023, and that are operating effectively. More details on internal financial controls forms part of the Management Discussion and Analysis Report.

## ANNUAL RETURN

As per the requirements of Section 92(3) of the Act and Rules 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return (e-form MGT-7) of the Company is available on the website of the Company at [www.maanaluminium.com](http://www.maanaluminium.com).

## CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION:

A Certificate from Mr. Viksit Chadha, CEO and Mr. Sandeep Kumar Agarwal, CFO, pursuant to provisions of SEBI (LODR) Regulations, 2015, for the year under review was placed before the Board of Directors of the Company at its meeting held on May 30, 2023 and the same does not contain any adverse remark or disclaimer.

## AUDITORS:

### Statutory Auditors and their Report

M/s. M A K & Associates, Chartered Accountants (Firm Registration Number 003060C) were appointed as Statutory Auditor of the Company at the 17<sup>th</sup> AGM held on September 29, 2020 for a period of five consecutive years i.e. till the conclusion of 22<sup>nd</sup> AGM.

M/s. M A K & Associates have audited the standalone financial statement of the Company for the financial year ended 31st March, 2023. The Statutory Auditor's report provided by M/s. M A K & Associates does not contain any qualifications, reservations, adverse remarks or disclaimers, which would be required to be dealt with in the Boards' Report.

### Cost Auditors and Cost Audit Report

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to appoint Cost Auditor for the audit of Cost Records of the Company.

Further in terms of Section 148 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, it is stated that the cost accounts and records are made and maintained by the Company as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

The Board of Directors of the Company on the recommendation of the Audit Committee approved the Appointment and Remuneration payable to M/s Vivek Bothra, Cost Accountant (Membership No. 16308) as the Cost Auditors of the Company to audit the Cost Records for the financial year ending March 31, 2023.

The Company has received their written consent that the appointment is in accordance with the applicable provisions

of the Companies Act, 2013 and rules framed thereunder. As per the statutory requirement, the requisite resolution for ratification of remuneration of the Cost Auditors by the members of the Company has been set out in the Notice convening 19<sup>th</sup> AGM of the Company.

During the year, the Cost Auditors had not reported any matter 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.

## Secretarial Auditor and Secretarial Audit Report

Section 204 of the Act, *inter-alia* requires every listed company to undertake Secretarial Audit and annex with its Board's Report a Secretarial Audit Report given by a Company Secretary in practice in the prescribed form.

In line with the requirement of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of the Listing Regulations and other applicable provisions, if any, the Board of Directors of the Company had appointed Mrs. Anita Aswal, Company Secretaries in Whole-time Practice, to carry out Secretarial Audit for the financial year 2022-23.

The Secretarial Audit Report for the financial year ended 31st March, 2023 are annexed as **Annexure IV** to this Report. This report is unqualified and self-explanatory and does not call for any further comments/explanations.

## Internal Auditors

During the year under review M/s. Mahesh C. Solanki & Co. Chartered Accountants has acted as Internal Auditors of the Company. Audit observations of M/s Mahesh C. Solanki & Co. Chartered Accountants and corrective actions thereon are periodically presented to the Audit Committee of the Board. The Board of Directors on the recommendation of the Audit Committee re-appointed M/s Mahesh C. Solanki & Co. Chartered Accountants to carry out the Internal Audit of the Company for the Financial Year 2023-24.

## AUDITORS REPORT

The notes on the financial statement referred in the Auditor's Report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer for the Financial Year 2021-22.

## REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors and the Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

## MANAGING THE RISKS OF FRAUD, CORRUPTION AND UNETHICAL BUSINESS PRACTICES:

### Vigil Mechanism (Whistle Blower Policy) and Code of Conduct

Creating a fraud and corruption free culture has always been the core factor of your Company. In view of the potential risk of fraud, corruption and unethical behavior that could adversely impact the Company's business operations, performance and reputation, MAAN has emphasized even more on addressing these risks. To meet this objective, a comprehensive vigil mechanism named Whistle Blower Policy, in compliance with the provisions of Section 177(10) of the Act and Regulation 22 of Listing Regulations, is in place. The details of the Whistle Blower Policy is explained in the Corporate Governance Report and posted on the website of the Company at [www.maanaluminium.com](http://www.maanaluminium.com).

In addition to above policy, Company has in place the Code of Conduct ("Code") and other critical compliance policies which are laid down based on the Company's values, beliefs, principles of ethics, integrity, transparency and applicable laws. Your Company has zero- tolerance to bribery and corruption and is committed to act professionally and fairly in all its business dealings.

To create awareness about the Company's commitment to conduct business professionally, fairly and free from bribery and corruption, regular training and awareness programs and workshops is conducted for all employees (both direct and indirect) across the organization.

More details about the Code are given in the Corporate Governance Report.

### Code of Conduct to Regulate, Monitor and report trading by Insiders

In terms of SEBI (Prohibitions of Insider Trading) Regulations, 2015, as amended from time to time, the Company has adopted a Code of Conduct for Prevention of Insider Trading (Insider Code) as approved by the Company's Board. Any Insiders (as defined in Insider Code) including designated employees & persons and their relatives are, *inter-alia*, prohibited from trading in the shares and securities of the Company or counsel any person during any period when the "unpublished price sensitive information" are available with them.

The Insider Code also requires pre-clearance for dealing in the Company's shares and prohibits dealing in Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

## CORPORATE GOVERNANCE REPORT:

The Corporate Governance Report forms an integral part of this Report, together with the Certificate from the Practising Company Secretary regarding compliance with the requirements of Corporate Governance as stipulated in Part C of Schedule V to the Listing Regulations.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

It has been the Company's endeavor to focus of energy conservation and efficiency measures and accordingly were undertaken in various areas of the cement manufacturing during the year.

Information relating to conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo, required under Section 134(3)(m) of the Act are annexed hereto as **Annexure -I** and form part of this report.

## RISK MANAGEMENT

The Company's management systems, organisational structures, processes, standards and code of conduct together form the risk management governance system of the Company and management of associated risks.

Your company's management monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives.

Your Company believes that managing risks helps in maximizing returns. The Company's approach in addressing business risks is comprehensive and includes periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. The risk management framework is reviewed periodically by the Board and the Audit Committee. Some of the risks that the Company is exposed to are financial risks, commodity price risks, regulatory risks, human resource risks, strategic risks etc..

## POLICY ON APPOINTMENT AND REMUNERATION FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT EMPLOYEES

The Board of Directors has devised a Policy which lays down a framework in relation to remuneration of Directors, KMP and other employees of the Company. The said policy is available on the Company's website at [www.maanaluminium.com](http://www.maanaluminium.com)

## PREVENTION OF SEXUAL HARASSMENT

The Company has always provided a congenial atmosphere for work that is free from discrimination and harassment, including sexual harassment. It has provided equal opportunities of employment to all without regard to their caste, religion, colour, marital status and sex.

The Company has in place Policy on Prevention, Prohibition and Redressal of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has constituted an Internal Complaints Committee for redressal of grievances regarding sexual harassment received by the Committee. All employees are covered under this Policy. During the year under review, the Company has not received any complaints of sexual harassment. The Company has complied with all the applicable provisions of the said Act.

Your Directors further state that during the financial year 2022-23, there were no complaints pending pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The following is reported pursuant to Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 :

- a) Number of complaints received in the year : Nil
- b) Number of complaints disposed off during the year : Nil
- c) Number of cases pending more than ninety days: Nil
- d) Number of workshops or awareness programme against sexual harassment carried out: The Company has conducted training for creating awareness against the sexual harassment against the women at work place.
- e) Nature of action taken by the employer or district officer:

Not Applicable.

Policy of "Prevention of Sexual Harassment" at workplace is available to access as and when required. Further, your company has setup an Internal Complaints Committee (ICC) which has equal representation of men and women and is chaired by senior woman and has an external women representation.

#### **INSURANCE:**

The Company's plant, properties, equipment and stocks are adequately insured against all major risks including loss on account of business interruption caused due to property damage.

#### **PARTICULARS OF EMPLOYEES**

The information required under Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, are given in Annexure II to this Report.

In accordance with the provisions of Sections 197(12) & 136(1) of the Act read with the Companies (Appointment

and Remuneration of Managerial Personnel) Rules, 2014, the list pertaining to the names and other particulars of employees drawing remuneration in excess of the limits set out in the aforesaid Rules, is kept open for inspection during working hours (upto the date of ensuing Annual General Meeting) at the Registered Office of the Company, and the Report & Accounts are being sent to all the Members of the Company, excluding the aforesaid particulars of employees. Alternatively, any Member, who is interested in obtaining these details, may also write to the Company Secretary at the Registered Office of the Company or to email id at [cs@maanaluminium.in](mailto:cs@maanaluminium.in)

#### **CORPORATE GOVERNANCE**

The Company has a strong legacy of following fair, transparent and ethical governance practices and is committed to maintain the highest standards of Corporate Governance and strictly adheres to the Corporate Governance requirements set out by SEBI. The Company's Corporate Governance policy is based on the belief that good governance is an essential element of business, which helps the Company to fulfill its responsibilities towards all its stakeholders. The report on Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations") forms an integral part of this Report. The requisite Auditor's Certificate on Corporate Governance obtained from Mrs. Anita Aswal, Practicing Company Secretary for compliance with SEBI Regulations is attached to the report on Corporate Governance.

A Certificate of the Chief Executive Officer (CEO) and Chief Financial Officer (CFO) of the Company in terms of Regulation 17(8) of the Listing Regulations is also annexed.

#### **CORPORATE SOCIAL RESPONSIBILITY:**

Your Company aims to remain essential to the society with its social responsibility, strongly connected with the principle of sustainability, an organization based not only on financial factors, but also on social and environmental consequences. It is responsibility of your Company to practice its corporate values through its commitment to grow in a socially and environmentally responsible way, while meeting the interest of Stakeholders.

Our continually rising CSR spend on carefully crafted CSR programmes that consider the needs of our communities have helped us win their hearts and made them a part of Maan family. Key thematic areas of Maan's CSR activities include Healthcare, Sanitation & Hygiene, Education, Rural and Community infrastructure development, Water Conservation & Environmental protection, Women empowerment, including employment creation initiatives and sustainable livelihood, promotion of sports and contribution for other social cause.

As required under Section 135 of the Act and Rules made thereunder, to demonstrate the responsibilities towards social upliftment in structured way, the Company has



formed a Corporate Social Responsibility Policy. The Committee reviews and monitors the CSR projects and expenditure undertaken by the Company on a regular basis. The Company implements the CSR projects directly as well as through implementing partners.

The details of such initiatives, CSR spend etc., have been provided as **Annexure E** to this Report, as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014

#### TRANSFER OF SHARES ONLY IN DEMAT MODE :

As per SEBI norms, all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. Further vide circular date 24th January, 2022, SEBI has notified that all request for duplicate issuance, splitting and consolidation requests too will be processed in a demat mode only.

#### UPDATING KYC DETAILS

#### COMMON AND SIMPLIFIED NORMS FOR PROCESSING INVESTOR'S SERVICE

Efforts are underway to update the Permanent Account Number (PAN) and bank account details of shareholder(s) as required by SEBI. The regulator, vide circular dated 3rd November, 2021 and 15th December, 2021, has mandated furnishing of PAN, KYC details and nomination by holders of physical securities by 31st March, 2023 and SEBI further extended the cut-off date to 30th September, 2023 vide its Circular dated 16th March, 2023 and CBDT vide its Press Release, has also extended linking PAN with Aadhaar by 30th June, 2023 without facing repercussions.

Members are requested to submit their PAN, KYC and nomination details to the Company's registrars through the forms.

#### LISTING OF EQUITY SHARES:

The Company's equity shares are listed on the BSE Ltd. and National Stock Exchange of India Ltd. Listing fees have been paid up to 31st March, 2024.

More details about the Transfer of Shares and Listing of Shares are given in the Corporate Governance Report.

#### COMPLIANCE WITH SECRETARIAL STANDARDS:

The Board of Directors affirms that the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India which have mandatory application during the year under review.

#### HUMAN RESOURCES:

Your people are your greatest resource. Your Company encourages and provides regular training to employees

to improve their skills. Your Company has a performance appraisal system for senior employees and junior management staff. In-house news-letters provide a forum for information sharing. Rewarding individuals for their contribution is part of motivation towards Excellence. More details on this section form part of Management Discussion and Analysis Report.

#### HEALTH AND SAFETY/ INDUSTRIAL RELATIONS:

The Company continues to accord high priority to the health and safety of employees at all locations. During the year under review, the Company conducted safety training programs for increasing disaster preparedness and awareness amongst all employees at the plant. Training programs and mock drills for safety awareness were also conducted for all employees at the plant. Safety Day was observed with safety competition programs with the aim to imbibe safety awareness among all the employees (both direct and indirect) at the plant.

During the year under review, your Company enjoyed a cordial relationship with workers and employees at all levels.

#### OTHER DISCLOSURES AND INFORMATION

a) Significant and Material Orders passed by the **Authority**

There are no significant or material orders passed by the Regulators or Courts or Tribunals which impacts the going concern status of the Company and its future operations.

b) Stock Option

The Company doesn't have any Stock options scheme.

#### APPRECIATION

Your directors are thankful to the Central and State Government Departments, Organizations and Agencies for their continued guidance and co-operation. The Directors are grateful to all valuable Stakeholders, Dealers, Vendors, Banks and other business associates for their excellent support and help rendered during the year. The Directors also acknowledged the commitment and valued contribution of all employees of the Company.

Your directors wish to place on record their appreciation for the support and guidance provided by its Promoter.

**Date:** 09.06.2023

**Place:** New Delhi

**By order of the Board  
For Maan Aluminium Limited**

**Ravinder Nath Jain  
Chairman and Managing Director**



## Annexure-I

### Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

**Information Under Section 134(3)(m)** of the Companies Act, 2013 read with Clause 8 of the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ending 31<sup>st</sup> March, 2023.

#### A. CONSERVATION OF ENERGY:

##### i Steps taken or impact on conservation of energy:

The Company continues its policy of giving priority to energy conservation measures including regular review of energy conservation, consumption and effective control of utilization of energy.

##### ii Steps taken for utilizing alternate source of energy:

The Company has acquired the 1.1 MV Solar Power plant for its captive utilization and the company is properly utilizing this plant for its own Captive purpose, out of above the total requirement of Power, the Solar Power plant is sharing 15%. We have also agreement to have solar power from third party which is contributing 9 % so combined captive and outsource power from renewable energy is 24 %

##### iii. Capital investment on energy conservation equipment:

During the year under report, Company has consumed units of energy as detailed below

##### Electric Energy:

a. 88.98 Lacs (Previous year 78.56 Lakhs) units supplied by Power Corporation and by Captive Solar Plant.

b. Capital investment on energy conservation equipment:

a) Additional Investments and proposals, if any, being implemented for reduction of consumption of energy. -During the year FY 2022-23 we have not yet planned fresh investment for energy conservation,

b) Impact of the measures referred to above for reduction of energy consumption and consequent impact on the cost of production of goods, - Our electricity consumption has been increased however expense has not increased in line with consumption due to saving through solar power

#### B) TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

##### i) Efforts in brief made towards technology absorption, adaptation and innovation- NIL

ii) **Benefits derived as a result of the above efforts:** N.A.

iii) **Details of technology imported during last five years:**

(a) **Technology Imported:** N.A.

(b) **Year of Import:** N.A.

(c) **Has technology been fully absorbed:** N.A.

(d) **If not fully absorbed, area where this has not taken place:** N.A.

#### Total energy consumption and energy consumption per unit production:

##### Power And Fuel Consumption :

Particulars	2022-2023	2021-2022
(i) Electricity Purchased (Units)	88,97,860	78,56,255
Total Amount (Rs. lacs)	603.80	513.87
Rate per unit	6.78	6.54
(ii) Own Generation through D.G. Set:		
Generation Unit	-	-
Unit per litre of Oil	-	-
Consumption Per Unit Of Production		
Production in kgs	91,27,660	75,69,200
Consumption per unit of Production (per kg.)	0.97	1.04

#### Expenditure incurred on Research and Development

During the year under review, the Company has not incurred any expenses on Research & Development

#### C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The Foreign Exchange earned in terms of actual inflows and the Foreign Exchange outgo in terms of actual outflows, are as follow:-

	(Rs. in Lakhs)	
PARTICULARS	2022-2023	2021-2022
Foreign Exchange Earnings (FOB Value of Exports)	28,368.61	15,744.47
Export of services	98.93	-
b) Foreign Exchange Outgo	1,499.51	1,335.21

## Annexure II

### DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. Ratio of the remuneration of each Director / Key Managerial Personnel (KMP) to the median remuneration of all the employees of the Company for the Financial Year is as follows:

Median remuneration of all the employees of the Company for the Financial Year 2022-23 (in Rs.)	3.01 lakhs
Percentage increase in the median remuneration of employees in the Financial Year	17%
Number of permanent employees (average) on the rolls of the Company as on 31st March, 2023	210

Name of the Directors	Designation	Ratio of remuneration to median remuneration of All employees
Executive Director		
Mr. Ravinder Nath Jain	Chairman and Managing Director	82.32
Mr. Ashish Jain	Executive Director	26.39
Ms. Priti Jain	Executive Director	20.40
Mr. Viksit Chadha*	CEO and Executive Director	19.60
KMP		
Mr. Sandeep Kumar Agarwal	CFO and Company Secretary	7.91

\* Mr. Viksit Chadha has resigned as CEO and Director w.e.f. 30th May, 2023

#### Note

Independent Directors were paid sitting fees & commission. Other Non-Executive Directors were not paid any remuneration during the financial year. Hence this is not applicable for Non-Executive Directors.

The ratio of remuneration of each Director and KMP to the median remuneration is based on the CTC of the remuneration for the year 2022-23 in their respective capacity as such Director or KMP. Percentage increase in remuneration of Managing Director, CEO, CFO and Company Secretary are 148%, 61% and 33% respectively.

2. 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:

The wage revision for staff cadre employees is done annually as per Company's HR Policy. In order to ensure that remuneration reflects Company performance, the performance pay & annual increment are also linked to organization performance, apart from an individual's performance. The individual increments for staff cadre employees are based on Cost to Company (CTC) consisting of Annual Base Salary and the performance/ variable pay. The percentage increase in remuneration of Mr. Viksit Chadha, CEO & Executive Director as well as Mr. Ravinder Nath Jain, Chairman and Managing Director during the year are mentioned in table above.

Average increase in the remuneration of the employees other than the Managerial Personnel and that of the Key Managerial Personnel is in the line with the industry practice and industry trends. Average increase in the

remuneration is also guided by factors like economic growth, inflation, mandatory increases, external competitiveness and talent retention. Whilst the Company endeavors on cost effective initiatives including employees cost being one of the key areas of cost monitoring and control, the results of any structural initiatives needs to be measured over a long-term horizon and cannot be strictly compared only with annual performance indicators.

- 3. The remuneration is as per the Remuneration Policy of the Company as posted on website of the Company at [www.maanaluminium.com](http://www.maanaluminium.com)**

**Information as per Rule 5(2) of Chapter XIII of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

**Employed throughout the Financial Year and in receipt of remuneration aggregating ₹ 1,02,00,000/- or more per annum:** During the Financial Year 2022-2023, no employee received the remuneration aggregating to Rs. 1,02,00,000/- or more per annum.

**Employed for a part of the Financial Year and in receipt of remuneration aggregating Rs. 8,50,000/- or more per month:** During the Financial Year 2022-2023, no employee for a part of the financial year is in receipt of remuneration aggregating Rs. 8,50,000/- or more per month.

**Details of Top ten Employees of the Company in terms of remuneration drawn:**

S. NO.	Code	Name of the Employee	Remuneration received	Nature of employment (Contractual or otherwise)	Qualification and experience of the Employee	Date of Commencement of the Employee	Date of Birth	Last Employment held by such employee before joining the Company
1	13077	Rajesh Kumar Sharma	12,60,324.00	G.M.	B.sc	01-02-2012	19-12-1965	Maan Aluminium Ltd.
2	13184	Neeraj Goel	21,49,656.00	Sr Accounts Manager	MBA	01-04-2016	29-09-1970	Aditya Aluminium Ltd.
3	13203	Nripendra Nath Shukla	14,01,588.00	Asst. General Manager	BE	18-11-2016	07-12-1977	Banco Aluminium Ltd.
4	13221	Harshpreet Bhatia	20,07,276.00	Sr. Manager	C A	03-01-2018	23-06-1990	Flexituff International Ltd.
5	13247	Naveen Gupta	27,07,500.00	G.M.	MBA	24-10-2018	20-12-1984	J M Industries
6	13371	Amit Ratnakar Khadke	15,50,004.00	Sr. Manager HR&IR	MBA	02-05-2022	23-05-1980	Varroc Engineering Limited
7	13263	Vijay Deshpande	12,06,768.00	Asst. General Manager	Diploma	10-05-2019	19-03-1968	Arbiam Extrusion Company (UAE)
8	13026	Ajit Choudhary	12,60,324.00	D.G.M	Diploma	08-03-2011	12-05-1983	Maan Aluminium Ltd.
9	13379	Tarun Kumar	14,00,004.00	Manager	Diploma	11-07-2022	25-06-1986	Maan Aluminium Ltd.
10	13335	Parth Bothra	12,00,000.00	Asst. Manager	BBA	01-03-2021	14-09-1997	Maan Aluminium Ltd.

**Notes :**

1. The above employees are on the rolls of the Company.
2. None of the employees mentioned above is related to any Director of the Company.
3. Information about qualifications and last employment is based on particulars furnished by the concerned employee.
4. Remuneration includes salary, commission, contribution to provident and other funds and perquisites including medical, leave travel, leave encashment and gratuity on payment basis and monetary value of taxable perquisites etc.

## Annexure III

### ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY

#### 1. Brief outline on CSR Policy of the Company.

##### CSR Vision and Objectives

CSR policy encompasses the company's philosophy for delineating its responsibilities as a Responsible

Corporate Citizen. It lays down the guidelines and mechanism for undertaking socially useful program for welfare and sustainable development of the community at large. The policy is titled "MAAN CSR Policy" ("CSR Policy").

This policy is applicable to all CSR initiatives and activities taken up at the various offices of Maan, for the benefit of the society—a key stakeholder of the company.

This policy and the operational guidelines are framed with subject to and pursuant to the provisions of the Companies Act, 2013 (Act) and the rules and regulations made thereunder

##### CSR Objective, Vision and Mission Statements

Maan believes in the philosophy of returning to society as a measure of gratitude for what it has taken from it. In view of this, the company's corporate social responsibility (CSR) aims to extend beyond charity and enhance social impact.

##### The Company's CSR vision

- To help underprivileged children to access the quality education ; up skill the unemployed youth and women for sustainable living.

- To participate in projects with business aligned innovation; responsive to the community needs. Support extends to the community development programs by participating in disaster management.

##### The Company's CSR mission

Achieving long-term, holistic development of the community around us by being committed to create and support programs that bring about sustainable changes through education, environment, and healthcare systems.

##### Undertaking CSR Activities

Maan will undertake its CSR activities, approved by the CSR Committee, through Foundation, Trust or such other entity/ organization as approved by the CSR Committee.

The surplus arising out of the CSR activities, projects or programs shall not form part of the business profit of the Company.

#### 2. Composition of CSR Committee:

Sl. No.	Name of the Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Suresh Chandra Malik	Chairman of the Committee	1	1
2	Ashish Jain	Member of the Committee	1	1
3	Priti Jain	Member of the Committee	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. [www.maanaluminium.com](http://www.maanaluminium.com)
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).  
Impact assessment was conducted on Animal welfare
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any



Sl.No.	Financial Year	Amount available for set-off from preceding financial years (Rs. in lacs)	Amount required to be set-off for the financial year, if any (Rs. in lacs)
1.	FY 22-23	60.42	-
2.	FY 21-22	51.05	-
3.	FY 20-21	16.15	-

6. Average net profit of the company as per section 135(5).

CSR Computation for FY 22 - 23				(Rs in net)
Particulars	FY 2019 - 20	FY 2020 - 21	FY 2021 - 22	
Net profit for deciding the CSR criteria	923.46	1960.88	2974.98	
<b>Average Profit for preceding 3 years</b>				1953.11
<b>CSR @2%</b>				39.06

7. a) Two percent of average net profit of the company as per section 135(5) Rs. 39.06 Lacs  
b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. Rs. 51.05 Lacs  
(c) Amount required to be set off for the financial year, 2021-22 = NIL  
(d) Total CSR obligation for the financial year (7a-7b-7c). Rs. 11.99 Lacs
8. (a) CSR amount spent or unspent for the financial year:

#### Amount Unspent (in ₹)

Total Amount Spent for the Financial Year. (in `)	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
<b>Rs. 48.43/- Lacs</b>	NA	NA	NA	NA	NA

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

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

1	2	3	4	5	6	7	8
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency
				State.	District.		
1	Promoting Animal Welfare	Promoting Animal Welfare	Yes		3.00	Yes	No
2	Child Education and Eradicating Hunger and Health services	Child Education and Eradicating Hunger and health services	Yes		45.25	Yes	No
3	Eradicating Hunger for Old Age	Eradicating Hunger for Old Age	Yes		0.18	Yes	No
<b>TOTAL</b>					<b>48.43</b>		

- (d) Amount spent in Administrative Overheads NIL
- (e) Amount spent on Impact Assessment, if applicable NA
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e) Rs. 48.43 Lacs
- (g) Excess amount for set off, if any

Sl. No.	Particulars	Amount (Rs. in Lacs)
(i)	Two percent of average net profit of the company as per section 135(5)	39.06
(ii)	Total amount spent for the Financial Year	48.43
(iii)	Excess amount spent for the financial year [(ii)-(i)]	9.37
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	51.05
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	60.42

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Amount spent in the reporting Financial Year (Rs. in Lacs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	FY21-22	NA	NA	NA	NA	NA	NA
2.	FY20-21	NA	NA	NA	NA	NA	NA
3.	FY19-20	NA	10.85	NA	NA	NA	NA
	<b>Total</b>	<b>NA</b>	10.85	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>

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

2. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (**asset-wise details**).

- (a) Date of creation or acquisition of the capital asset(s). NA
- (b) Amount of CSR spent for creation or acquisition of capital asset. NA
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. NA
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). NA

3. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). NA

Date: 09.06.2023  
Place: New Delhi

Suresh Chander Malik  
Chairman- CSR Committee)

Ashish Jain  
(Member-CSR Committee)

## Annexure IV

### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2022

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

To,  
The Members,  
MAAN ALUMINIUM LIMITED  
4/5, First Floor, Asaf Ali Road  
New Delhi-110002

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Maan Aluminium Limited (Hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon.

Based on my verification of M/s. Maan Aluminium Limited 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31<sup>st</sup> March 2023 and made available to me, according the provisions of:
  - i. The Companies Act, 2013 and the Rules made thereunder;
  - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: Not Applicable
  - v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
    - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;
    - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
    - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
    - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable
    - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and Not applicable

as the company has not delisted/ proposed to delist its equity shares during the under review

- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not applicable as the company has not bought back/ proposed to buy-back any of its securities during the under review.
- i) Any other provisions as may be applicable to company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The SEBI(LODR) Regulation 2015 entered into by the Company with Stock Exchanges
- iii. During the period under review and as per explanations and clarifications given to us and the representations made by the Management, the company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

2. I further report that the Company has, in my opinion, complied with the provisions of the Companies Act, 2013 and the Rules made under that Act and the Memorandum and Articles of Association of the Company, with regard to:

- maintenance of various statutory registers and documents and making necessary entries therein;
- Closure of the Register of Members.
- forms, returns, documents and resolutions required to be filed with the Registrar of, Companies and the Central Government;
- service of documents by the Company on its Members, Auditors and the Registrar of Companies and other stakeholders;
- notice of Board meetings and Committee meetings of Directors;
- the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
- the 19th Annual General Meeting held on Friday, 29th July 2022 via Video Conferencing (VC) /Other Audio Visuals Means( OAVM);
- minutes of proceedings of General Meetings and of the Board and its Committee meetings; approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
- constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors including the Managing Director and Whole-time Directors;
- payment of remuneration to Directors including the Managing Director and Whole-time Directors,
- appointment and remuneration of Auditors and Cost Auditors;
- transfers and transmissions of the Company's shares and issue and dispatch of duplicate certificates of shares;
- declaration and payment of dividends;
- transfer of certain amounts as required under the Act to the Investor Education and Protection Fund and uploading of details of unpaid and unclaimed dividends on the websites of the Company and the Ministry of Corporate Affairs;
- borrowings and registration, modification and satisfaction of charges wherever applicable;

- investment of the Company's funds including investments and loans to others;
  - form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule VI to the Act;
  - Directors' report;
  - contracts, common seal, registered office and publication of name of the Company; and
  - Generally, all other applicable provisions of the Act and the Rules made under the Act.
3. I further report that:
- a. the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
  - b. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
  - c. All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.
4. The Company has complied with the provisions of the Securities Contracts (Regulation) Act, 1956 and the Rules made under that Act, with regard to maintenance of minimum public shareholding.
5. I further report that the Company has complied with the provisions of the Depositories Act, 1996 and the Byelaws framed there under by the Depositories with regard to dematerialization / rematerialisation of securities and reconciliation of records of dematerialized securities with all securities issued by the Company.
6. The Company has complied with the provisions of the FEMA, 1999 and the Rules and Regulations made under that Act to the extent applicable.
7. I further report that:
- a. the Company has complied with the requirements under the SEBI (LODR) Regulation 2015 entered into with Stock Exchanges.
  - b. the Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
  - c. the Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;

I further report that as per explanation given to me and the representations made by the Management and relied upon by me 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.

Anita Aswal  
Company Secretary

M. No. A 37019  
COP. No.: 13883  
UDIN: A037019E000472465  
PR No. 2095/2022  
Date: 09th June 2023  
Place: Noida

\* This report is to be read with our letter of even date which is annexed as Annexure A



## “Annexure – A”

To,  
The Members,  
MAAN ALUMINIUM LIMITED  
4/5, First Floor, Asaf Ali Road  
New Delhi-110002 IN

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required we have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provision of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the 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 not of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Anita Aswal  
Company Secretary

M.No. A 37019  
COP. No. : 13883  
UDIN: A037019E000472465

Place: Noida

## MANAGEMENT DISCUSSION AND ANALYSIS

### ECONOMIC SCENARIO AND GLOBAL ECONOMIC OUTLOOK

Global economic activity is experiencing a broad-based and sharper-than-expected slowdown, with inflation higher than seen in several decades. The cost-of-living crisis, tightening financial conditions in most regions, continued Russia's invasion of Ukraine, and the lingering COVID-19 pandemic all weigh heavily on the outlook.

However, despite several headwinds, global gross domestic product (GDP) growth forecast for 2023 was revised from 2.7% to 2.9%, signaling that the expected global recession will not be as severe as previously feared. According to the International Monetary Fund (IMF), "adverse risks have moderated" since its previous World Economic Outlook, released in October 2022. Global inflation is expected to be lower on-year in 2023 but will remain above the pre-pandemic average and higher than central bank targets.

While risks have reduced, the global economy remains vulnerable to the geopolitical fallout from the Russia-Ukraine conflict. Increasing crude oil and food grain prices and formation of trade blocs due to intensification of the conflict remain risks to the economy.

### INDIAN ECONOMY

India's recovery from the pandemic was relatively quick, and growth in the upcoming year will be supported by solid domestic demand and a pickup in capital investment. Incipient signs of a new private sector capital formation cycle are visible and more importantly, compensating for the private sector's caution in capital expenditure, the government raised capital expenditure substantially. According to the Economic Survey 2022-2023, budgeted capital expenditure rose 2.7 times in the last seven years, from FY16 to FY23, re-invigorating the Capex cycle. In Union Budget 2023-24, Capital investment outlay has been increased steeply for the third year in a row by 33% i.e. Rs. 10 Lakh Crore, which would be 3.3 per cent of GDP. This will be almost three times the outlay in 2019-20. Structural reforms such as the introduction of the Goods and Services Tax and the Insolvency and Bankruptcy Code enhanced the efficiency and transparency of the economy and ensured financial discipline and better compliance.

Strong domestic demand amidst high commodity prices may raise India's total import bill and contribute to widen Current Account Deficit (CAD). These may be exacerbated by subduing export growth on account of slackening global demand and the Indian currency may come under depreciation pressure due to widening CAD. Entrenched inflation may prolong the tightening cycle, and therefore, borrowing costs may stay 'higher for longer'. In such a scenario, global economy may be characterized by low growth in FY24 and

will also impact the Indian Economy. However, the oil prices may stay low, and India's CAD may be better than currently projected.

### INDUSTRY STRUCTURE AND DEVELOPMENT

Aluminium is a metal of significant strategic importance to India, critical to almost all sectors of significance to modern life and essential to build a sustainable tomorrow. By virtue of its unusual properties like high strength-to-weight ratio, exceptional design flexibility, superior thermal & electrical properties, 100% recyclability over and over again, Aluminium's demand in space exploration, aviation, electric vehicles, renewable energy production, electricity transmission, construction, consumer goods, and more, is only slated to increase.

India is a leading player in the global Aluminium industry with the second largest Aluminium production capacity of about 4 million tonnes per annum (MTPA)

India's Aluminium demand is estimated to double again by the year 2025 with current resilient GDP growth rate driven by increasing urbanization and push for boosting domestic infrastructure, automotive, aviation, defence, and power sectors.

### OPPORTUNITIES AND THREATS

The aluminium business continues to be affected to a large extent by the volatility in the aluminium raw material prices, foreign exchange fluctuations and low quality aluminium products being dumped by neighbouring countries.

### BUSINESS PERFORMANCE

During FY 2022-2023, the Company has achieved production of 9127.66 MT as compared to 7569.20 MT during the previous year. Considering the installed capacity of 10,000 MT w.e.f from 02nd February 2023 (earlier 9000 MTs), we have significant spare capacity to increase production and sales level. Accordingly Company has geared-up marketing activities and production, so as to achieve Production and sale of 10,000 MT in coming years.

### PROSPECTS

**Rise in infrastructure development is expected to drive growth in the aluminium sector.** Demand for aluminium is expected to pick up as the scenario improves for user industries like power, infrastructure and transportation.

**The Government of India's "National Mineral Policy" is expected to bring more transparency,** better regulation and enforcement, balanced socio-economic growth along with sustainable mining practices in the aluminium sector.

**Domestic demand is likely to remain robust driven by construction and packaging.**

**The increasing share of imports of aluminium products, including scrap, will continue to be a major concern for domestic aluminium producers.** Over the last few years, the domestic rolled products industry has been witnessing an increase in dumping of imports especially from China, at unfair prices leading to the pricing pressure.

**The adoption of strong, lightweight and formable aluminium sheets in vehicle parts and structures is driving growth in the automotive body sheet segment.** This market is expected to record growth, despite some recent softening in European and Chinese demand.

**The Indian government has plans to invest over US\$ 1 billion in its "Make in India" initiative. The aluminium industry will benefit from this** as there is great demand to build new production facilities. India's annual aluminium consumption is expected to double to 7.2 MnT by 2023.

## RISK AND CONCERN

The Company has well defined structure which enable and empower management to identify, assess and leverage business opportunities and manage risk exposure in the organization effectively.

As per Risk Management framework and procedures, management treat various category of risks and take appropriate actions for its mitigation. For example, for higher priority risks, the Company has developed and implemented specific risk management plans that supports management in strategic decisions and funding considerations, if any. Lower priority risks are also monitored as per plan. Company has the process of communication, consultation, monitoring and periodical review of the risks and effectiveness of the mitigation plan.

The aluminium (metals) sector has provided investors healthy returns in certain time periods during the past decade but overall, the performance of the sector has been underwhelming.

Supply of primary aluminum is in excess as India is one of the largest producers of primary aluminium. However, due to limited scope of value addition within the country, primary aluminium producers export large quantities of primary aluminium products and companies import a sizeable quantity of downstream products.

Aluminum consumption in India at 2.7 kg per capita is much below the global average of 11 kg per capita. Demand for the metal is expected to pick up as the scenario improves for user industries, like power, infrastructure and transportation.

Most domestic players operate integrated plants. Bargain-

ing power is limited in case of power purchase, as Government is the only supplier. However, increasing usage of captive power plants (CPP) will help to rationalize power costs to a certain extent in the long-term.

The company also has an internal risk committee that reviews the risk management process on a periodic basis.

## QUALITY CONTROL

Your Company continues to focus on sustained quality control and has build a strong brand image among competition. The Company's manufacturing facility is accredited with the prestigious ISO-9001:2015, 14001:2015, IATF & CE Marking certification endorsing its strong quality systems. Your Company continues to focus on sustained quality control and has build a strong Brand image among competition.

## INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company is following a proper and adequate system of internal controls in respect of all its activities including safeguarding and protecting its assets against loss from unauthorized use of disposition. Further, all transactions entered into by the Company are duly authorized and recorded correctly. The Internal Auditors are submitting reports to the Company on a Quarterly basis.

The internal audit process is designed to review the adequacy of internal control checks and covers all significant areas of the company's global operations.

The company has an Audit Committee of the Board of Directors, the details of which have been provided in the corporate governance report.

## REVIEW OF COMPANYS OPERATION

During the year under review, earnings before interest, tax and depreciation (EBITDA) of the Company recorded Rs. 7644.65 Lakhs as compared to Rs 3810.15 Lakhs in previous year.

The higher EBITDA was mainly due to higher sales volume; record high production and export; fixed and variable cost optimization; reduction in overall Finance cost & power cost; and efficient & sustainable plant operations.

The demand for aluminium may continue to be driven further by the pick-up in the infrastructure projects viz. bridges, roads, ports, metro rails and low budget housing segment, bringing opportunities for growth in this sector. The long-term outlook for aluminium is expected to be positive.

Despite the pressure from increase in raw material prices, freight cost adversely impacted the operations and overall aluminium demand, the Company has recorded profit after of Rs. 4997.10/- lakhs with strong EBITDA margin of 9%.

Concerted efforts throughout the year resulted in higher sales volume, export and increased production along with value added products. The Company continues to focus on optimizing costs, improving operational efficiency and further strengthening the brand.

## SUMMARY OF KEY FINANCIAL METRICS AND KEY RATIO

**The Summary of Key Financial metrics and Key Ratio has been mentioned in the Note No. 35 of Audited Financial.**

## STATUTORY COMPLIANCE

All the statutory compliance with respect to Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015, Income Tax Act, Sales Tax Act, GST Act, Companies Act, 2013 and all other applicable Acts, and Rules & Regulations are complied with.

## INDUSTRIAL RELATIONS & HUMAN RESOURCE MANAGEMENT

The Company continued with efforts to ensure that its pool of human resources is "future ready" through its robust processes of learning & development, capability building and its development programmes. Efforts were taken to develop leadership lines as well as to enhance technical and functional capabilities with special focus on nurturing young talent, in order to face future challenges that may arise. The Company organized several training, awareness and coaching programs to develop the leadership, technical and management skills of employees. Employee engagement programs were organized to create openness and sharing ideas by employees. This learning journey includes formal, informal and highly interactive components that would help in honing their leadership, and coaching skills. It will ensure that the development initiatives result not just in better skills but in enhanced performance and higher engagement.

The total number of employees on the rolls of the Company as on 31st March, 2023 was 210 (Previous year as on 31st March, 2022, number was 204).

Industrial relations during the year under report remained cordial.

## HEALTH & SAFETY

The Company continuously focuses on the health and safety of all its workers and staff. Adequate safety measures have been taken at the plant for the prevention of accidents or other untoward incident. The necessary medical facilities are available for the workers and staff to maintain good health. During the pandemic worldwide, the Company ensures proper sanitisation and safety measures. During the worldwide pandemic situation the Company followed all the norms and advisory issued by the Govern-

ment of India/State Government.

## CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable laws or regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand- supply conditions finished goods prices, raw materials costs and availability, fluctuations in exchange rates, changes in Government regulations, tax laws, natural calamities litigation and industrial relations, monsoon, economic developments within the country and other factors.

## Corporate Governance Report

This Corporate Governance Report relating to the year ended on March 31, 2023 has been issued in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendment thereof and forms a part of the Report of the Directors to the Members of the Company.

### 1. Our Company Philosophy on Corporate Governance

At MAAN, Corporate Governance has been an integral part of the way we are doing our business. As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long-term success. The Company believes that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics. Company's Board is committed to the creation of long-term sustainable value for the benefit of all stakeholders.

The Company places great emphasis on values such as empowerment and integrity of its employees, safety of the employees and communities surrounding to our plant and other locations. The Company manages its affairs in a fair manner by giving utmost importance to transparency in decision making process, ethical dealings with all, pollution free clean environment. It is governed by a set of principles, initiatives and management structures that confer an integrated vision and a great deal of agility in decision-making. It also employs the best practices, and it prioritizes a long-term strategic vision of its businesses and the collective interest, focusing on results and meritocracy. The way the Company operates is expressed in its Vision and its Values, in its Code of Conduct, and in its Environment, Social and Governance Policy & Sustainability Principles. Such elements are the organization's guidelines for its businesses, objectives and challenges.

The Company has over the years maintained the highest standards of corporate governance processes and has had the foresight to set up corporate governance practices much before their implementation was mandated through the introduction of regulatory requirements and therefore prompt execution of regulatory & statutory requirements.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V

and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereinafter called "the Listing Regulations" as applicable, with regard to corporate governance and also the Guidance Note on Board Evaluation as prescribed by the Securities and Ex-

change Board of India (SEBI) .

Your Company's governance structure broadly comprises of its Board of Directors, Board's designated Committees and the Executive Management.

A Report on compliance with the principles of Corporate Governance as prescribed by the Securities and Exchange Board of India (SEBI) in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations") is given below:

### 2. Board of Directors:

The board is accountable to shareholders and other stakeholders and is responsible for protecting and generating sustainable value over the long term. In fulfilling their role effectively, board of directors of the company:

- a. guide, review and approve corporate strategy and financial planning, including major capital expenditures, acquisitions and divestments;
- b. monitor the effectiveness of the company's governance practices, environmental practices, and social practices, and adhere to applicable laws;
- c. embody high standards of business ethics and oversee the implementation of codes of conduct that engender a corporate culture of integrity;
- d. oversee the management of potential conflicts of interest, such as those which may arise around related party transactions;
- e. oversee the integrity of the company's accounting and reporting systems, its compliance with internationally accepted standards, the effectiveness of its systems of internal control, and the independence of the external audit process;
- f. oversee the implementation of effective risk management and proactively review the risk management approach and policies annually or with any significant business change;
- g. ensure a formal, fair and transparent process for nomination, election and evaluation of directors;
- h. appoint the chief executive officer (CEO) and develop succession plans;



- i. align senior management remuneration with the longer term interests of the company and its shareholders; and
- j. conduct an objective board evaluation on a regular basis, consistently seeking to enhance board effectiveness.

The role of the board includes responsibilities for entrepreneurial leadership, risk management, strategy, securing the necessary financial and human resources and performance review. The board also sets the company's values and standards, and ensures it meets its obligations to shareholders and others.

### Board Composition and Category of Directors

The composition of the Board is in conformity with Regulation 17 and Regulation 17A of the SEBI Listing Regulations read with Section 149 of the Act. In terms of the provisions of the Act and the SEBI Listing Regulations, the Directors of the Company submit necessary disclosures regarding the positions held by them on the Board and/ or the Committees of other companies with changes therein, if any, on a periodical basis.

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. The composition of the Board and category of Directors are as follows:

Nature of Directorship	Name of the Director
Promoter	Ravinder Nath Jain Priti Jain
Executive	Ashish Jain Viksit Chadha* Gaurav Pratap Singh Thakur**
Independent	Rajesh Jain Amit Jain Ashok Jain*** Rajpal Jain Suresh Chander Malik

\* ceased to be a CEO and Executive Director w.e.f. 30<sup>th</sup> May, 2023

\*\* ceased to be Director w.e.f. 26th June, 2023

\*\*\* ceased to be a Independent Director w.e.f. 02nd February, 2023

The Board's decisions and actions are aligned with the company's best interests. It is committed to the goal of sustainably elevating the Company's value creation. The board critically evaluates the company's strategic direction, man-

agement policies and their effectiveness. It acts on an informed basis and in the best interests of the company with good faith, care and diligence, for the benefit of shareholders, while having regard to all relevant stakeholders.

As on 31 March 2023, the board has 8 directors, comprising (i) 4 Independent (ii) 4 Executive. The composition of the board is in conformity with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A. The Board met Four times during the year on:

20 May 2022;

08 August 2022;

05 November 2022;

02 February 2023.

### Board Procedures and flow of information

The Board/Committee meetings are pre-scheduled, and a tentative annual calendar of the Board and Committee meetings is circulated to the Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of special and urgent business needs, the Board's approval is taken by passing resolutions by circulation, as permitted by law, which are noted and confirmed in the subsequent Board Meeting.

In order to facilitate effective discussions at the meetings, the agenda is bifurcated into items requiring approval and items which are to be taken note of the Board. Clarification/queries, if any, on the items which are to be noted/taken on record by the Board are sought and resolved before the meeting itself. This ensures focused and effective discussions at the meetings.

The Board has adopted a 'safety-first' approach for all its discussions and deliberations. All meetings of the Board begin with an elaborate discussion on the Health and Safety initiatives of the Company which are then followed by review of the performance of the Company, review of financial results, industrial relations, Board succession planning, Strategic planning, governance and regulatory matters, declaration of dividend and such other matters as required under the Act, Listing Regulations and other applicable legislations.

The details of attendance of Directors at Board Meetings during the financial year 2022-23 and at the Annual General Meeting (AGM) of the Company are as reproduced below :



Name of the Director(s)	AGM		Date of Board Meeting			% of meeting Attended during the Year
	29.07.2022	20.05.2022	08.08.2022	05.11.2022	02.02.2023	
Ravinder Nath Jain	Y	Y	Y	Y	Y	100
Priti Jain	Y	Y	Y	Y	Y	100
Viksit Chadha	Y	Y	Y	Y	Y	100
Ashish Jain	Y	Y	Y	Y	Y	100
Rajesh Jain	Y	Y	Y	Y	Y	100
Rajpal Jain	Y	Y	Y	Y	Y	100
Amit Jain	Y	Y	Y	Y	Y	100
Ashok Jain	Y	Y	Y	Y	Y	100
Suresh Chander Malik	Y	Y	Y	Y	Y	100

### Flow of information to the Board

The Board has complete access to all Company-related information. The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The Chairman of the Board and the Company Secretary in consensus determine the Agenda for every meeting along with explanatory notes in consultation with the Managing Director. The Agenda for the meetings is circulated well in advance to the Directors to ensure that sufficient time is provided to Directors to prepare for the meeting.

All material information is circulated to the Directors before the meeting, including minimum information required to be made available to the Board as prescribed under Part A of Schedule II of the Listing Regulations. The management makes concerted efforts to continuously upgrade the information available to the Board for decision making and the Board members are updated on all key developments relating to the Company.

With the unanimous consent of the Board, all information which is in the nature of Unpublished Price Sensitive Information (UPSI), is circulated to the Board and its Committees at a shorter notice before the commencement of the respective meetings on a secure platform.

The Company Secretary attends all the meetings of the Board and its Committees and is, *inter alia*, responsible for recording the minutes of such meetings. The draft minutes of the Board and its Committees are sent to the members for their comments in accordance with the Secretarial Standards. Thereafter, the minutes are entered in the minutes book within 30 (thirty) days of conclusion of the meetings,

subsequent to incorporation of the comments, if any, received from the Directors.

The Company adheres to the provisions of the Act read with the Rules issued thereunder, Secretarial Standards and Listing Regulations with respect to convening and holding the meetings of the Board of Directors, its Committees and the General Meetings of the shareholders of the Company.

The maximum interval between any 2 (two) consecutive Board Meetings was well within the maximum allowed gap of 120 (one hundred and twenty) days. The necessary quorum was present for all the meetings.

### Meeting of Independent Directors

Schedule IV of the Act, Listing Regulations and Secretarial Standard - 1 on Meetings of the Board of Directors mandates that the Independent Directors of the Company hold at least one meeting in a year, without the attendance of Non-Independent Directors.

During the financial year 2022-23, 1 (One) separate meetings of the Independent Directors were held on 25<sup>th</sup> March, 2022.

The Independent Directors, *inter alia*, discussed and reviewed performance of Non-Independent Directors, the Board as a whole, Chairman of the Company and assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

In addition to formal meetings, frequent interactions outside the Board Meetings also take place between the Independent Directors and with the Chairman, and rest of the Board.

### **Non-Executive Directors with materially significant, pecuniary or business relationship with the Company**

Except for the sitting fees and commission payable to the Non-Executive Directors annually in accordance with the applicable laws and with the approval of the shareholders, there is no pecuniary or business relationship between the Non-Executive Directors and the Company.

#### *Board Membership*

The Company believes that a diverse skill set is required to avoid group thinking and to arrive at balanced decisions. The Nomination and Remuneration Committee is primarily responsible for formulating the criteria for determining qualifications, positive attributes and independence of a Director. It identifies the persons as potential candidates who are qualified to be appointed as Directors and recommends to the Board their appointment and removal. The Board has sufficient breadth of skills in areas of finance, legal, consulting, operations, IT, marketing, general management, supply chain, technology, etc.

The Nomination and Remuneration Committee also recommends to the Board on matters relating to extension or continuation of the term of appointment of Independent Directors on the basis of the performance evaluation of Directors.

During the year under review, the Board of Directors based on the recommendations of the Nomination and Remuneration Committee, approved a Policy on appointment of Independent Director on the Board of Directors of the Company. This Policy, *inter alia*, lists the process to be followed for appointment of Independent Directors, criteria for shortlisting the candidates and critical attributes.

### **Key Board qualifications, expertise and attributes**

The Company is in the business of manufacturing and selling wide range of aluminium alloy for decorative and industrial use, and also offers wall coverings, adhesives and services under our portfolio.

As per the SEBI Listing Regulations, the Board of Directors of the Company have identified the below mentioned skills/expertise / competencies in the context of the business and the sector in which the Company is operating, for the Company to function effectively:

Knowledge of metal sector;

Knowledge of strategy, corporate legal, HR, IT, sales & marketing, logistics etc. (specialized professional skill);

Knowledge of accounts and finance, including taxation (ability to read and understand financial statement); and Knowledge of technical, administration and management.

The above skills / expertise / competencies identified by the Company are also actually available with the Board as under:

<b>Name of the Director</b>	<b>Expertise in specific functional areas</b>
Ravinder Nath Jain	He is having expertise in accounts, finance, taxation, marketing, strategy planning, administration and general management in aluminium and other sectors.
Priti Jain	She is having expertise in strategy planning, business administration and management.
Viksit Chadha	He is having expertise in executive areas of B2B business, consumer services, channel sales, brand management and marketing and strategic areas of organization structure and business strategy.
Ashish Jain	He is having expertise in Business Management, Business Turnarounds, Corporate Legal Matters and all Dimensions of Finance including Taxation.
Rajesh Jain	He is having expertise in Consumer, healthcare, logistics and financial services.
Rajpal Jain	He is having expertise in accounts, finance, taxation.
Amit Jain	He is having expertise in consulting, brand positioning and reputation management
Suresh Chander Malik	He is having expertise in consulting, brand positioning and reputation management

### **Declarations**

The Company has received declarations from the Independent Directors that they meet the criteria of Independence laid down under the Act and the Listing Regulations. The Independent Directors have also confirmed that they have registered themselves in the databank of persons offering to become Independent Directors.

The Board of Directors, based on the declaration(s) received from the Independent Directors, have verified the veracity of such disclosures and confirm that the Independent Directors fulfil the conditions of independence specified in the Listing Regulations and the Act and are independent of the Management of the Company.

The Company had also issued formal appointment letters to all the Independent Directors at the time of their appointment in the manner provided under the Act read with the

Rules issued thereunder. A sample letter of appointment/ re-appointment containing the terms and conditions, issued to the Independent Directors, is posted on the Company's website at the following link : [www.manaluminium.com](http://www.manaluminium.com)

Based on intimations/disclosures received from the Directors periodically, none of the Directors of the Company hold Memberships/Chairmanships more than the prescribed limits.

#### *Directorship and Membership of Committees and Shareholding of Directors*

The details of Directorships, relationship, *inter-se*, shareholding in the Company, number of Directorships and Committee Chairmanships/Memberships held by the Directors of the Company in other public companies as on 31st March, 2023 are as under:

Name of Director	Category	Directorships in other Public Companies (excluding Maan Aluminium Limited)	Number of Committee Positions held in Other Public Companies (excluding Maan Aluminium Limited)		Directorship in other listed Companies (category of directorships) as on March 31, 2023	Shareholding in Maan Aluminium Limited
			Member	Chairman		
Mr. Ravinder Nath Jain	Chairperson and Executive Director	-	-	-	-	6129208
Ms. Priti Jain	Executive Director-Marketing	-	-	-	-	772080
Mr. Rajesh Jain	Non-Executive Independent Director	-	-	-	-	-
Mr. Amit Jain	Non-Executive Independent Director	-	-	-	-	1800
Mr. Ashish Jain	Executive Director-Finance	-	-	-	-	210000
Mr. Viksit Chadha	Executive Director	-	-	-	-	250
Mr. Suresh Chander Malik	Non-Executive Independent Director	-	-	-	-	-
Mr. Rajpal Jain	Non-Executive Independent Director	-	-	-	-	10064

Ms. Priti Jain, Executive and Non Independent Director of the Company is the daughter of Mr. Ravinder Nath Jain, Chairman and Managing Director.

Mr. Ashish Jain, Executive and Non Independent Director of the Company is the son-in-law of Mr. Ravinder Nath Jain, Chairman and Managing Director.

Mr. Amit Jain, Non Executive Independent Director of the company is son of Mr Ashok Jain, Non Executive Independent Director

None of the other directors are related to any other director on the Board.

#### **FAMILIARIZATION PROGRAMME**

The Company familiarizes its Independent Directors with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc., through various programmes. These include orientation programme upon induction of new Director, as well as other initiatives to update the Directors on an ongoing basis.

Further, the Company also makes periodic presentations at the Board and Committee meetings on various aspects of the Company's operations including on Health and Safety, Sustainability, Performance updates of the Company, Industry scenario, Business Strategy, Internal Control and risks involved and Mitigation Plan.

The details of such familiarization programmes for Independent Director(s) are put up on the website of the Company and can be accessed through the following link: [www.manaluminium.com](http://www.manaluminium.com)

## COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities as mandated by applicable regulations, which concern the Company and need a closer review. The Chairman of the respective Committee(s) brief the Board about the summary of the discussions held in the Committee Meetings. The minutes of the meetings of all Committees are placed before the Board for review. The Board Committees request special invitees to join the meeting, as and when appropriate.

During the year, all recommendations of the Committees of the Board which were mandatorily required have been accepted by the Board.

The terms of reference of the Committees are in line with the provisions of the Listing Regulations, the Act and the Rules issued thereunder.

The Company currently has 4 (Four) Committees of the Board, namely, Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee.

During the year under review, the composition of the Committees of the Board was suitably reconstituted by rotating existing members who had served for long years on the Committees to encourage fresh thinking and perspective.

### 1. AUDIT COMMITTEE

The management is responsible for the company's internal controls and the financial reporting process while the statutory auditors are responsible for performing independent audit of the company's financial statements in accordance with generally accepted auditing practices and for issuing report based on such audit. The Board of Directors has constituted and entrusted the Audit Committee with the responsibility to supervise these processes and thus ensure accurate and timely disclosures that maintain the transparency, integrity and quality of financial control and reporting. The constitution of the Audit Committee also meets with the requirements of Section 177 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Audit Committee comprises of a minimum three Directors with Independent Director forming a majority. All members of the Audit Committee are financially literate and bring in expertise in the fields of finance, economics, strategy and management.

During the financial year 2022-23, the Committee met four times. All the members of the audit committee are financially literate. The Chairman attended the last annual general meeting to answer shareholders' queries. The Particulars of composition of the audit committee and the details of attendance is as follows.

S No.	Name of the Director	Designation	Attendance on Meetings held on			
			20.05.2022	08.08.2022	05.11.2022	02.02.2023
1.	Mr. Rajesh Jain	Chairman, Independent Director	Yes	Yes	Yes	Yes
2.	Mr. Amit Jain	Member, Independent Director	Yes	Yes	Yes	Yes
3.	Mr. Ashish Jain	Member, Executive, Non-Independent Director	Yes	Yes	Yes	Yes

The specific charter of the Committee is:

**Audit:**

- Recommend appointment and remuneration; evaluate performance of the auditors and effectiveness of the audit process.
- Evaluate the independence of auditors and their areas of un-resolved concerns if any.
- Review effectiveness of internal audit function, reporting structure, scope coverage and frequency of internal audit
- Examine internal audit report to focus on significant findings, follow up actions in place, internal investigations, conclusions arrived, failures or irregularities in the internal controls framework and the reports submitted to highlight the same.
- Review the statutory audit scope and plan for various locations before commencement of the audit; provide inputs and areas of focus if any.
- Summarize the findings of statutory audit report; understand process gaps, mitigation plans implemented to address the same.

**Financial Review:**

- 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;
- Reviewing with the management, the annual and quarterly financial statements and auditor's report thereon before submission to the board for approval;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the Whistle Blower mechanism

Further, the committee reviews the adequacy of internal controls over financial reporting and the company-level control systems. It reviews the quarterly, half-yearly and annual financial results before their submission and adoption by the board.

The committee also reviews corporate governance, processes and procedures.

The Audit Committee invites such executives, as it considers appropriate, statutory auditors and internal auditors to be present at its meetings.

The company secretary acts as the Secretary to the Audit Committee.

On an annual basis, the members of the audit committee meet and interact with both the statutory auditors and internal auditors without the presence of the management. Further, on an annual basis, the key stakeholders within the company share their feedback on their interaction with the statutory and internal auditors. The audit committee is suitably apprised of the same.

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

Particulars	Amount (in Rs)
Fees for audit and related services paid to M A K & Associates, Chartered Accountants Statutory audit fees	4,30,000
Other fees paid	20,000
<b>Total Fee</b>	<b>4,50,000</b>

**2. NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee of the Board of Directors of the Company met 4 (five) times during the financial year 2022-23 to discuss and deliberate on various matters. The composition of the Nomination and Remuneration Committee along with the details of the meetings held and attended by the members of the Committee during the financial year 2022-23 is detailed below:

Name of Members	Composition of the Committee	Number of meetings attended
Mr. Rajesh Jain, Chairman	Non-Executive- Independent Director	04
Mr. Ashok Jain, Member*	Non-Executive- Independent Director	04
Mr. Amit Jain, Member	Non-Executive- Independent Director	04
Mr. Rajpal Jain, Member**	Non-Executive- Independent Director	01

\*ceased to be a director/member of committee w.e.f. 02<sup>nd</sup> February, 2023

\*\*Appointed member of committee w.e.f. 02<sup>nd</sup> February, 2023

During the year under review, the Board of Directors revised the terms of reference of the Committee to include the role to be played by the Committee as an Administration and Compensation Committee in accordance with SEBI (Share Based Employee Benefit) Regulations, 2014.

The Nomination and Remuneration Committee is, *inter alia*, entrusted with the following responsibility by the Board of Directors of the Company:

1. Formulate a criterion for determining qualifications, positive attributes and independence of a director;
2. Recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
3. Devise a policy on Board Diversity;
4. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal;
5. Specify methodology for effective evaluation of performance of Board/committees of the Board and review the terms of appointment of Independent Directors on the basis of the report of performance evaluation of the Independent Directors;
6. Reviewing and recommending to the Board, the remuneration, payable to Directors of the Company;
7. Recommend to the Board all remuneration, in whatever form, payable to Senior Management;
8. Play the role of Compensation Committee and to act as an administrator to any of the Employees' Stock Option Schemes (as may be notified from time to time); and
9. Undertake any other matters as the Board may decide from time to time

#### NOMINATION AND REMUNERATION POLICY

The policy of Nomination and Remuneration Policy is displayed on the website of the Company [www.maanalumniun.com](http://www.maanalumniun.com)

#### Details of remuneration paid to Directors during the year 2022-2023:

During the financial year 2022-2023, the Company paid sitting fees for attending the Board meetings and to the Non-Executive Directors and Independent Directors of the Company.

The Board of Directors of the Company have recommended all fees or compensation, paid to non-executive directors, including independent directors and required shareholders' approval has been obtained in general meeting.

Details of the remuneration paid to the Directors of the Company for the financial year 2022-23 are as follows:

Name of the Director	Basic Salary Including Perquisites/ allowances (In Lacs)	Sitting fees (In Lacs)	Total (In Lacs)
Mr. Ravinder Nath Jain	247.99	0	247.99
Ms. Priti Jain	61.46	0	61.46
Mr. Viksit Chadha	59.05	0	59.05
Mr. Rajesh Jain	0	0.60	0.60
Mr. Ashok Jain	0	0.45	0.45
Mr. Amit Jain	0	0.60	0.60
Mr. Ashish Jain	79.50	0	79.50
Mr. Suresh Chander Malik	0	0.60	0.60
Mr. Rajpal Jain	0	0.60	0.60

There has been no pecuniary relationship or transactions of the Non-Executive Director's vis-à-vis a Company during the year except the sitting fees and remuneration paid to them as detailed above.

#### PERFORMANCE EVALUATION

In terms of the requirement of the Act and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees.

The Company has a structured assessment process for evaluation of performance of the Board, Committees of the Board and individual performance of each Director including the Chairman.

The Independent Directors at their separate meeting reviewed the performance of: Non-Independent Directors and the Board as a whole, Chairman of the Company after taking into account the views of Executive Directors and Non-Executive Directors, the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The overall performance evaluation exercise was complet-



ed to the satisfaction of the Board. The Board of Directors deliberated on the outcome and agreed to take necessary steps going forward.

### Board and Individual Directors

The parameters for performance evaluation of Board includes composition of Board, process for appointment to the Board, succession planning, handling critical and dissenting suggestions, attention to Company's long term strategy, evaluation of the governance levels of the Company, quality of discussions at the meeting, etc.

The parameters of the performance evaluation process for Directors, *inter alia*, includes, effective participation in meetings of the Board, understanding of the roles and responsibilities, domain knowledge, attendance of Director(s), etc. Independent Directors were evaluated by the entire Board with respect to fulfillment of independence criteria as specified in the Listing Regulations and the Act and their Independence from the Management. Additional criteria for evaluation of Chairman of the Board includes ability to co-ordinate Board discussions, steering the meeting effectively, seeking views and dealing with dissent, etc.

The outcome of survey and feedback from Directors & consultation firm was discussed at the respective meetings of Board and the Committees of Board.

### Managing Director & CEO

S No.	Name of the Director	Designation	Attendance on Meetings held on			
			20.05.2022	08.08.2022	05.11.2022	02.02.2023
1.	Mr. Rajesh Jain	Chairman, Independent Director	Yes	Yes	Yes	Yes
2.	Mr. Amit Jain	Member, Independent Director	Yes	Yes	Yes	Yes
3.	Mr. Ashish Jain	Member, Executive, Non-Independent Director	Yes	Yes	Yes	Yes

- Company Secretary and Compliance Officer of the Company acts as the Secretary to the Committee and is complying with the requirements of various provisions of laws, Rules, Regulations applicable to the Company.
- Details of Shareholders Complaints during Year 2022-2023:

S. No.	Particulars	Details
1	Shareholders Complaints pending at on 01.04.2022	0
2	Shareholders Complaints received during the year	114
3	Shareholders Complaints resolved during the year	114
4	Shareholders Complaints pending as on 31.03.2023	0

The Nomination and Remuneration Committee evaluates the performance of the Managing Director & CEO by setting his Key Performance Objectives at the beginning of each financial year. The Committee ensures that his Key Performance Objectives are aligned with the immediate and long-term goals of the Company. The performance of Managing Director vis-à-vis the Performance Objectives/ Parameters set at the beginning of the financial year are also reviewed by the Committee during the year.

### Committees of the Board

The performance evaluation of Committee(s) included aspects like degree of fulfillment of key responsibilities as outlined by the Charter of the committee, adequacy of Committee composition, effectiveness of discussions at the Committee meetings, quality of deliberations at the meetings and information provided to the Committee(s).

#### 2. STAKEHOLDER RELATIONSHIP COMMITTEE

The composition of the Stakeholders Relationship Committee of the Board of Directors of the Company along with the details of the meetings held and attended by the members of the committee during the financial year 2022-2023 is detailed below:

The terms of reference of the Shareholders Committee are as follows:

1. To issue share certificates pursuant to duplicate/ Re-mat/renewal requests as and when received by the Company;
2. To approve the register of members as on the record date(s) and/or book closure date(s) for receiving dividends and other corporate benefits;
3. To review correspondence with the shareholders vis-à-vis legal cases and take appropriate decisions in that regard;
4. To authorize affixing of the Common Seal of the Company from time to time on any deed or other instrument requiring authentication by or on behalf of the Company; and

5. Enquiring into and redressing complaints of shareholders and investors and to resolve the grievance of the security holders of the Company.
6. Such other activities as the Board of Directors may determine from time to time.

Further, the Board of Directors has authorized certain Officials of the Company to approve the requests relating to transfer of shares, transmission of shares, dematerialization of shares or requests for deletion of name of the shareholder, etc.

The Company obtains half-yearly certificate from a Company Secretary in Practice under Regulation 40(9) of the Listing Regulations, sub-division, consolidation etc. and submits a copy thereof to the Stock Exchanges in terms of Regulation 40(10) of the listing regulations. Further, the compliance certificate under regulations 7(3) of the listing regulations, confirming that all activities in relation to both physical and electronic share transfer facility are maintained by Registrar and Share Transfer Agent registered with the Securities and Exchange Board of India is also filed with the Stock Exchanges.

### 3. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The composition of the CSR Committee of the Board of Directors of the Company along with the details of the meetings held and attended by the members of the financial year 2022-2023 is detailed below:

Name of the Director(s)	Nature of Membership	Attendance on Meetings held on 02/02/2023
Suresh Chandra Malik	Chairman	01
Ashish Jain	Member	01
Priti Jain	Member	01

Company Secretary and Compliance Officer of the Company acts as the Secretary to the Committee and is complying with the requirements of various provisions of laws, Rules, Regulations applicable to the Company.

The CSR Committee is empowered, pursuant to its terms of reference, inter alia, to:

1. Recommend the amount of expenditure to be incurred on the activities;

2. Monitor implementation and adherence to the CSR Policy of the Company from time to time;
3. Prepare a transparent monitoring mechanism for ensuring implementation of the projects/ programmes/ activities proposed to be undertaken by the Company; and
4. Such other activities as the Board of Directors may determine from time to time.

The details of the CSR initiatives as per the CSR Policy of the Company forms part of the CSR Section in the Annual Report.

### RISK MANAGEMENT COMMITTEE

The Company is not mandatorily required to constitute Risk Management Committee. Further, the Audit Committee and the Board of Directors review the risks involved in the Company and appropriate measures to minimize the same from time to time.

### MANAGEMENT

The Management structure of the Company comprises of the Managing Director & CEO and the members of the Steering Council and One Link group.

One Link group comprising of General Managers, Manager and Senior Manager, led by the Managing Director & CEO.

### CEO/CFO CERTIFICATION

As required under Regulation 17 of the Listing Regulations, the CEO/CFO certificate for the financial year 2022-23 signed by Mr. Viksit Chadha, CEO and Mr. Sandeep Kumar Agarwal, CFO, was placed before the Board of Directors of the Company at their meeting held on 30<sup>th</sup> May, 2023 and is annexed to this Report as Annexure [C].

### COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

As required by Schedule V of the Listing Regulations, the Auditors Certificate on Corporate Governance is annexed to this Report as Annexure [B].

### GENERAL BODY MEETINGS

Details of last three AGM and the summary of Special Resolution(s) passed therein, if any, are as under:

AGM	Day	Date	Time	Special Resolution Passed
17th AGM	Tuesday	29th September, 2020	01.00 P.M.	<b>1. Re-Appointment of Mr. Suresh Chander Malik (DIN: 05178174), Non-Executive Independent Director as an Independent Director</b>
18th AGM	Friday	23rd July, 2021	1.00 P. M.	i. Re-Appointment of Mr. Rajpal Jain ( DIN No. 01040641), Non-Executive Independent Director as an Independent Director ii. reappointment of Mr. Ashish Jain (DIN: 06942547), Whole time Executive Director for the period from April 1, 2021 to March 31, 2024 iii. reappointment of Ms. Priti Jain (DIN : 01007557), Whole time Executive Director for the period from April 1, 2021 to March 31, 2024 iv. appointment of Mr. Viksit Chadha (DIN : 08236797) as a Whole time Executive Director & Chief Executive Officer
19th AGM	Friday	29th July, 2022	3.00 P.M.	i. Re-Appointment of Mr. Ravinder Nath Jain (DIN: 00801000) as Chairman and Managing Director.

The Company had not conducted any business through Postal ballot during the financial year 2022-23 and None of the business proposed to be transacted in the ensuing General meeting require passing of Special Resolution through postal ballot.

## MEANS OF COMMUNICATION

Your Company follows a robust process of communicating with its stakeholders, security holders and investors through multiple channels of communications such as dissemination of information on the website of the Company and Stock Exchanges, Press Releases, Annual Reports and uploading relevant information on its website.

It has been endeavor of the Company to approve and announce the financial results much before the statutory time limits of forty- five days of the close of each quarter for the unaudited quarterly results and sixty days from the end of the financial year in respect of the audited annual financial results, as required under the Listing Regulations. The aforesaid financial results are announced to the Stock Exchanges within the statutory time period from the conclusion of the Board Meeting(s) at which these are considered and approved.

Your Company discloses to the Stock Exchanges, all information required to be disclosed under Regulation 30 read with Part 'A' and Part 'B' of Schedule III of the Listing Regulations including material information having a bearing on the performance/ operations of the Company and other price sensitive information. All information is filed electronically on the online portal of BSE Limited – Corporate Compliance & Listing Centre (BSE Listing Centre) and on the online portal of National Stock Exchange of India Limited – NSE's Electronic Application Processing System (NEAPS) and [www.digitalexchange.nseindia.com](http://www.digitalexchange.nseindia.com).

The Annual Report of the Company, the quarterly/ half-yearly, the audited financial statement and the official news releases of the Company are also disseminated on the Company's website at [www.maanaluminium.com](http://www.maanaluminium.com). The quarterly, half yearly and yearly results are also published in Financial Express in all editions of English language and The Jansatta in Hindi language. These were also promptly put on the Company's website at [www.maanaluminium.com](http://www.maanaluminium.com).

The Ministry of Corporate Affairs ("MCA") vide circular no. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 02/2021 dated 13th January, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022 & 10/2022 dated 28th December, 2022 (the 'MCA Circulars'), provided certain relaxations for companies, including conducting Annual General Meeting (AGM) through Video Conferencing (VC) or through other audio-visual means (OAVM) ('electronic mode'). Said MCA Circulars had also dispensed with the printing and dispatch of annual reports to shareholders.

In line with the above MCA Circulars, SEBI vide its circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 dispensed with the requirement of Regulation 36 (1)(b) and (c) of the SEBI Listing Regulations for listed entities, who conduct their AGMs, *inter alia*, on or before 30th September, 2023, which otherwise prescribes that a listed entity shall send the hard copy of the statement containing salient features of all the documents, as prescribed in Section 136 of the Act to the shareholders who have not registered their email addresses and hard copies of full annual reports to those shareholders, who request for the same, respectively.

Pursuant to the MCA Circulars and SEBI Circulars this Notice along with the Annual Report for FY 2022-23 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / their Depository Participants ("DPs"), unless any Member has requested for

a physical copy of the same.

**With respect to detailed procedure for Remote e-voting or voting through electronic mode and attending the AGM through VC/OAVM, please refer the Notes and instructions annexed to Notice of 20<sup>th</sup> AGM.**

#### Reminders to Investors

Reminders to shareholders for claiming returned undelivered share certificates, unclaimed dividend and transfer of shares thereto, email registration, are regularly communicated and dispatched.

#### Listing Details:

**Market Price Data-the monthly high and low prices of the Company's shares at BSE and NSE for the financial year ended 31st March, 2023 are as follows**

Month	Bombay Stock Exchange		National Stock Exchange	
	High	Low	High	Low
April 2022	161.00	125.00	160.90	122.55
May 2022	143.25	109.00	143.00	112.35
June 2022	133.40	99.15	137.60	100.10
July 2022	135.40	110.80	135.70	110.70
August 2022	167.40	130.00	167.30	130.05
September 2022	194.10	149.75	194.90	151.95
October 2022	191.00	154.15	184.90	155.35
November 2022	213.15	172.05	213.05	175.35
December 2022	192.95	147.00	188.90	148.00
January 2023	251.70	167.00	251.70	164.30
February 2023	258.55	182.90	259.00	185.60
March 2023	208.60	142.10	209.55	164.20

Source: BSE/NSE

#### General Shareholder Information

The Company's Shares are listed on the following:

Stock Exchange	Code
National Stock Exchange of India Limited	MAANALU
Bombay Stock Exchange Limited	532906

The Company has paid the listing fees to BSE and NSE and the custodian charges to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CSDL) for the financial year ended 31st March, 2024.

Particulars	Annual General Meeting
<b>Date</b>	Wednesday, July 19, 2023
<b>Time</b>	11.00 A.M.
<b>Venue</b>	Video Conferencing (VC)/ Other Audio Visual means (OAVM)
<b>Financial year</b>	1st April to 31st March
<b>Tentative Schedule for declaration of results during the Financial year 2022-23</b>	1. First quarter ending 30th June, 2023: On or around 14 <sup>th</sup> August 2023 2. Second Quarter ending 30 <sup>th</sup> September, 2023: On or around 14 <sup>th</sup> November, 2023 3. Third quarter and nine months ending 31st December, 2023: On or around 14 <sup>th</sup> February, 2024 4. Fourth quarter and year ending 31st March, 2024: On or around 30 <sup>th</sup> May, 2024
<b>Date of Book Closure</b>	July 13, 2023, to July 19, 2023 (both days inclusive)
<b>Registered Office</b>	Maan Aluminium Ltd. 4/5, First Floor, Asaf Ali Road, New Delhi 110002
<b>Interim dividend for FY 2022-2023 of Rs. 1.00 per equity share for 3 times</b>	08 <sup>th</sup> August, 2022; 05 <sup>th</sup> November, 2022 and 02 <sup>nd</sup> February, 2023
<b>Final Dividend</b>	NIL
<b>Registrar to an Issue and Share Transfer Agent</b>	<b>M/s. Link Intime India Pvt. Limited</b> Noble Heights, 1st Floor, Plot NH 2,C-1 Block LSC, Near Savitri Market Janak Puri, New Delhi-110058 Phone : +91 11 4941 1000; Fax : +91 11 4941 1000 Email : delhi@linkintime.co.in
<b>Outstanding Instruments and their impact on equity:</b>	The Company does not have any outstanding GDRs/ ADRs/ Warrants/Convertible Instruments as on 31st March, 2023
<b>Plant locations</b>	Plot No. 67, 68-A & 75, Sector No.1, Pithampur Industrial Area, Pithampur, District: Dhar (MP) Ph: 07292 472500
<b>Address for Correspondence</b>	<b>Maan Aluminium Limited</b> 4/5, First Floor, Asaf Ali Road, New Delhi-110002 Email : info@maanaluminium.in Website : www.maanaluminium.com Contact No. 011-40081800-30 <i>Shareholders are requested to quote their Folio No./ DP ID &amp; Client ID, e-mail address, telephone number and full address while corresponding with the Company and its RTA.</i>

## Credit Rating

The Long-term and short term Fitch Rating of your Company as assigned by the "ICRA Ltd." (Credit rating Agency) is mentioned below:

S. No.	Instrument/Facilities	Ratings
1	Long Term Bank Facilities	BBB +/- Stable
2	Short Term Bank Facilities	BWR A2+

## Details of Utilisation of Funds

During the year the Company has not raised any funds through preferential allotment or qualified institutions placements as specified under Regulation 32(7A) of the Listing Regulations.

### Certificate from Company Secretary

Pursuant to the provisions of the Schedule V of the Listing Regulations, the Company has obtained a certificate from Ms. Anita Aswal, Practicing Company Secretary, confirming that none of the Directors has been debarred or disqualified from being appointed or continuing as directors of the Companies by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any other Statutory authority. The copy of the same is annexed as Annexure A.

### Disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, prohibition and Redressal) Act, 2013

As reported by the Internal Complaint Committee, the details are as under:

S. No.	Particulars	Details
1	Number of Complaints filed during the Financial Year	NIL
2	Number of Complaints disposed off during the financial year	NIL
3	Number of Complaints pending at the end of the financial year	NIL

### Stock Performance in Comparison to Broad-based Indices:

The Chart below shows the comparison of the Company's share price movement on BSE vis-à-vis the movement of the BSE Sensex and NSE Nifty for the financial year ended 31st March, 2023 (based on monthly high):

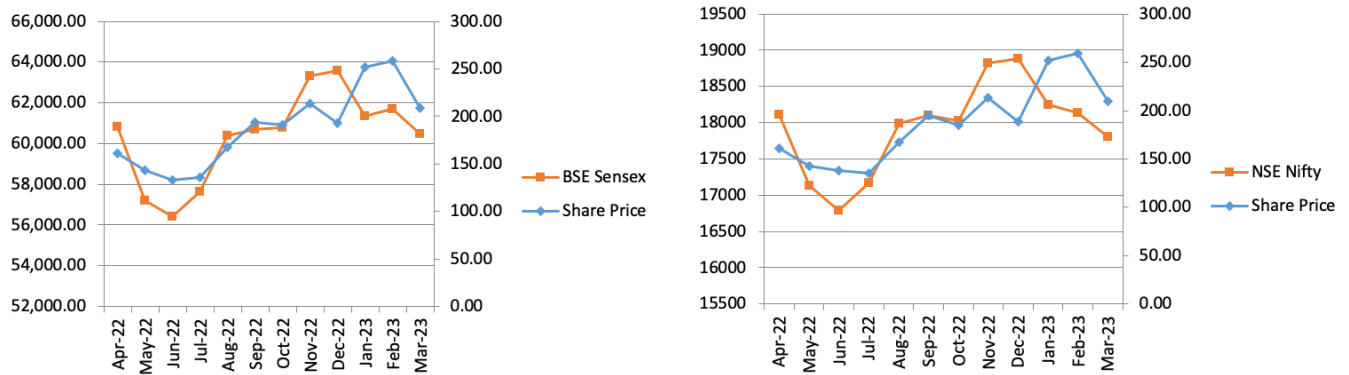
### MARKET PRICE DATA

Month	BSE SENSEX		NSE NIFTY	
	High	Low	High	Low
April 2022	60,845.10	56,009.07	18114.65	16824.70
May 2022	57,184.21	52,632.48	17132.85	15735.75
June 2022	56,432.65	50,921.22	16793.85	15183.40
July 2022	57,619.27	52,094.25	17172.80	15511.05
August 2022	60,411.20	57,367.47	17992.20	17154.80
September 2022	60,676.12	56,147.23	18096.15	16747.70
October 2022	60,786.70	56,683.40	18022.80	16855.55
November 2022	63,303.01	60,425.47	18816.05	17959.20
December 2022	63,583.07	59,754.10	18887.60	17774.25
January 2023	61,343.96	58,699.20	18251.95	17405.55
February 2023	61,682.25	58,795.97	18134.75	17255.20
March 2023	60,498.48	57,084.91	17799.95	16828.35



### Stock Performance in Comparison to Broad-based Indices:

The Chart below shows the comparison of the Company's share price movement on BSE vis-à-vis the movement of the BSE Sensex and NSE Nifty for the financial year ended 31st March, 2023 (based on monthly high):



### Dematerialization of shares:

Total 98.72% shares were held in dematerialized form as on March 31, 2023. The shares of the Company are frequently traded on both the Stock Exchanges.

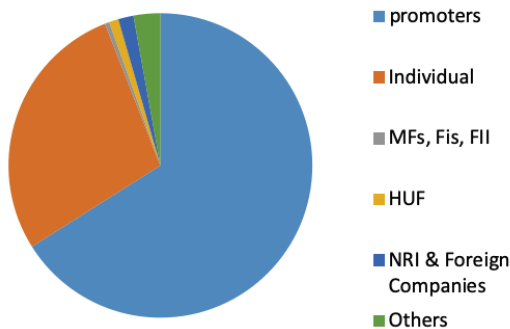
### Distribution of Shareholding:

Distribution of shareholding of shares of the Company as on 31st March, 2023 is as follows:

SR.NO.	SHAREHOLDING OF SHARES	SHAREHOLDER	PERCENTAGE OF TOTAL	TOTALSHARES	PERCENTAGE OF TOTAL.
1	1to 500	18481	93.8598	1457591	10.7800
2	501 to 1000	664	3.3723	508015	3.7572
3	1001 to 2000	302	1.5338	454862	3.3641
4	2001 to 3000	88	0.4469	222589	1.6462
5	3001 to 4000	41	0.2082	148081	1.0952
6	4001 to 5000	20	0.1016	91986	0.6803
7	5001 to 10000	44	0.2235	307141	2.2715
8	10001 to *****	50	0.2539	10330951	76.4055
	Total	19690	100	13521216	100

**Shareholding Pattern for the Year Ended March 31, 2023:**

Category	Demated Shares	Demated Holders	Physical Shares	Physical Holders	Total Shares	Total Value	Total Percent
Clearing Members	7,035.00	15.00	-	-	7,035.00	70,350.00	0.05
Other Bodies Corporate	1,82,364.00	69.00	1,617.00	9.00	1,83,981.00	18,39,810.00	1.36
Hindu Undivided Family	1,35,238.00	197.00	192.00	4.00	1,35,430.00	13,54,300.00	1.00
Mutual Funds	48.00	1.00	-	-	48.00	480.00	0.00
Nationalised Banks	-	-	48.00	1.00	48.00	480.00	0.00
Non Nationalised Banks	-	-	300.00	1.00	300.00	3,000.00	0.00
Non Resident Indians	1,56,744.00	201.00	7,094.00	15.00	1,63,838.00	16,38,380.00	1.21
Non Resident (Non Repatriable)	56,516.00	104.00	-	-	56,516.00	5,65,160.00	0.42
Public	36,22,134.00	16,785.00	1,63,312.00	2,276.00	37,85,446.00	3,78,54,460.00	28.00
Promoters	89,29,480.00	4.00	-	-	89,29,480.00	8,92,94,800.00	66.04
Body Corporate - Ltd Liability Partnership	1,752.00	5.00	-	-	1,752.00	17,520.00	0.01
Foreign Portfolio Investors (Corporate) - I	65,094.00	2.00	-	-	65,094.00	6,50,940.00	0.48
Investor Education And Protection Fund	1,92,248.00	1.00	-	-	1,92,248.00	19,22,480.00	1.42
TOTAL :	1,33,48,653.00	17,384.00	1,72,563.00	2,306.00	1,35,21,216.00	13,52,12,160.00	100.00

**Category Wise Shareholding:****1. Other Disclosures**

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

**Category Wise Shareholding:****1. Other Disclosures**

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

## 2. Related Party:

All transaction entered into by the Company with Related parties during the financial year 2022-2023 were in ordinary course of business and on arm's length basis. The details of the Related Party Transactions are set out in the Notes to Financial Statements forming part of this Annual Report.

Also, the Related Party Transactions undertaken by the Company were in compliance with the provisions set out in the Companies Act, 2013 read with the Rules issued thereunder and Regulation 23 of the Listing Regulations.

The Company has in place a documented framework for identifying, entering into and monitoring the related party transactions. The deviations, if any, to the said process have been brought to the attention of Audit Committee suitably. The Audit Committee, during the financial year 2022-2023, has approved Related party Transactions along with granting omnibus approval in line with the Policy of dealing with Related Party Transactions and the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Audit Committee reviews at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approval granted.

There are no materially significant Related Party Transactions of the Company which have potential conflict with the interests of the Company at large.

The Company has uploaded the policy on Related Party Transactions and the same is uploaded on website of the Company [www.maanaluminium.com](http://www.maanaluminium.com)

No Employees, who are relatives Directors, holding an office or place of profit in the Company pursuant to Section 188 of the Companies Act, 2013.

## 3. Vigil Mechanism and Whistle Blower Policy:

The Company has adopted a Whistle Blower Policy and an effective Vigil Mechanism system to provide a formal mechanism to its Directors, Employees and Business Associates to voice concerns in a responsible and effective manner regarding suspected unethical matters involving serious malpractice, abuse or wrongdoing within the organization and also safeguards against victimization of Directors/ Employees and Business Associates who avail of the mechanism. The policy is displayed on the website of the Company.

4. In accordance with the provisions of Regulation 26 (6) of the Listing Regulations, the Key Managerial Personnel, Director(s) and Promoter(s) of the Company have affirmed that they have not entered into any agreement for themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

5. The Company has complied with all the requirements of the Stock Exchange(s) and the SEBI on matters related to Capital Markets. There were no penalties imposed or strictures passed against the Company by the statutory authorities in this regard, during the last 3 (three) years.

## 6. Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements of the Listing Regulations relating to Corporate Governance.

### Non-Mandatory Requirements:

- a During the year under review, there is no audit qualification on the Company's financial statements. The Company continues to adopt best practices to ensure regime of unmodified audit opinion.
- b The Internal Auditor reports to the Managing Director & Chief Executive Officer and has direct access to the Audit Committee and he participates in the meetings of the Audit Committee of the Board of Directors of the Company and presents his internal audit observations to the Audit Committee.
- c Half-yearly financial results of the Company including summary of the significant events for the period ended 30th September, are sent to all shareholders of the Company. The soft copy of quarterly results is also sent to the shareholders who have registered their email addresses with the Company. The Company discusses with the Institutional Investors and Equity Analysts on the Company's performance on a periodic basis and presentations, if any, made during such meetings and calls are also available on the website of the Company.
- d During the year under review, there is no audit qualification on the Company's financial statements. The Company continues to adopt best practices to ensure regime of unmodified audit opinion.
- e The Chief Internal Auditor reports to the Audit Committee of the Company. He participates in the meetings of the Audit Committee of the Board of Directors of the Company and presents his internal audit obser-

variations to the Audit Committee.

#### 7. **Subsidiary Companies:**

The Company does not have any material non-listed Indian subsidiary Company in terms of Regulation 16 of the Listing Regulations.

#### 8. **Disclosure of Pending Cases/Instances of Non-Compliance:**

There were no non-compliances by the Company and no instances of penalties or strictures were imposed on the Company by the Stock Exchanges or SEBI or any other Statutory Authority on any matter related to the capital market during the last three years.

The Company has been impleaded in certain legal cases related to disputes over title to shares arising in the ordinary course of share transfer operations. However, none of these cases are material in nature, which may lead to material loss or expenditure to the Company.

#### 9. **Disclosure on commodity price risks and commodity hedging activities:**

The Company has in place a mechanism to inform the Board members about the Risk assessment, mitigation plans and periodical reviews faced by the Company. Risk based internal audit plan is approved by the Audit Committee which also reviews adequacy and effectiveness of the Company's internal financial controls. The Audit Committee is periodically briefed on the steps taken to mitigate the risks.

The Company does not indulge in commodity hedging activities.

#### 10. **Website:**

The Company ensures dissemination of applicable information under Regulation 46(2) of the Listing Regulations on the Company's website [www.maanaluminium.com](http://www.maanaluminium.com).

The section on 'Investors' on the website serves to inform the members by giving complete financial details, annual reports, presentations made by the Company to investors, press releases, shareholding patterns and such other material relevant to shareholders.

#### 11. **Code of Conduct:**

The Board has laid down the code of conduct for all the Board Members and Senior Managerial Personnel of the Company. The Code of Conduct is available on the website of the Company at [www.maanaluminium.com](http://www.maanaluminium.com).

com. All Board Members and Senior Managerial Personnel have affirmed compliance with the code of conduct for the financial year ended March 31, 2023.

"It is hereby declare by Mr. Viksit Chadha, Chief Executive officer of the Company that all the members of the Board and senior Management personnel have complied with the Code of Conduct for Directors and Senior Management of the Company for the year 2022-2023."

#### 12. **Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons:**

The Company has adopted a Code of Conduct to Regulate, Monitor and Report trading by Designated Persons (Prevention of Insider Trading Code) under SEBI Insider Trading Regulations. In accordance with the SEBI Insider Trading Regulations, the Company has established systems and procedures to prohibit insider trading activity.

The Prevention of Insider Trading Code is suitably amended, from time to time to incorporate the amendments carried out by SEBI to SEBI Insider Trading Regulations.

#### 13. **Details of Unclaimed Dividend**

The details of the outstanding unclaimed dividend as on 31st March, 2023 are as under:

S. No	Particulars of Dividend	Amount (in Rs. lakhs)
1	Final Dividend 2015-16	0.67
2	Interim Dividend 2016-17	0.94
3	Interim Dividend 2017-18	1.54
4	Interim Dividend 2018-19	1.45
5	Interim Dividend 2019-2020	1.29
6	Interim Dividend 2020-2021	1.25
7	Interim Dividend 2021-2022	2.83
8	1st Interim Dividend 2022-2023	1.69
9	2nd Interim Dividend 2022-2023	2.16
10	3rd Interim Dividend 2022-2023	1.77

#### 14. **Dividend**

The Company provides the facility of payment of dividend to the shareholders by directly crediting the dividend amount to the shareholder's Bank Account. Members are therefore urged to avail of this facility to ensure safe and speedy credit of their dividend into

their Bank account through the Banks' Automated Clearing House ("ACH") and/or any other permitted mode for credit of dividend.

Members holding shares in physical form are requested to register and/or update their core banking details with the Company and those holding shares in electronic form shall register/update such details with their Depository Participants (DPs) to enable credit of the dividend to their bank accounts electronically through ACH and/or any other permitted mode for credit of dividend. Further, to prevent fraudulent encashment of dividend warrants, shareholders are requested to provide their bank account details (if not provided earlier) to the Company/its RTA (if shares held in physical form) or to DPs (if shares held in electronic form), as the case may be, for printing of the same on the dividend warrants.

Dividend warrants in respect of the dividends declared, have been dispatched to the shareholders at the addresses registered with the Company. Those shareholders who have not yet received the dividend warrants may please write to the Company's RTA for further information in this regard. Shareholders who have not encashed the warrants are requested to do so by getting them revalidated from the Registered Office of the Company or its RTA.

#### 15. **Transfer to the Investor education and Protection Fund:**

Pursuant to applicable provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules), all unpaid or unclaimed dividends are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government, after completion of seven years from the date of transfer to Unclaimed Dividend Account on the Company. Further, according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is specific Order of Court, Tribunal or Statutory Authority, restraining transfer of the shares.

Shareholders/claimants whose shares, unclaimed dividend, have been transferred to the IEPF Demat Account or the Fund, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in Form IEPF-5 (available on <http://www.iepf.gov.in>) from time to time. The Shareholders/claimant can file only one consolidated claim in a financial year as per the rules.

Details of shares/shareholders in respect of which dividend has not been claimed, are provided on the website, at [www.maanaluminium.com](http://www.maanaluminium.com). The shareholders are requested to verify their records and claim their unclaimed dividends for the past years, if not claimed.

#### 16. **Addresses of the redressal agencies for investors to lodge their grievances:**

##### **Ministry of Corporate Affairs (MCA)**

'A' Wing, Shastri Bhawan, Rajendra Prasad Road, New Delhi - 110 001  
Tel.: (011) 2338 4660, 2338 4659  
Website: [www.mca.gov.in](http://www.mca.gov.in)

##### **Securities and Exchange Board of India Ltd.**

Plot No.C4-A, 'G' Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051, Maharashtra  
Tel : +91-22-26449000 / 40459000  
Fax : +91-22-26449019-22 / 40459019-22  
Tel : +91-22-26449950 / 40459950  
Toll Free Investor Helpline: 1800 22 7575  
E-mail : [sebi@sebi.gov.in](mailto:sebi@sebi.gov.in)  
Website: [www.sebi.gov.in](http://www.sebi.gov.in)

##### **Stock Exchanges:**

##### **National Stock Exchange of India Ltd.**

Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051  
Tel No: (022) 26598100 - 8114  
Fax No: (022) 26598120  
Website: [www.nseindia.com](http://www.nseindia.com)

##### **BSE Limited**

Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001  
Phones : 91-22-22721233/4, 91-22-66545695 (Hunting)  
Fax : 91-22-22721919  
Email: [corp.comm@bseindia.com](mailto:corp.comm@bseindia.com)  
Website: [www.bseindia.com](http://www.bseindia.com)

##### **Depositories:**

##### **National Securities Depository Limited**

Trade World, 'A' Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai - 400 013  
Tel.: (022) 2499 4200  
Fax: (022) 2497 6351  
Email: [info@nsdl.co.in](mailto:info@nsdl.co.in)  
Website: [www.nsdl.co.in](http://www.nsdl.co.in)

##### **Centra Depository services (India) Limited**

Marathon Futurex, A-Wing, 25th Lower Parel, Mumbai - 400 013  
Toll free: 1800-22-5533  
Email: [complaints@cDSLIndia.com](mailto:complaints@cDSLIndia.com)  
Website: [www.cdslindia.com](http://www.cdslindia.com)

**17. Others****A. Non-resident shareholders:**

Non-resident shareholders are requested to immediately notify:

- (i) Indian address for sending all communications, if not provided so far;
- (ii) Change in their residential status on return to India for permanent settlement; and
- (iii) Particulars of their Non Resident External (NRE) Rupee Account with a bank in India, if not furnished earlier.

**B. Updation of shareholders details:**

- (i) Shareholders holding shares in physical form are requested to notify the changes to the Company/ its RTA, promptly by a written request under the signatures of sole/first joint holder; and
- (ii) Shareholders holding shares in electronic form are requested to send their instructions directly to their DPs.

**C.** Shareholders are requested to keep record of their specimen signature before lodgement of shares with the Company to obviate possibility of difference in signature at a later date.

**D. Nomination of shares:**

Section 72 of the Companies Act, 2013 extends nomination facility to individuals holding shares in physical form in companies. Shareholders, in particular, those holding shares in single name, may avail of the above facility by furnishing the particulars of their nominations in the prescribed Form No. SH-13 which can be obtained from the Company/its RTA or download the same from the Company's website. Form No. SH-13 is also annexed to this report.

**E. Requirement of PAN:**

- (i) Shareholders holding shares in physical form are mandatorily required to furnish self attested copy of PAN in the following cases:
- (ii) Transferees and Transferors PAN Cards for transfer of shares;
- (iii) Legal Heirs'/Nominees' PAN Cards for transmission of shares;
- (iv) Surviving joint holder's PAN for deletion of name of the deceased shareholder;

(v) Shareholder's PAN Card for dematerialization of shares;

(vi) Shareholder's and surety's PAN for issuance of duplicate share certificate ; and

(vii) Shareholder's and Nominee's PAN Card for registration of nomination of shares.

**F. SEBI Complaints Redress System (SCORES):**

The investors' complaints are also being processed through the centralized web base complaint redressal system of SEBI. The salient features of SCORES are availability of centralized database of the complaints, uploading online action taken reports by the Company. Through SCORES the investors can view online, the action taken and current status of the complaints.

**G. Email Id registration:**

To support the green initiative, shareholders are requested to register their email address with their DPs or with the Company's RTA, as the case may be. Communications in relation to Company like Notice and Outcome of Board Meetings, Dividend Credit Intimations, Notice of AGM and Annual Report are regularly sent electronically to such shareholders who have registered their email addresses.

The Company periodically sends reminder to all those shareholders who haven't registered their email address or wish to change the same. The shareholders willing to register their email address can write to their respective DP or Company's RTA, as the case may be.

**18. Code of Conduct to Regulate, Monitor and Report Trading by Insiders:**

The Company has adopted a Code of Conduct to regulate, monitor and report trading by Insiders under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Code of Conduct to Regulate, Monitor and Report Trading by Insiders ("Insider Trading Code").

The Company has automated declarations and disclosures to be received from the designated persons (other than Promoter(s) & Promoter(s) Group) and the Board reviews the Insider Trading Code on need basis.

**For and Behalf of the Board  
Maan Aluminium Limited**

**Date:** 09.06.2023  
**Place:** New Delhi

**Ravinder Nath Jain  
Chairman and Managing Director**



## Annexure A

### CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

*(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,  
**The Members of**  
**MAAN ALUMINIUM LIMITED**  
4/5, First Floor, Asaf Ali Road  
New Delhi DL 110002 IN

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Maan Aluminium Limited having CIN L30007DL2003PLC214485 and having registered office at 4/5, First Floor, Asaf Ali Road New Delhi -110002(hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority .

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	RAVINDER NATH JAIN	00801000	24/12/2009
2	PRITI JAIN	01007557	05/10/2012
3	RAJPAL JAIN	01040641	26/05/2017
4	RAJESH JAIN	02854873	14/01/2010
5	AMIT JAIN	03498081	01/04/2011
6	SURESH CHANDER MALIK	05178174	14/11/2015
7	ASHISH RAJESH JAIN	06942547	14/11/2014
8	VIKSIT CHADHA	08236797	13/02/2021

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

Place: Noida

UDIN: A037019E000472443

Date: 09th June 2023

Name: Anita Aswal  
Membership No.: 37019  
CP No.: 13883  
PR: 2095/22

## Annexure B

### CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members,  
Maan Aluminium Limited  
4/5, First Floor, Asaf Ali Road  
New Delhi DL 110002 IN

CIN: L30007DL2003PLC214485

We have examined the compliance of conditions of Corporate Governance by Maan Aluminium Limited for the year ended on 31st March 2023, as stipulated in chapter IV of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as applicable.

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

In our opinion and to best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of Listing Regulations,

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

Date: 09th June 2023  
Place: Noida

Anita Aswal  
Company Secretary  
M. No.- 37019  
COP No.-13883  
UDIN: A037019E000472454  
PR: 2095/22

## Annexure C

### CEO and CFO Certificate

#### (Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)

In terms of regulation 17(8) of SEBI (LODR) Regulations, 2015, Chief Executive Officer and Chief Financial Officer of the Company has certified to the Board that:

- A. We have reviewed financial statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violate of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal control for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and steps have been taken to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit committee that:
- (1) there has not been any significant change in internal control over financial reporting during the year;
  - (2) there has not been any significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
  - (3) we are not aware of any instances during the year of significant fraud with involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Place: New Delhi**  
**Date: 30.05.2023**

**Viksit Chadha**  
**Chief Executive Officer**

**Sandeep Kumar Agarwal**  
**Chief Financial Officer**

## Auditors'

To,

**The Members of Maan Aluminium Limited,**

### **Report on the Audit of the Standalone Ind AS Financial Statements**

#### **Opinion**

We have audited the accompanying standalone Ind AS financial statements of **Maan Aluminium Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2023, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("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, 2023, its profit including other comprehensive income its cash flows and the changes in equity for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Ind AS 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

#### **Information Other than the Financial Statements and Auditors' Report Thereon**

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the

Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone 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 standalone financial statements,

including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone 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 Standalone 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.

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

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. **As required by Section 143 (3) of the Act, we report that:**
  - (a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- (c) The standalone balance sheet, the standalone statement of profit and loss including other comprehensive income, the standalone statement of cash flows and the standalone statement of changes in equity dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act;
- (e) On the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (f) With respect to the adequacy of the internal financial controls with reference to the standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company has disclosed the impact of pending litigations as at 31 March 2023 on its financial position in Note 36.1 to 36.2 to the standalone 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2023.
  - iv. (a) The management has represented that, to the best of its knowledge and belief, 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
    - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company
    - or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
- (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
  - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures as 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 (iv)(a) and (iv)(b) contain any material misstatement.
- v. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. 1st April, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March, 2023.
- (h) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:
- In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act.

**For M A K & Associates**  
**Chartered Accountants**  
**Firm Registration No. 003060C**

**Place: Indore**  
**Date : 30.05.2023**  
 UDIN: 23415037BGYBTQ8776

**CA. Kunji Lal Kushwaha**  
**Partner**  
**M. No. 415037**



**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT OF MAAN ALUMINIUM LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023.**

**(Refer to in our report of even date)**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- i. a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
- (B) The Company does not have any intangible assets accordingly, this sub clause is not applicable to company.
- b) Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the Property, Plant and Equipment at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- c) According to the information and explanations given to us and the records examined by us including registered title deeds, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the Balance Sheet date. In respect of immovable properties of land that have been taken on lease and disclosed as Right of Use Assets in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.
- d) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use assets) and intangible assets during the year.
- e) according to information and explanations given to us, no proceedings have been initiated or are pending against the Company as at 31st March, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. a) The inventories, except goods-in-transit and stocks lying with third parties, have been physically verified by the management during the year. In our opinion and based on information and explanations given to us, frequency, coverage and procedure of such verification by

the management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories.

- b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from bank on the basis of security of current assets as mentioned in note no. 20 to the financial statement. In our opinion and according to the information and explanations given to us, the quarterly statements has been filed by the Company with the bank.
- There was difference between the amount as per books of account for respective quarter and amount as reported in the quarterly statement with HDFC bank:
- In respect of quarter ended March 31, 2023 where differences were in case of Debtors amounting to Rs. 217.89 Lakhs (amount reported – Rs. 11881.85 Lakhs vs amount as per books of account – Rs. 11663.96 Lakhs), Creditors had a difference of Rs. 2563.29 Lakhs (amount reported – Rs. 634.42 Lakhs vs amount as per books of account –Rs. 3197.71 Lakhs) and Inventory had a difference of 165.06 Lakhs (amount reported – Rs. 3660.38 Lakhs vs amount as per books of account – Rs. 3495.32 Lakhs).
- In respect of quarter ended September 30, 2022 where differences were in case of Debtors amounting to Rs. 136.70 Lakhs (amount reported – Rs. 12386.2 Lakhs vs amount per books of account – Rs. 12522.90 Lakhs), Creditors had a difference of Rs. 1623.14 Lakhs (amount reported – Rs. 766.9 Lakhs vs amount as per books of account –Rs. 2390.04 Lakhs) and Inventory had a difference of 339.94 Lakhs (amount reported – Rs. 3055.41 Lakhs vs amount as per books of account – Rs. 2715.47 Lakhs).
- iii. The Company has not made investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence sub-clauses iii (a) to (f) under clause (iii) of the Order are not applicable.
  - iv. In our opinion and according to the information and explanation gives to us, the company has not given any loans or guarantee or has not made investments covered under section 185 and 186 of the Act.

- v. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public in accordance with the provisions of sections 73 to 76 of the Act and the rules framed there under. Accordingly, clause (v) of the Order is not applicable to the Company.
- vi. We have broadly reviewed the cost records maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under subsection 1 of Section 148 of the Act and are of the opinion that prima facie the prescribed cost records have been maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii. a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues applicable to it including Goods and Service Tax, Provident Fund, Employee's State Insurance, Income Tax, Sales tax, Service tax Customs Duty, , cess and other material statutory dues applicable to it to the appropriate authorities.
- According to the information and explanations given to us, there were no undisputed amount payable in respect of Goods and Service Tax, Provident Fund, Employee's State Insurance, Income Tax, Sales tax, Service tax Customs Duty, cess and other material statutory dues were outstanding at the end of the year for a period of more than six months from the date they become payable.

b) According to information and explanations given to us, the following dues have not been deposited by the company on the account of disputes:-

S.No.	Name of Statute	Nature of Dues	Period to which the amount relates	Amount (Rs in Lakhs)	Forum where dispute is pending
1.	Central Sales Tax Act 1956	CST	2001-02	3.11	M P. High Court
2.	Central Sales Tax Act 1956	CST	2002-03	2.83	M P. High Court
3.	Central Sales Tax Act 1956.	CST	2010-11	3.61	Sales Tax Appellate Tribunal, Indore
4.	Central Sales Tax Act 1956.	CST	2011-12	13.77	Sales Tax Appellate Tribunal, Indore
5.	Central Sales Tax Act 1956.	CST	2012-13	16.34	Sales Tax Appellate Tribunal, Indore
6	Central Sales Tax Act 1956.	CST	2017-18	14.50	Additional Commissioner of Commercial Tax (Appeal) , Indore
7	Central CST Act, 2017 and Rajasthan GST Act, 2017	GST	2017-18	17.96	Rajasthan High Court
8	Income Tax Act, 1961	Income Tax	2010-11	41.70	Commissioner of Income Tax (Appeals) VI, New Delhi
9	Income Tax Act, 1961	Income Tax	2014-15	52.14	ITAT, Indore
10	Income Tax Act, 1961	Income Tax	2016-17	5.15	ITO, Delhi

- viii. According to the information and explanations given to us, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 during the year.
- ix. a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- b) According to information and explanations given to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.
- d) On an overall examination of the Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been utilised during the year for long-term purposes by the Company.
- e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates during the year and hence, reporting under clause (ix)(e) of the Order is not applicable

- f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, associate, joint ventures companies.
- x. a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
- b) The Company has not made any preferential allotment or private placement of shares or convertible debenture (fully or partly or optionally) during the year and hence reporting under clause (x)(b) of the Order is not applicable to Company.
- xi. a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- c) We have taken into consideration, the whistle blower complaints received by the Company during the year (and up to the date of this report) and provided to us, when performing our audit.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv. a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered, the internal audit reports issued to the Company during the year and covering the period up to 31st March, 2023.
- xv. According to the information and explanations given to us, in our opinion, during the year, the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi) (a), (b), (c) and (d) of the Order are not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

**For M A K & Associates**  
**Chartered Accountants**  
**Firm Registration No. 003060C**

**Place: Indore**  
**Date : 30.05.2023**  
UDIN:23415037BGYBTQ8776

**CA. Kunji Lal Kushwaha**  
**Partner**  
**M. No. 415037**

**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF MAAN ALUMINIUM LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2023.**

**(Refer to in our report of even date)**

**Report on the internal financial controls under clause (i) of sub-section 3 of section 143 of the Act.**

We have audited the internal financial controls over financial reporting of Maan Aluminium Limited ("the Company") as of 31 March, 2023 in conjunction with our audit of the standalone 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 controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act 2013 ("the Act").

**Auditor's responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with 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 controls based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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 control system over financial reporting.

**Meaning of internal financial controls over financial reporting**

A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have 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 controls 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, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by Institute of Chartered Accountants of India.

**For M A K & Associates  
Chartered Accountants  
Firm Registration No. 003060C**

**Place: Indore  
Date : 30.05.2023  
UDIN: 23415037BGYBTQ8776**

**Kunji Lal Kushwaha  
Partner  
M. No. 415037**

## Balance Sheet as at March 31, 2023

CIN: L30007DL2003PLC214485

ASSETS	Note	Amount (Rs. in lakhs)	
		March 31, 2023	March 31, 2022
<b>Non-current assets</b>			
Property, plant & equipment	3A	4,979.97	4,439.52
Right of use assets	3B	106.47	93.26
Capital Work in progress	3C	84.77	39.18
Financial assets			
Investment	4	0.50	0.50
Other Financial assets	5	97.00	68.84
Other non-current assets	6	100.28	54.55
<b>Total non-current assets</b>		<b>5,368.99</b>	<b>4,695.84</b>
<b>Current assets</b>			
Inventories	7	3,495.32	3,719.05
Financial assets			
Investment	8	50.00	-
Trade receivables	9	11,559.41	7,266.49
Cash and cash equivalents	10	8.70	9.73
Bank balances other than cash and cash equivalent	11	234.39	141.39
Other Financial assets	12	319.60	59.49
Current tax assets (net)	13	10.74	10.74
Other current assets	14	1,441.73	1,241.51
<b>Total current assets</b>		<b>17,119.90</b>	<b>12,448.40</b>
<b>TOTAL ASSETS</b>		<b>22,488.88</b>	<b>17,144.24</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	15	1,352.12	1,352.12
Other equity	16	11,675.38	7,085.19
Total equity		13,027.51	8,437.32
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
Borrowings	17	103.05	323.65
Lease Liabilities		59.96	50.77
Provisions	18(a)	36.83	44.17
Deferred tax liabilities (net)	19	272.21	268.70
<b>Total non-current liabilities</b>		<b>472.05</b>	<b>687.28</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	20	5,422.52	6,166.28
Lease Liabilities		25.29	19.11
Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises	21	81.12	43.21
(b) Total outstanding dues of other than micro enterprises and small enterprises	21	2,946.44	1,093.40
Other financial liabilities	22	133.58	128.36
Other current liabilities	23	218.84	302.51
Provisions	18(b)	109.07	92.50
Current tax liabilities (net)	24	52.47	174.26
<b>Total current liabilities</b>		<b>8,989.33</b>	<b>8,019.64</b>
<b>Total liabilities</b>		<b>9,461.38</b>	<b>8,706.92</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>22,488.88</b>	<b>17,144.24</b>

The accompanying notes are an integral part of the financial statements

As per our report of even date  
For M A K & ASSOCIATES  
Chartered Accountants  
Firm Registration No.: 003060C

CA Kunji Lal Kushwaha  
Partner  
Membership No: 415037  
Place: Indore  
Date: May 30, 2023  
UDIN : 23415037BGYBTQ8776

For and on behalf of the Board of Directors of  
MAAN Aluminium Limited  
CIN – L30007DL2003PLC214485

Ravindra Nath Jain  
(Chairman & MD)  
DIN: 00801000

Viksit Chadha  
(CEO & Director)  
DIN: 08236797

Place: New Delhi  
Date: May 30, 2023

Ashish Jain  
(Executive Director)  
DIN: 06942547

Sandeep Agarwal  
(CS & Chief Financial Officer)



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

CIN: L30007DL2003PLC214485

		Amount (Rs. in lakhs)	
Particulars	Note	March 31, 2023	March 31, 2022
<b>Income</b>			
Revenue from operations	25	81,385.49	57,229.17
Other income	26	515.61	525.14
<b>Total income</b>		<b>81,901.10</b>	<b>57,754.31</b>
<b>Expenses:</b>			
Cost of materials consumed	27	21,862.54	18,149.78
Purchase of stock-in-trade	28	41,882.10	28,988.11
Changes in inventories of finished goods, work-in-progress and stock-in-trade	29	(525.51)	156.74
Employee benefits expenses	30	1,575.67	1,148.67
Finance costs	31	494.72	488.34
Depreciation and amortization expenses	32	446.65	346.83
Other expenses	33	9,461.66	5,500.87
<b>Total expenses</b>		<b>75,197.81</b>	<b>54,779.33</b>
<b>Profit/(Loss) before exceptional items and tax</b>		<b>6,703.28</b>	<b>2,974.98</b>
Exceptional items		-	-
<b>Profit/(Loss) before tax</b>		<b>6,703.28</b>	<b>2,974.98</b>
<b>Tax expense</b>			
Current tax	34	1,699.91	743.35
Tax for previous financial year		2.76	7.44
Deferred tax charge/(benefit)		3.51	26.28
<b>Total Income tax expense</b>		<b>1,706.18</b>	<b>777.07</b>
<b>Profit/(Loss) for the year</b>		<b>4,997.10</b>	<b>2,197.91</b>
<b>Other comprehensive income</b>			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Re-measurement gains/ (losses) on defined benefit plans		(1.71)	(41.82)
Income tax effect		0.43	10.53
<b>Other comprehensive income for the year</b>		<b>(1.28)</b>	<b>(31.30)</b>
<b>Total comprehensive income for the year</b>		<b>4,995.83</b>	<b>2,166.61</b>
<b>Earnings per equity share (in Rupees):</b>			
Basic earning per share	42	36.96	16.26
Diluted earning per share	42	36.96	16.26
Nominal value per share		10	10

The accompanying notes are an integral part of the financial statements

As per our report of even date  
**For M A K & ASSOCIATES**  
 Chartered Accountants  
 Firm Registration No.: 003060C

**CA Kunji Lal Kushwaha**  
 Partner  
 Membership No: 415037  
 Place: Indore  
 Date: May 30, 2023  
 UDIN : 23415037BGYBTQ8776

For and on behalf of the Board of Directors of  
**MAAN Aluminium Limited**  
 CIN - L30007DL2003PLC214485

**Ravindra Nath Jain**  
 (Chairman & MD)  
 DIN: 00801000

**Viksit Chadha**  
 (CEO & Director)  
 DIN: 08236797

Place: New Delhi  
 Date: May 30, 2023

**Ashish Jain**  
 (Executive Director)  
 DIN: 06942547

**Sandeep Agarwal**  
 (CS & Chief Financial Officer)



**Statement of Cash Flows** for the period ended March 31, 2023

CIN: L30007DL2003PLC214485

Sr. No.	Particulars	Amount (Rs. in lakhs)	
		March 31, 2023	March 31, 2022
<b>A.</b>	<b>Cash flow from operating activities</b>		
	Net Profit before tax	<b>6,703.28</b>	<b>2,974.98</b>
	Adjustments for:		-
	Depreciation, impairment and amortisation expenses	446.65	346.83
	Finance costs	494.72	488.34
	Interest income	(140.60)	(91.41)
	Loss/(Profit) on disposal of property, plant and equipment	5.75	-
	Bad debts, Provision for Doubtfull Debts and Sundry balance written off	447.31	58.10
	Actuary gain (Loss) on define benefit plan	(1.71)	(41.82)
	<b>Operating profit before working capital changes</b>	<b>7,955.41</b>	<b>3,735.01</b>
	Changes in working capital:		
	(Increase)/Decrease in inventories	223.73	(450.86)
	(Increase)/Decrease in trade receivables	(4,740.24)	(1,080.79)
	(Increase)/Decrease in other non current financial assets	(28.15)	-
	(Increase)/Decrease in other non current assets	(45.73)	10.76
	(Increase)/Decrease in other current financial assets	(260.11)	(41.08)
	(Increase)/Decrease in other current assets	(200.22)	256.57
	Increase/ (Decrease) in trade payables	1,890.95	(231.37)
	Increase/ (Decrease) in other current financial liabilities	5.21	(57.30)
	Increase/ (Decrease) in other current liabilities	(83.68)	(19.01)
	Increase/ (Decrease) in provisions	9.23	(12.28)
	<b>Cash generated from operations</b>	<b>4,726.40</b>	<b>2,109.64</b>
	Less: Taxes Paid	(1,824.03)	(599.96)
	<b>Net cash flow from / (used in) operating activities (A)</b>	<b>2,902.37</b>	<b>1,509.68</b>
<b>B.</b>	<b>Cash flow from investing activities</b>		
	Purchase of property, plant and equipment including WIP	(1,033.04)	(1,194.64)
	Proceed from property, plant and equipment	18.53	40.19
	Investment in Shares/ T-Bills	(50.00)	-
	(Increase)/ decrease in bank balance other than cash & cash equivalent	(93.00)	330.63
	Interest received	140.60	91.41
	<b>Net cash flow from / (used in) investing activities (B)</b>	<b>(1,016.91)</b>	<b>(732.41)</b>
<b>C.</b>	<b>Cash flow from financing activities</b>		
	Proceeds from long-term borrowings	169.00	29.58
	Repayment of long-term borrowings	(389.60)	(19.86)
	Proceeds/(Repayment) of short-term borrowings (Net)	(743.77)	(749.87)
	Repayment of Lease liability	(21.77)	(17.18)
	Finance cost	(494.72)	(488.34)
	Dividend Paid	(405.64)	(135.21)
	<b>Net cash flow from / (used in) financing activities (C)</b>	<b>(1,886.48)</b>	<b>(1,380.88)</b>
<b>(A+B+C)</b>	<b>Net increase / (decrease) in Cash and cash equivalents</b>	<b>(1.03)</b>	<b>(603.61)</b>
	Cash and cash equivalents at the beginning of the year	9.73	613.34
	Cash and cash equivalents at the end of the year	8.70	9.73
	<b>Cash and cash equivalents Comprises of:</b>		
	(a) Cash in hand	5.77	7.08
	(b) Balances with banks in current accounts	2.93	2.65
	<b>TOTAL</b>	<b>8.70</b>	<b>9.73</b>

Notes: The above cash flow Statement has been prepared under the indirect method as set out in indian accounting Standard (Ind AS-7) - Statement of Cash flow.

The accompanying notes are an integral part of the financial statements

As per our report of even date  
**For M A K & ASSOCIATES**  
 Chartered Accountants  
 Firm Registration No.: 003060C

CA Kunji Lal Kushwaha  
 Partner  
 Membership No: 415037  
 Place: Indore  
 Date: May 30, 2023  
 UDIN : 23415037BGYBTQ8776

For and on behalf of the Board of Directors of  
**MAAN Aluminium Limited**  
 CIN – L30007DL2003PLC214485

Ravindra Nath Jain  
 (Chairman & MD)  
 DIN: 00801000

Viksit Chadha  
 (CEO & Director)  
 DIN: 08236797

Place: New Delhi  
 Date: May 30, 2023

Ashish Jain  
 (Executive Director)  
 DIN: 06942547

Sandeep Agarwal  
 (CS & Chief Financial Officer)

**Statement of Changes in Equity** for the year ended March 31, 2023

CIN: L30007DL2003PLC214485

Amount (Rs. in lakhs)

<b>A. Equity share capital</b>		
<b>Particulars</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Balance at the beginning of the year		
- In Rs.	1,352.12	676.06
- in No.	135.21	67.61
Changes in equity share capital during the year		
- In Rs.	-	676.06
- in No.	-	67.61
Balance at the end of the year		
- In Rs.	1,352.12	1,352.12
- in No.	135.21	135.21

**B. Other Equity****For the year ended March 31, 2022**

<b>Particulars</b>	<b>Reserve and Surplus</b>		<b>Item of OCI</b>	<b>Total</b>
	<b>General Reserve</b>	<b>Retained Earnings</b>	<b>Remeasurement of the Net Defined benefit Plans</b>	
Balance as at April 1, 2021	1,310.29	4,450.28	(30.72)	5,729.86
Profit for the Year	-	2,197.91	-	2,197.91
Other Comprehensive Income for the year	-	-	(31.30)	(31.30)
Bonus shares issued	(676.06)	-	-	(676.06)
Dividends	-	(135.21)	-	(135.21)
<b>Balance as at March 31, 2022</b>	<b>634.23</b>	<b>6,512.98</b>	<b>(62.02)</b>	<b>7,085.19</b>

**For the year ended March 31, 2023**

<b>Particulars</b>	<b>Reserve and Surplus</b>		<b>Item of OCI</b>	<b>Total</b>
	<b>General Reserve</b>	<b>Retained Earnings</b>	<b>Remeasurement of the Net Defined benefit Plans</b>	
Balance as at April 1, 2022	634.23	6,512.98	(62.02)	7,085.19
Profit for the Year	-	4,997.10	-	4,997.10
Other Comprehensive Income for the year	-	-	(1.28)	(1.28)
Bonus shares issued	-	-	-	-
Dividends	-	(405.64)	-	(405.64)
<b>Balance as at March 31, 2023</b>	<b>634.23</b>	<b>11,104.45</b>	<b>(63.29)</b>	<b>11,675.38</b>

The accompanying notes are an integral part of the financial statements

As per our report of even date  
**For M A K & ASSOCIATES**  
 Chartered Accountants  
 Firm Registration No.: 003060C

**CA Kunji Lal Kushwaha**  
 Partner  
 Membership No: 415037  
 Place: Indore  
 Date: May 30, 2023  
 UDIN : 23415037BGYBTQ8776

For and on behalf of the Board of Directors of  
**MAAN Aluminium Limited**  
 CIN – L30007DL2003PLC214485

**Ravindra Nath Jain**  
 (Chairman & MD)  
 DIN: 00801000

**Viksit Chadha**  
 (CEO & Director)  
 DIN: 08236797

Place: New Delhi  
 Date: May 30, 2023

**Ashish Jain**  
 (Executive Director)  
 DIN: 06942547

**Sandeep Agarwal**  
 (CS & Chief Financial Officer)

## Notes forming part of the financial statements for the year ended March 31, 2023

### Note: 1 CORPORATE INFORMATION

Maan Aluminium Limited (the 'Company') is a public limited Company domiciled in India with its registered office located at Building No. 4/5, 1st Floor, Asaf Ali Road, New Delhi-110002, India. The Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE). The Company is engaged in the business of manufacturing & trading of aluminium profiles, anodizing and fabrication of profiles, aluminium ingots, aluminium billets etc. and other related activities.

### Note: 2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 BASIS OF PREPARATION AND PRESENTATION

##### i) Basis of Preparation:

The standalone financial statements ('financial statements') of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards Rules, 2015 (as amended from time to time and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements, The standalone financial statements have been prepared on a going concern basis in accordance with accounting principles generally accepted in India.

##### ii) Basis of measurement

These financial statements are prepared under the historical cost convention except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities (including derivative instruments) measured at fair value (refer accounting policy regarding financial instruments),
- Defined benefit plans – plan assets measured at fair value

The financial statements are presented in Indian Rupees, except when otherwise indicated.

##### iii) Measurement of fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Normally at initial recognition, the transaction price is the best evidence of fair value.

However, when the company determines that transaction price does not represent the fair value, it uses inter-alia valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability

Financial assets and financial liabilities that are recognised at fair value on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

##### iv) Classification of Assets and Liabilities into Current/Non-Current:

The Company has ascertained its operating cycle as twelve months for the purpose of Current/ Non-Current classification of its Assets and Liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

- (i) It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or
- (ii) It is held primarily for the purpose of trading; or
- (iii) It is expected to realise the asset within twelve months after the reporting period; or
- (iv) The asset is a cash or 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.

Similarly, a liability is classified as current if:

- (i) It is expected to be settled in the normal operating cycle; or
- (ii) It is held primarily for the purpose of trading; or
- (iii) It is due to be settled within twelve months after the reporting period; or
- (iv) The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.

## **2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **a) Property, Plant and Equipment (PPE)**

- i) Property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation, accumulated impairment loss, government grant received in respect of Property, plant and equipment. Cost includes all expenses directly incidental to acquisition, bringing the asset to the location and installation including site restoration up to the time when the asset is ready for intended use. Such Costs also include Borrowing Cost if the recognition criteria are met.

- ii) The residual values, useful lives and method of depreciation of property, plant and equipment is reviewed at each financial year end and adjusted prospectively.

- iii) Depreciation

Depreciation on Property, Plant & Equipment is provided on Straight Line Method based on estimated useful life of the assets which is same as envisaged in schedule II of the Companies Act, 2013. The residual values, useful lives and method of depreciation of property, plant and equipment is reviewed at each financial year end and adjusted prospectively, if appropriate.

- iv) De-recognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

### **b) Intangible assets**

- i) Intangible assets which is purchased are initially measured at cost. Subsequently, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any

- ii) An item of Intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

iii) Amortisation

Finite-life intangible assets are amortised on a straight-line basis over the period of their expected useful lives.

Estimated useful life of computer software is estimated for 3 year

c) **Impairment of non financial assets**

At the end of each reporting period, the Company determines whether there is any indication that its assets (property, plant and equipment, intangible assets carried at cost) have suffered an impairment loss with reference to their carrying amounts. If any indication of impairment exists, the recoverable amount (i.e. higher of the fair value less costs of disposal and value in use) of such assets is estimated and impairment is recognised, if the carrying amount exceeds the recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money

d) **Financial Assets**

i) Initial Recognition and Measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortized cost.

ii) Subsequent Measurement

For purpose of subsequent measurement financial assets are classified in two broad categories:-

(i) Financial assets at amortized cost

(ii) Financial Assets at fair value through profit or loss

(iii) Financial Assets at fair value through other comprehensive income (OCI)

A financial asset that meets the following two conditions is measured at amortized cost:

i) Business Model Test: The objective of the company's business model is to hold the financial asset to collect the contractual cash flows

ii) Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through OCI:-

- Business Model Test: The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

- Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

All equity investments are measured at fair value in the balance sheet, with value changes recognized in the statement of profit and loss, except for those equity investments for which the entity has elected irrevocable option to present value changes in OCI

All other financial assets are measured at fair value through profit and loss

Where assets are measured at fair value through profit of loss, gains and losses are recognized in the statement of profit and loss

Where assets are measured at fair value through other comprehensive income, gains and losses are recognized in other comprehensive income

iii) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk and if so, assess the need to provide for the same in the Statement of Profit and Loss.

iv) Derecognition of financial assets

A financial asset is derecognised only when Company has transferred the rights to receive cash flows from the financial asset. Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised.

**e) Financial Liabilities**

i) Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

ii) Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

iii) Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

**f) Leases**

Assets taken on lease

The Company mainly has lease arrangements for land for Factory and building for offices. The Company assesses whether a contract is or contains a lease, at inception of a contract. The assessment involves the exercise of judgement about whether (i) the contract involves the use of an identified asset, (ii) the Company has substantially all of the economic benefits from the use of the asset through the period of the lease, and (iii) the Company has the right to direct the use of the asset. The Company recognises a right-of-use asset ("ROU") and a corresponding lease liability at the lease commencement date.

The ROU asset is initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for certain re-measurements of the lease liability.. The ROU asset is depreciated using the straightline method from the commencement date to the earlier of, the end of the useful life of the ROU asset or the end of the lease term. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the incremental borrowing rate specific to the Company.

Lease payments included in the measurement of the lease liability include fixed payments, variable lease payments that known at the commencement date. Variable lease payments that do not depend on an rate are not included in the measurement the lease liability and the ROU asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "other expenses" in the statement of profit or loss. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made and remeasured (with a corresponding adjustment to the related ROU asset) when there is a change in future lease payments in case of renegotiation, changes of an rate or in case of reassessment of options.



Short-term leases and leases of low-value assets: The Company has elected not to recognize ROU assets and lease liabilities for short term leases as well as low value assets and recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

**g) Inventory**

Inventories are valued at the lower of cost and net realisable value.

Cost of Raw material: Inventory items that are not interchangeable, specific cost are attributed for specific individual items of inventory. Inventory items that are interchangeable, cost are attributed to these inventory items on FIFO Basis.

Cost of Finished goods and WIP: Cost of finished goods and work in progress include weighted average costs of raw materials, conversion costs and other costs incurred in bringing the inventories to their present location and condition.

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

**h) Income Tax**

Provision for tax is made for the current accounting period (reporting period) on the basis of the taxable profits computed in accordance with the Income-tax Act, 1961 and the Income Computation and Disclosure Standards prescribed therein.

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

A deferred tax liability is recognised based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period. Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority

**i) Provisions and contingent liabilities**

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Disputed liabilities and claims against the company including claims raised by fiscal authorities (e.g. Sales Tax, Income Tax, Excise etc.) pending in appeal / court for which no reliable estimate can be made and or involves uncertainty of the outcome of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in notes to accounts

**j) Foreign Currency Translation**

- i) The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.
- ii) On initial recognition, all foreign currency transactions are recorded at foreign exchange rate on the date of transaction. Gain / Loss arising on account of rise or fall in foreign currencies vis-à-vis functional currency between the date of transaction and that of payment is charged to Statement of Profit & Loss.

- iii) Monetary Assets in foreign currencies are translated into functional currency at the exchange rate ruling at the Reporting Date and the resultant gain or loss, is accounted for in the Statement of Profit & Loss.

**k) Dividend to equity holders of the Company**

The Company recognises a liability to make cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

**l) Revenue Recognition**

The company's revenue from contract with customer is mainly from sale of aluminium products. Revenue is recognised upon transfer of control of goods to customers which is usually on delivery of goods, in an amount that reflects the consideration the Company expects to receive in exchange for those goods. The Company determines the performance obligations associated with the contract with customers at contract inception and also determine whether they satisfy the performance obligation over time or at a point in time. The company satisfy the performance obligation at point of time accordingly recognise revenue at point of time since any of following criteria are not met:

- a) The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
- b) The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- c) The Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date.

Amounts disclosed as revenue are net of GST, discounts, rebates and incentives. The materials returned/rejected are accounted for in the year of return/rejection.

Export incentives & other miscellaneous incomes are recognised on accrual basis. Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

All other other income including interest income are recognised on accrual basis.

**m) Employee benefits**

i) Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Short term employee benefits such as salaries, allowances, performance incentives, etc., are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee renders the related service.

ii) Post Employment Benefits

Defined contribution plans

Payments made to a defined contribution plan such as Company's contribution to provident fund, employee state insurance and other funds are determined under the statute and charged to the Statement of Profit and Loss in the period of incurrence when the services are rendered by the employees.

iii) Defined Benefits Plans

The Company makes annual contributions to gratuity funds administered by the L.I.C.. The Gratuity plan provides for lump sum payment to vested employees on retirement, death or termination of employment of an amount based on the respective employee's last drawn salary and tenure of employment. The Company accounts for the net present value of its obligations for gratuity benefits, based on an independent actuarial valuation, determined on the basis of the projected unit credit method, carried out as at the Balance Sheet date. The obligation determined as aforesaid less the fair value of the plan assets is reported as a liability or assets as of the reporting date. Actuarial gains and losses are recognised immediately in the Other Comprehensive Income and reflected in retained earnings and will not be reclassified to the Statement of Profit and Loss.

**n) Borrowing Cost**

Borrowing cost that are directly attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale

Borrowing cost consist of interest and other costs that an entity incurs in connection with the borrowing of funds. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing cost are recognized as expense in the period in which they are incurred

**o) Earning Per Share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period. The weighted average number of equity shares outstanding during the period and all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of share outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

**p) Segment reporting**

The activity of the company comprises of only manufacturing and trading of aluminium products hence there is no other reportable operating segment as required by Ind AS -108.

**q) Cash and cash equivalents**

Cash and cash equivalents are short-term (three months or less from the date of acquisition), highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

**r) Government Grant**

Government Grants are recognised where there is reasonable assurance that the grant will be received and all the attached conditions will be complied with. When the grant relates to revenue, it is recognised in the statement of profit and loss on a systematic basis over the periods to which they relate. when the grant is related to assets, it is deducted from the carrying amount of respective asset.

Amount (Rs. in lakhs)

## Note 3A: Property, Plant and Equipment

Particulars	Freehold Land	Factory Building	Factory Building (Roads)	Plant & Machinery	Dies & Patterns	Office Equipment	Electrical Equipment	Electric Installation & Fittings	Furniture & Fixtures	Vehicles	Computer	Solar Plant	Total
Gross Block													
Balance as at 31st March, 2021	40.58	1,184.20	-	1,499.52	1,369.62	33.65	69.24	1.78	22.33	123.67	41.94	252.06	4,638.59
Addition	-	339.38	-	440.87	240.62	24.27	16.75	44.72	25.82	56.94	6.22	-	1,195.60
Disposal	-	35.00	-	11.14	-	-	7.57	-	-	-	-	-	53.71
Balance as at 31st March, 2022	40.58	1,488.58	-	1,929.25	1,610.25	57.92	78.42	46.50	48.15	180.60	48.16	252.06	5,780.48
Addition	-	130.28	20.28	344.56	216.26	26.60	6.91	8.90	9.15	214.45	10.06	-	987.45
Disposal	-	20.23	-	24.86	-	0.35	-	-	-	11.27	-	-	56.70
Balance as at 31st March, 2023	40.58	1,598.64	20.28	2,248.95	1,826.50	84.17	85.33	55.39	57.31	383.79	58.22	252.06	6,711.23
Accumulated Depreciation													
Balance as at 31st March, 2021	-	126.98	-	395.60	347.80	22.92	38.22	0.07	9.74	18.01	26.43	43.73	1,029.49
Addition	-	45.84	-	116.69	103.64	4.77	7.51	1.81	2.18	17.88	8.73	15.97	325.01
Disposal	-	7.77	-	1.72	-	-	4.04	-	-	-	-	-	13.53
Balance as at 31st March, 2022	-	165.05	-	510.56	451.44	27.68	41.69	1.87	11.91	35.89	35.16	59.70	1,340.96
Addition	-	73.63	0.97	145.22	113.79	9.39	6.71	4.71	4.94	38.97	8.40	15.97	422.71
Disposal	-	20.23	-	9.30	-	0.01	-	-	-	2.89	-	-	32.42
Balance as at 31st March, 2023	-	218.46	0.97	646.49	565.23	37.07	48.41	6.58	16.86	71.97	43.56	75.67	1,731.26
Net Block													
Balance as at 31st March, 2022	40.58	1,323.53	-	1,418.69	1,158.81	30.24	36.72	44.62	36.24	144.71	13.00	192.37	4,439.52
Balance as at 31st March, 2023	40.58	1,380.18	19.31	1,602.46	1,261.27	47.11	36.92	48.81	40.45	311.82	14.65	176.40	4,979.97

Foot note - i) Title deed of above immovable property is in name of the company.

ii) During the year company has received Government grant of Rs. 218.75 lacs related to assets and same has been reduced from carrying value of respective assets.

<b>Note 3B: Right to use Asset</b>	Amount (Rs. in lakhs)
<b>Gross Block</b>	
Balance as at 31st March, 2021	149.51
Addition	1.83
Disposal	-
Balance as at 31st March, 2022	151.34
Addition	37.14
Disposal	-
Balance as at 31st March, 2023	188.49
<b>Ammortisation</b>	
Balance as at 31st March, 2021	36.26
Addition	21.83
Disposal	-
Balance as at 31st March, 2022	58.09
Addition	23.93
Disposal	-
Balance as at 31st March, 2023	82.02
Balance as at 31st March, 2022	93.26
Balance as at 31st March, 2023	106.47
Foot note - All the lease agreements are duly executed in favour of the company	

**Note 3C : Capital Work in progress**

CWIP	Amount in CWIP for a period of				Total 2022-23
	Less than 1 year	1-2 year	2-3 year	More than 3 years	
Projects in progress	84.77				84.77
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>84.77</b>	-	-	-	<b>84.77</b>

CWIP	Amount in CWIP for a period of				Total 2021-22
	Less than 1 year	1-2 year	2-3 year	More than 3 years	
Projects in progress	39.18	-	-	-	39.18
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>39.18</b>	-	-	-	<b>39.18</b>

Foot note - None of Projects which is in CWIP is overdue for completion or has exceeded its cost compared to its original plan.

Amount (Rs. in lakhs)

<b>4 Investment</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Unquoted, Valued at fair value through P&L		
Investment in Equity Instruments	0.50	0.50
5000 shares (as at 31.03.2022 - 5,000 ) of Rs. 10/- each fully paid up of Pithampur Auto Cluster		
<b>Total Investment (Non-current)</b>	<b>0.50</b>	<b>0.50</b>
<b>5 Other Financial assets</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Unsecured, considered good		
Security deposit	97.00	68.84
<b>Total Other Financial Assets</b>	<b>97.00</b>	<b>68.84</b>
<b>6 Other non-current assets</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Capital advances	99.63	53.90
Balances with statutory / government authorities	0.65	0.65
<b>Total other non-current assets</b>	<b>100.28</b>	<b>54.55</b>
<b>7 Inventories</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
(Valued at lower of cost and net realisable value, unless stated otherwise)		
Raw materials and components	686.71	1,499.41
Work-in-progress	1,307.87	1,603.49
Finished goods	180.92	427.02
Stock-in-trade	1,067.23	-
Stores and Spares	252.59	189.13
<b>Total inventories</b>	<b>3,495.32</b>	<b>3,719.05</b>
<b>8 Investment</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Unquoted, Valued at amortized cost		
Investment in 183 days T-Bills	50.00	-
<b>Total Investment (Current)</b>	<b>50.00</b>	<b>-</b>



<b>9 Trade receivables</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Secured, considered good	53.97	-
Unsecured, considered good	10,964.64	6,911.94
Trade Receivables which have significant increase in credit risk	714.75	443.43
	11,733.36	7,355.37
Less: Provision for doubtful debts	(173.95)	(88.88)
<b>Total trade receivables</b>	<b>11,559.41</b>	<b>7,266.49</b>

**Trade receivable ageing schedule**

31.03.2023

Trade receivable	Not due	Outstanding for following periods from the due date of payment					TOTAL
		less than 6 months	6 month to 1 year	1-2 year	2-3 year	more than three year	
(a) Undisputed trade receivables, considered good	5,160.12	5,838.79	13.13	0.01	6.57	-	11,018.62
(b) Undisputed trade receivables, which have significant increase in credit risk	-	-	-	-	-	672.14	672.14
(c) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(d) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(e) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	42.61	42.61
(f) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>5,160.12</b>	<b>5,838.79</b>	<b>13.13</b>	<b>0.01</b>	<b>6.57</b>	<b>714.75</b>	<b>11,733.36</b>
Less: Provision for doubtful debts							173.95
Total Trade receivable							<b>11,559.41</b>

Trade receivable ageing schedule							31.03.2022	
Trade receivable	Not due	Outstanding for following periods from the due date of payment					TOTAL	
		less than 6 months	6 month to 1 year	1-2 year	2-3 year	more than three year		
(a) Undisputed trade receivables, considered good	4,327.54	1,656.92	1.17	0.02	-	-	<b>5,985.66</b>	
(a) Undisputed trade receivables, which have significant increase in credit risk	-	-	-	-	-	-	-	
(c) Undisputed Trade Receivables -credit impaired	-	-	-	-	-	-	-	
(d) Disputed Trade Receivables - considered good	-	-	-	-	-	926.28	<b>926.28</b>	
(e) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	443.43	<b>443.43</b>	
(f) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	
Total	4,327.54	1,656.92	1.17	0.02	-	1,369.71	<b>7,355.37</b>	
Less: Provision for doubtful debts	-	-	-	-	-	-	<b>88.88</b>	
<b>Total Trade receivable</b>							<b>7,266.49</b>	

10	Cash and cash equivalents	March 31, 2023	March 31, 2022
	Balances with banks - In current accounts	2.93	2.65
	Cash on hand	5.77	7.08
	<b>Total cash and cash equivalents</b>	<b>8.70</b>	<b>9.73</b>
11	Bank balances other than cash and cash equivalent	March 31, 2023	March 31, 2022
	Margin money or under lien deposits	218.81	134.26
	Unpaid dividend accounts	15.58	7.13
	<b>Total Bank balances other than cash and cash equivalent</b>	<b>234.39</b>	<b>141.39</b>
12	Others Financial assets (Current)	March 31, 2023	March 31, 2022
	Unsecured, considered good		
	Advance to staff	4.57	10.69
	Discount/Interest receivable	92.28	-
	Security deposit	15.41	15.84
	Others	207.34	32.96
	<b>Total Others financial assets (Current)</b>	<b>319.60</b>	<b>59.49</b>

<b>13 Current tax assets</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Income tax refund receivable	10.74	10.74
<b>Total Current tax assets</b>	<b>10.74</b>	<b>10.74</b>
<b>14 Other current assets</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Advance to suppliers	104.55	586.54
Balance with government authorities	1.81	1.81
GST Receivable	1,132.40	357.55
CST/VAT receivable	28.70	30.88
Deposit under Income Tax, GST and CST Appeal	54.78	61.73
Export incentive receivable	86.30	167.27
CENVAT credit/MODVAT balance	1.97	1.97
Others Receivable	0.01	0.27
Prepaid expenses	31.21	33.48
<b>Total Other current assets</b>	<b>1,441.73</b>	<b>1,241.51</b>
<b>15 Equity Share capital</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
The Company has only one class of share capital having a par value of Rs. 10 per share, referred to herein as equity shares.		
Authorised		
15,000,000 (March 31, 2022: 15,000,000) equity shares of Rs. 10 each	1,500.00	1,500.00
Issued, subscribed and paid up		
13,521,216 (March 31, 2022: 1,35,21,216) equity shares of Rs. 10 each fully paid	1,352.12	1,352.12
<b>Total</b>	<b>1,352.12</b>	<b>1,352.12</b>
(a) Reconciliation of shares outstanding at the beginning and at the end of the year		
Outstanding at the beginning of the year	135.21	67.61
Add: Issued during the year	-	67.61
Outstanding at the end of the year	135.21	135.21
(b) Rights, preferences and restrictions attached to 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 event of liquidation of the Company, the holders of equity shares would 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.		
(c) The Company has issued 67,60,608 bonus shares during the year 2021-22 and 33,80,304 bonus equity shares during the financial year 2017-18 other than this no other shares has been issued during the last five financial years.		
(d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company		

Name of the shareholder	March 31, 2023		March 31, 2022	
	Number of shares held	%	Number of shares held	%
Ravinder Nath Jain	61,29,208.00	45	61,29,208.00	45
Alka Jain	13,52,124.00	10	13,52,124.00	10
Priti Jain	7,72,080.00	6	7,04,795.00	5
Dipti Jain	6,76,068.00	5	6,76,068.00	5

(e) Details of shares held by promoters as defined in the Companies Act, 2013 at the end of the year:

Name of the shareholder	March 31, 2023		March 31, 2022		% change during the year
	Number of shares held	%	Number of shares held	%	
Ravinder Nath Jain	61,29,208.00	45	61,29,208.00	45	-
Alka Jain	13,52,124.00	10	13,52,124.00	10	-
Priti Jain	7,72,080.00	6	7,04,795.00	5	10
Dipti Jain	6,76,068.00	5	6,76,068.00	5	-

16	Other Equity	March 31, 2023		March 31, 2022	
(a)	General reserves				
	Opening balance		634.23		1,310.29
	Add: Addition during the year		-		-
	Less: Utilised during the year		-		676.06
	Closing balance		634.23		634.23
(b)	Surplus in the Statement of Profit and Loss				
	Opening balance		6,450.96		4,419.57
	Add: Total Comprehensive Income for the year		4,995.83		2,166.61
	Less: Interim Dividend		405.64		135.21
	Closing balance		11,041.15		6,450.96
	<b>Total Other Equity</b>		<b>11,675.38</b>		<b>7,085.19</b>

17	Financial Liabilities - Borrowings	March 31, 2023		March 31, 2022	
(a)	<b>Secured</b>				
	- Term Loan: Vehicle Loan (refer note 17.1 to 17.4)		161.16		40.54
(b)	<b>Unsecured</b>				
	- From related parties (refer note - 17.5)		-		300.00
	Total Non current borrowings including its current maturities		161.16		340.54
	Current Maturities				
	Secured	March 31, 2023		March 31, 2022	
	- Term Loan: Vehicle Loan	58.11		16.90	
	Amount disclosed under the head current borrowing (refer note 20)	58.11		16.90	
	Net Non current financial liabilities: borrowings		103.05		323.65

Notes:

17.1 - Secured Tem Loan - Vehicle loan from HDFC Bank Ltd. Secured by hypothecation of respective vehicle which is payable in 39 Monthly installments of Rs. 4.88/- lacs each commenced from August, 2022 for the principal and interest amount. This loan is carrying 7.30 % rate of interest Per Annum.

- 17.2 - Secured Tem Loan - Vehicle loan from HDFC Bank Ltd. Secured by hypothecation of respective vehicle which is payable in 36 Monthly installments of Rs. 0.77 lacs each commenced from October, 2019 for the principal and interest amount. This loan is carrying 8.70 % rate of interest Per Annum.
- 17.3 - Secured Tem Loan - Vehicle loan from HDFC Bank Ltd. Secured by hypothecation of respective vehicle which is payable in 36 Monthly installments of Rs. 0.57/- lacs each commenced from August, 2020 for the principal and interest amount. This loan is carrying 8.20 % rate of interest per annum.
- 17.4 - Secured Tem Loan - Vehicle loan from Yes Bank Ltd. Secured by hypothecation of respective vehicle which is payable in 60 Monthly installments of Rs. 0.60/- lacs each commenced from September, 2021 for the principal and interest amount. This loan is carrying 7.50 % rate of interest per annum.
- 17.5 - Unsecured Loan represent loan from Director of the company carrying rate of interest 7 % p.a. payable on monthly basis.

<b>18</b>	<b>Provisions</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	(a) Non Current Liabilities : Provisions		
	Provision for employee benefits (refer note 37)		
	-Provision for gratuity (funded)	9.15	16.33
	-Provision for leave encashment (unfunded)	27.68	27.84
	<b>Total Non Current Liabilities : Provisions</b>	<b>36.83</b>	<b>44.17</b>
	(b) Current Liabilities : Provisions		
	Provision for employee benefits (refer note 37)		
	-Provision for leave encashment (unfunded)	15.25	7.49
	-Provision for bonus	57.95	52.13
	-Provision for gratuity (funded)	35.87	32.88
	<b>Total Current Liabilities : Provisions</b>	<b>109.07</b>	<b>92.50</b>
<b>19</b>	<b>Deferred tax liabilities</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Deferred tax asset		
	Provision for doubtful debts	43.78	22.37
	Provision for post retirement benefits and other employee benefits	25.39	22.01
	Difference in lease balance IND AS-116	0.44	0.68
	Gross deferred tax asset (A)	69.61	45.06
	Deferred tax liability		
	Depreciation on Property Plant & Equipment	341.82	313.76
	Gross deferred tax liability (B)	341.82	313.76
	Deferred tax liabilities Net (B-A)	272.21	268.70
<b>20</b>	<b>Financial Liability- Current : Borrowings</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	(a) Secured		
	Loans repayable on demand from HDFC Bank (Refer Note : 20.1)		
	- Cash Credit & Export Packing Facility	5,010.83	3,528.55
	- Purchase bill discounting facility	-	992.63
		5,010.83	4,521.18
	Loans repayable on demand from ICICI Bank (Refer Note : 20.1)		
	- LC/Bill Discounting Facility ( From ICICI Bank)	-	344.52

(b) Unsecured		
Loans repayable on demand (Refer Note : 20.2)		
- Channel Finance Facility ( From Axis Bank)	353.58	781.21
- Channel Finance Facility ( From YES Bank)	-	502.48
(c) Current maturities of long-term debt (refer note 17 )	58.11	16.90
Total Current Financial Borrowings ( a + b )	5,422.52	6,166.28

## Notes :

## 20.1. Cash Credit, Packing Credit and Purchase Bill Discounting Facility

(a). Primary Security: - Hypothecation of entire stocks of Raw Material, Finished Goods, Stock-in-Process, Stores & Spares, Packing Materials including goods at port / in transit / under shipment and eligible book debts and all other current assets.

(b). Collateral Security-

(i) Hypothecation on company's Fixed Assets excluding Land and Building.

(ii) Equitable Mortgage on Land & Building situated at Plot No. 67, 68-A & 75 Sector-I, Pithampur, Dhar (M.P.)

(iii) Equitable Mortgage on property situated at Third floor Unit 01, Plot no 03, Sector 93-A, Noida, UP - 201301

(c). Personal guarantee of two promoter directors of the Company

## 20.2 Loan Repayable on Demand

(i) Channel finance facility - from Axis Bank Limited is guaranteed by personal guarantee of three promoter directors of the Company.

(ii) Channel finance facility - from Yes Bank Limited is guaranteed by personal guarantee of two promoter directors of the Company.

<b>21</b>	<b>Trade payables</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	(a) Total outstanding dues of micro and small enterprises	81.12	43.21
	(b) Total outstanding dues of other than micro and small enterprises	2,946.44	1,093.40
	<b>Total trade payables</b>	<b>3,027.56</b>	<b>1,136.61</b>

## Trade Payable Ageing Schedule

31.03.2023

Trade payable	Not due	Outstanding for following periods from the due date of payment				TOTAL
		less than 1 year	1-2 year	2-3 year	more than three year	
(a) MSME	65.12	16.00	-	-	-	81.12
(b) others	2,907.87	32.16	2.51	1.86	2.04	2,946.44
(c) Disputed dues - MSME	-	-	-	-	-	-
(d) Disputed dues - others	-	-	-	-	-	-
<b>Total Trade payable</b>	<b>2,972.99</b>	<b>48.16</b>	<b>2.51</b>	<b>1.86</b>	<b>2.04</b>	<b>3,027.56</b>



<b>Trade Payable Ageing Schedule</b>						<b>31.03.2022</b>
<b>Trade payable</b>	<b>Not due</b>	<b>Outstanding for following periods from the due date of payment</b>				<b>TOTAL</b>
		<b>less than 1 year</b>	<b>1-2 year</b>	<b>2-3 year</b>	<b>more than three year</b>	
(a) MSME	41.61	0.39	1.21	-	-	43.21
(b) others	1,060.13	32.88	0.19	0.07	0.13	1,093.40
(c) Disputed dues - MSME	-	-	-	-	-	-
(d) Disputed dues - others	-	-	-	-	-	-
<b>Total Trade payable</b>	<b>1,101.74</b>	<b>33.27</b>	<b>1.40</b>	<b>0.07</b>	<b>0.13</b>	<b>1,136.61</b>

<b>22</b>	<b>Other financial liabilities</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Unpaid dividends	15.58	7.13
	Creditor for capital goods	33.29	30.44
	Salary/Wage Payable	8.32	0.74
	Other payables	38.21	7.02
	Trade Deposit	38.18	83.03
	<b>Total Other Financial Liabilities</b>	<b>133.58</b>	<b>128.36</b>

<b>23</b>	<b>Other current liabilities</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Statutory due payable	48.69	52.17
	Advance from customer	170.14	250.35
	<b>Total other current liabilities</b>	<b>218.84</b>	<b>302.51</b>

<b>24</b>	<b>Current tax liabilities (net)</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Provision for Income tax (net of Advance Tax and TDS)	52.47	174.26
	<b>Total other current tax liabilities</b>	<b>52.47</b>	<b>174.26</b>

<b>25</b>	<b>Revenue from operations</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	(a) Sale of products (Gross)		
	- Finished goods	39,104.12	25,890.80
	- Traded goods	42,176.05	31,741.92
	Less: Discount on sales	(678.35)	(888.28)
	(b) Sale of services	158.67	119.31
	(c) Other operating revenues	625.01	365.43
	<b>Total revenue from operations</b>	<b>81,385.49</b>	<b>57,229.17</b>

Details of products sold			
Finished goods sold			
	Aluminium Extruded Profiles, Tubes, Rods, Billets, Anodized and Fabricated Profiles	39,104.12	25,890.80
Traded goods sold			
	Aluminium Ingots, Billets, Logs, Rods, Aluminium wire and Extruded Profiles	42,176.05	31,741.92
<b>26</b>	<b>Other income</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Interest income	140.60	91.41
	Gain on foreign currency transactions	369.56	393.88
	Others	5.45	39.86
	<b>Total other income</b>	<b>515.61</b>	<b>525.14</b>
<b>27</b>	<b>Cost of materials consumed</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Inventory at the beginning of the year	1,499.41	926.17
	Add : Purchases during the year	21,049.84	18,723.02
	Less: Inventory at the end of the year	(686.71)	(1,499.41)
	<b>Total cost of materials consumed</b>	<b>21,862.54</b>	<b>18,149.78</b>
<b>28</b>	<b>Purchases of stock-in-trade</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Purchases of stock-in-trade	41,882.10	28,988.11
	<b>Total purchases of stock-in-trade</b>	<b>41,882.10</b>	<b>28,988.11</b>
<b>Details of traded products purchased</b>			
	Aluminium Ingots, Billets, Logs, Rods, Aluminium wire and Extruded Profiles	41,882.10	28,988.11
		41,882.10	28,988.11
<b>29</b>	<b>Changes in inventories of finished goods, work in progress and stock-in trade</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
<b>Inventories at the beginning of the year:</b>			
	Stock-in-trade	-	994.04
	Work in progress	1,603.49	983.35
	Finished goods	427.02	209.85
		2,030.51	2,187.25
<b>Inventories at the end of the year:</b>			
	Stock-in-trade	1,067.23	-
	Work in progress	1,307.87	1,603.49
	Finished goods	180.92	427.02
		2,556.02	2,030.51
	Change in inventories of finished goods, work-in-progress and stock-in-trade (Net)	(525.51)	156.74

<b>30</b>	<b>Employee benefits expense</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Salaries, wages, bonus and other allowances	1,354.46	936.39
	Contribution to provident and other funds	69.26	62.48
	Gratuity expenses	24.50	14.66
	Staff welfare expenses	127.45	135.14
	<b>Total employee benefits expense</b>	<b>1,575.67</b>	<b>1,148.67</b>
<b>31</b>	<b>Finance costs</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Interest expense		
	- On borrowings	336.04	332.04
	- On others	92.47	30.96
	- On lease liability as per Ind AS 116	4.18	7.19
	Bank charges	62.03	118.14
	<b>Total finance costs</b>	<b>494.72</b>	<b>488.34</b>
<b>32</b>	<b>Depreciation and amortization Expenses</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	On tangible & Intangible assets (Refer note 3A)	422.71	325.01
	Ammortisation of Right to use (Refer note 3B)	23.93	21.83
	Total depreciation and amortization	446.65	346.83
<b>33</b>	<b>Other expenses</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	Consumption of store & spares parts	381.12	288.26
	Consumption of packing materials	410.95	282.75
	Oil fuel & Gas consumption	849.31	709.59
	Power Expenses	603.80	513.87
	Labour charges	712.84	529.40
	Job work Charges	283.51	302.74
	Rent	33.87	25.55
	Repairs and maintenance		
	- Building	47.31	21.75
	- Machinery	48.07	54.25
	- Others	10.71	9.71
	Insurance	65.32	48.47
	Rates and taxes	23.44	7.27
	Freight outward Domestic and Export	2,370.33	1,240.73
	Travelling expenses	80.45	59.52
	Auditor's remuneration (refer note below)	4.50	4.62
	Printing and stationery	5.07	4.84
	Communication expenses	10.30	9.54
	Legal and professional charges	188.62	131.10
	Factory expenses	12.22	15.04

Business promotion expenses	11.17	40.38
Membership & subscription	14.31	13.26
Loading & unloading expenses	86.67	94.13
Commission on sales	113.73	55.91
Bad debts	362.24	-
Provision for Doubtfull debts	85.07	58.10
Export expenses	2,426.92	753.98
Security expenses	65.29	68.34
Corporate social responsibility expense (CSR)	48.43	63.70
Loss on sale of Property, Plant & Equipment (net)	5.75	-
Vehicle running & Maintainance	24.85	24.30
Diwali expense	12.55	8.97
House Keeping Exp.	26.43	20.46
Miscellaneous expenses	36.51	40.34
<b>Total other expenses</b>	<b>9,461.66</b>	<b>5,500.87</b>

**Note : The following is the break-up of Auditors remuneration (exclusive of GST)**

	March 31, 2023	March 31, 2022
<b>As auditor :</b>		
Statutory audit fees	4.30	4.50
Tax audit fees	0.20	0.12
<b>Total Auditor's Remuneration</b>	<b>4.50</b>	<b>4.62</b>

**34 Tax Expenses**

Particulars	March 31, 2023	March 31, 2022
(a) Income tax expense reported in the statement of profit or loss comprises		
Current Tax	1,699.91	743.35
Tax adjustment for earlier years	2.76	7.44
Deferred tax relating to origination and reversal of temporary differences	3.51	26.28
Income tax expense reported in the statement of profit and loss	1,706.18	777.07

Particulars	March 31, 2023	March 31, 2022
b) Reconciliation of tax expense and the accounting profit multiplied by statutory income tax rate for the year indicated are as follows		
Accounting profit before tax	6,703.28	2,974.98
Tax on accounting profit at statutory income tax rate of 25.168%	1,687.08	748.74
Tax impact of expenses which will never be allowed	16.34	20.88
Tax impact of rate change	-	-
Tax adjustment for earlier years	2.76	7.44
At effective income tax rate : 25.45% (31 March 2022: 26.12% )	1,706.18	777.07
Income tax expense reported in the statement of profit and loss	1,706.18	777.07

**35**
**Key financial ratios**

Sr. No.	Ratios	Numerator	Denominator	FY 2022-23	FY 2021-22	% Variance
1	Current Ratio	Current Assets	Current Liabilities	1.90	1.55	22.69%
2	Debt - Equity Ratio <sup>a</sup>	Total Debt (Borrowings)	Total Equity	0.42	0.77	-44.86%
3	Debt Service Coverage Ratio	Earnings available for debt service *	Finance Costs + Repayment of borrowings + Repayment of lease liability	6.56	5.77	13.64%
4	Return on Equity <sup>b</sup>	Profits after taxes	Average Total Equity	47%	30%	57.22%
5	Inventory Turnover Ratio <sup>c</sup>	Cost of goods sold	Average Inventory	18.78	14.67	27.97%
6	Trade receivables turnover ratio	Revenue from operations	Average Trade Receivables	8.65	8.47	2.06%
7	Trade payables turnover ratio	Net Purchase of raw material and stock-in-trade	Average Trade Payables	30.23	38.10	-20.66%
8	Net capital turnover ratio	Revenue from Operations	Working Capital (Current Assets - Current Liabilities)	10.01	12.92	-22.54%
9	Net profit ratio <sup>d</sup>	Profit after tax	Revenue from Operations	6%	4%	59.87%
10	Return on capital employed <sup>e</sup>	Profit before interest and tax	Capital Employed [Total Equity+ Total Debt(Borrowings)]	38%	23%	67.77%
11	Return on Investment <sup>f</sup>	Net Income	Average Cost of Investment	6%	0%	100.00%
*	Earning available for Debt Service: Profit after taxes + Depreciation and Amortization Expenses + Finance Costs + Loss on sale of PPE					

**Remarks**

- a. Increase in networth and decreased borrowings has led to improved debt equity ratio.
- b. Increased profitability has led to increased return on equity.
- c. strong sales & efficient utilization/management of inventory has led to increased inventory turnover ratio.
- d. Increased profitability has led to increased net profit ratio.
- e. Higher operating profits has led to increased return on capital employed.
- f. Since, no income had accrued on investments last F.Y., it has led to 100% increase in return on investment.

Amount in Rs. Lakhs

**36 Contingent liability**

Contingent liabilities and commitments (to the extent not provided for)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Contingent liabilities		
Claims against the Company not acknowledged as debt:		
Sales tax	72.12	81.14
Income tax	98.99	98.99
Guarantees issued by bank	1,211.04	310.89

**Note 36.1 (amount in Rs. lakhs)**

Sales Tax comprises demand of Rs. 3.11/- and Rs. 2.83/- under Central Sales Tax Act, 1956 pending with M.P. High Court pertaining to the financial year 2001-02 and 2002-03 respectively, sales tax demand of Rs. 3.61, Rs. 13.77, Rs. 16.34 under Central Sales Tax Act, 1956 pending with Sales Tax Appellate Tribunal, Indore pertaining to financial year 2010-11, 2011 -12 & 2012-13 resp., Rs. 14.50 under Central Sales Tax Act, 1956 pending with Additional Commissioner of commercial tax (A), Indore pertaining to financial year 2017-18, GST demand of Rs. 17.96/- pending with Rajasthan High Court pertaining to financial year 2017-18.

**Note 36.2 (amount in Rs. lakhs)**

Income tax comprises of demands under Income Tax Act, 1961 of Rs. 52.14 pending with ITAT, Indore pertaining to assessment year 2015-16 and Rs. 41.70/- pending with Commissioner of income tax (Appeal) VI, New Delhi pertaining to the assessment year 2011-12 and Rs. 5.15 /- pending with assessing officer, Delhi for assessment year 2017-18,

**Note 36.3**

The management of the company is of opinion that demands as mentioned in note 36.1 to 36.2 are likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

**37** As per Indian Accounting Standard 19 "Employee benefits", the disclosures as defined in the Accounting Standard are given below :

## Employee benefit plans

## Defined contribution plans

(amount in Rs. lakhs)

The Company makes Provident Fund and Employees State Insurance Scheme contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised Rs. 60.83/- (Year ended 31 March, 2022 Rs. 53.36/-) for Provident Fund contributions and Rs. 8.43 lakhs (Year ended 31 March, 2022 Rs. 9.12/-) for Employees State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

## Defined benefit plans

The employees' gratuity fund scheme managed by a Trust (Life Insurance Corporation of India) is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognised in the same manner as gratuity.

Below is detail of actuarial valuation associated with the captioned Plans in terms of Indian Accounting Standard (Ind AS) 19



**37.1 : Changes in Present Value of Obligations:**

Particulars	GRATUITY		LEAVE ENCASHMENT	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Present value of the obligation at the beginning of the period	196.89	163.60	35.33	68.50
Interest cost	14.26	11.86	2.56	4.97
Current service cost	21.08	18.44	8.37	7.35
Benefits paid (if any)	-6.00	-14.39	-22.37	-69.62
Actuarial (gain)/loss	1.14	17.38	19.04	24.14
Present value of the obligation at the end of the period	227.38	196.89	42.93	35.33

**37.2 : Bifurcation of total Actuarial (gain) / loss on liabilities**

Particulars	GRATUITY		LEAVE ENCASHMENT	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Actuarial gain / losses from changes in Demographics assumptions (mortality)	-	Not Applicable	-	Not Applicable
Actuarial (gain)/ losses from changes in financial assumptions	-3.32	-3.61	-0.57	-0.70
Experience Adjustment (gain)/ loss for Plan liabilities	4.46	20.99	19.61	24.84
Total amount recognized in other comprehensive Income	1.14	17.38	19.04	24.14

**37.3: The amount to be recognized in the Balance Sheet:**

Particulars	GRATUITY		LEAVE ENCASHMENT	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Present value of the obligation at the end of the period	227.38	196.89	42.93	35.33
Fair value of plan assets at end of period	182.36	147.68	-	-
Net liability/(asset) recognized in Balance Sheet and related analysis	45.02	49.21	42.93	35.33
Funded Status	-45.02	-49.21	-42.93	-35.33

**37.4: Expense recognized in the statement of Profit and Loss:**

Particulars	GRATUITY		LEAVE ENCASHMENT	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Interest cost	14.26	11.86	2.56	4.97
Current service cost	21.08	18.44	8.37	7.35
Past Service Cost	-	-	-	-
Expected return on plan asset	-10.70	-9.56	-	-
Expenses to be recognized in P&L	24.65	20.74	10.93	12.31

**37.5: Other comprehensive (income) / expenses (Remeasurement)**

Particulars	GRATUITY		LEAVE ENCASHMENT	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
cumulative unrecognized actuarial (gain)/loss opening B/F	33.58	15.89	29.68	5.55
Actuarial (gain)/loss - obligation	1.14	17.38	-	24.14
Actuarial (gain)/loss - plan assets	0.57	0.31	-	-
Total Actuarial (gain)/loss	1.71	17.69	-	24.14
cumulative total actuarial (gain)/loss C/F	35.29	33.58	29.68	29.68

**37.6: Table showing changes in the Fair Value of Planned Assets:**

Particulars	GRATUITY	
	31-Mar-23	31-Mar-22
Fair value of plan assets at the beginning of the period	147.68	131.88
Expected return on plan assets	10.70	9.56
Contributions	30.55	20.94
Benefits paid	-6.00	-14.39
Actuarial gain/(loss) on plan assets	-0.57	-0.31
Fair Value of Plan Asset at the end of the Period	182.36	147.68

**37.7: Table showing Fair Value of Planned Assets:**

Particulars	GRATUITY	
	31-Mar-23	31-Mar-22
Fair value of plan assets at the beginning of the period	147.68	131.88
Actual return on plan assets	10.13	9.25
Contributions	30.55	20.94
Benefits paid	-6.00	-14.39
Fair value of plan assets at the end of the period	182.36	147.68

**37.8: Actuarial (Gain)/Loss on Planned Assets:**

Particulars	GRATUITY	
	31-Mar-23	31-Mar-22
Actual return on plan assets	10.13	9.25
Expected return on plan assets	10.70	9.56
Actuarial gain/ (Loss)	-0.57	-0.31

**37.9: Experience adjustment:**

Particulars	GRATUITY		LEAVE ENCASHMENT	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Experience Adjustment (Gain ) / loss for Plan liabilities	4.46	20.99	19.61	24.84
Experience Adjustment Gain / (loss) for Plan assets	-0.57	-0.31	-	-

**37.10: The assumptions employed for the calculations are tabulated:**

Particulars	GRATUITY		LEAVE ENCASHMENT	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Discount rate	7.45 % per annum	7.25 % per annum	7.45 % per annum	7.25 % per annum
Salary Growth Rate	6.00 % per annum	6.00 % per annum	6.00 % per annum	6.00 % per annum
Mortality	IALM 2012-14	IALM 2012-14	IALM 2012-14	IALM 2012-14
Expected rate of return	-	-	-	-
Withdrawal rate (Per Annum)	5.00% p.a.	5.00% p.a.	5.00% p.a.	5.00% p.a.
Withdrawal rate (Per Annum)	-	-	-	-
Withdrawal rate (Per Annum)	-	-	-	-

37.11 : Sensitivity Analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. Please note that the sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

Particulars (amount in Rs. lakhs)	GRATUITY	LEAVE ENCASHMENT
	31-Mar-23	31-Mar-23
Defined Benefit Obligation (Base)	Rs. 227.38 lacs @ Salary Increase Rate: 6.00 %, and discount rate: 7.45 %	Rs. 42.93 lacs
Liability with x% increase in Discount Rate	212.01; x=1.00% [Change (7)% ]	40.30; x=1.00% [Change (6)% ]
Liability with x% decrease in Discount Rate	244.82; x=1.00% [Change 8% ]	45.97; x=1.00% [Change 7% ]
Liability with x% increase in Salary Growth Rate	243.38; x=1.00% [Change 7% ]	45.98; x=1.00% [Change 7% ]
Liability with x% decrease in Salary Growth Rate	212.93; x=1.00% [Change (6)% ]	40.24; x=1.00% [Change (6)% ]
Liability with x% increase in Withdrawal Rate	229.24; x=1.00% [Change 1% ]	43.23; x=1.00% [Change 1% ]
Liability with x% decrease in Withdrawal Rate	225.26; x=1.00% [Change (1)% ]	42.58; x=1.00% [Change (1)% ]
Liability with x% increase in Mortality Rate	227.46; x=1.00% [Change 0% ]	42.94; x=1.00% [Change 0% ]
Liability with x% decrease in Mortality Rate	227.28; x=1.00% [Change 0% ]	42.92; x=1.00% [Change 0% ]

**38 Financial instruments**

i) The carrying value of financial instruments by categories as of March 31, 2023 are as follows :

Particulars	At amortised costs	At fair value through profit and loss	At fair value through OCI	Total carrying value
Assets				
Investment	50.00	0.50	-	50.50
Trade Receivables	11,559.41	-	-	11,559.41
Cash and cash equivalents	8.70	-	-	8.70
Bank balances other than cash and cash equivalents mentioned above	234.39	-	-	234.39
Other Financial assets	416.60	-	-	416.60
	12,269.10	0.50	-	12,269.60
Liabilities				
Borrowings	5,525.57	-	-	5,525.57
Trade Payables	3,027.56	-	-	3,027.56
lease liability	85.26	-	-	85.26
Other Financial Liabilities	132.90	0.67	-	133.58
	8,771.29	0.67	-	8,771.96

ii) The carrying value of financial instruments by categories as of March 31, 2022 are as follows :

Particulars	At amortised costs	At fair value through profit and loss	at fair value through OCI	Total carrying value
Assets				
Investment	-	0.50	-	0.50
Trade Receivables	7,266.49	-	-	7,266.49
Cash and cash equivalents	9.73	-	-	9.73
Bank balances other than cash and cash equivalents mentioned above	141.39	-	-	141.39
Other Financial assets	100.64	27.70	-	128.34
	7,518.25	28.20	-	7,546.45
Liabilities				
Borrowings	6,489.93	-	-	6,489.93
Trade Payables	1,136.61	-	-	1,136.61
lease liability	69.88	-	-	69.88
Other Financial Liabilities	128.36	-	-	128.36
	7,824.78	-	-	7,824.78

Note: 1 Other financial assets and liabilities - Cash and cash equivalents , trade receivables, term deposits, other financial assets , trade payables, and other financial liabilities have fair values that approximate to their carrying amounts due to their short-term nature.

### 39 Fair Value hierarchy

The fair value of financial instruments have been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements).

The categories used are as follows:

Level 1: Quoted prices for identical instruments in an active market;

Level 2: Directly or indirectly observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data.

The following tables provides the fair value measurement hierarchy of the Company's financial assets & financial Liabilities

As on March 31, 2023

Particulars	Level 1	Level 2	Level 3	Total
Financial Assets (Measured at fair value)				
Investment in Equity Shares	-	-	0.50	0.50
Financial liabilities (Measured at fair value)				
Derivative Instrument	0.67	-	-	0.67

As on March 31, 2022

Particulars	Level 1	Level 2	Level 3	Total
Financial Assets (Measured at fair value)				
Investment in Equity Shares	-	-	0.50	0.50
Financial liabilities (Measured at fair value)				
Derivative Instrument	27.70	-	-	27.70

### 40 Financial risk management objectives and policies

The risk management policies of the Company are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Management has overall responsibility for the establishment and oversight of the Company's risk management framework. In performing its operating, investing and financing activities, the Company is exposed to the Credit risk, Liquidity risk and Market risk.

#### a) Credit risk

Credit risk is the risk of financial loss to the company if a customer or counter-party fails to meet its contractual obligations.

Trade Receivables

Credit risk refers to the risk of default on its obligations by a counterparty to the Company resulting in a financial loss to the Company. The Company is exposed to credit risk from trade receivables. Credit risk from trade receivables is managed through the Company's policies, procedures and controls relating to customer credit risk management by establishing credit limits, credit approvals and monitoring creditworthiness of the customers to which the Company extends credit in the normal course of business. Outstanding customer receivables are regularly monitored. The Company's export sales are backed by letters of credit. The Company has no concentration of credit risk as the customer base is widely distributed.

**“Other financial assets”**

The company's maximum exposure to credit risk as at 31 March 2023 and 31 March 2022 is the carrying value of each class of financial assets.

**b) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. It maintains adequate sources of financing from related parties at an optimised cost.

The Company's maximum exposure to liquidity risk for the components of the balance sheet at 31 March 2023 and 31 March 2022 is the carrying amounts. The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The average credit period taken to settle trade payables is about 0 to 30 days. The carrying amounts are assumed to be a reasonable approximation of fair value. The following table analysis financial liabilities by remaining contractual maturities:

Particulars	On demand	Less than 12 Months	>1 years	Total
As at 31 March 2023				
Borrowings	5,422.52	-	103.05	5,525.57
Trade Payables	-	3,027.56		3,027.56
Lease liability	-	25.29	59.96	85.26
Other Financial Liabilities	15.58	118.00	-	133.58
	5,438.10	3,170.85	163.01	8,771.96
As at 31 March 2022				
Borrowings	6,166.28	-	323.65	6,489.93
Trade Payables	-	1,136.61	-	1,136.61
Lease liability		19.11	50.77	69.88
Other Financial Liabilities	7.13	121.23	-	128.36
	6,173.41	1,276.95	374.41	7,824.78

**c) Market risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: interest rate risk, currency rate risk and price risk. Financial instruments affected by market risk includes borrowings, trade receivables and other financial assets & liabilities. The Company is exposed to Interest rate risks and Currency risks.

**i) Interest rate risk**

The interest rate risk exposure is mainly from changes in floating interest rates. The Management is responsible for the monitoring of the Company's interest rate position. Various variables are considered by the Management in structuring the Company's borrowings to achieve a reasonable, competitive, cost of funding. The following table analyse the breakdown of the financial assets and liabilities by type of interest rate:



Particulars	As at 31-March-2023	As at 31-March-2022
Financial Liabilities		
Floating Interest bearing Liabilities		
Borrowings	5,364.41	6,149.38

The following table demonstrates the sensitivity to a reasonably possible change in floating interest rates on that portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	For the year ended 31-March-2023	For the year ended 31-March-2022
Increase in basis points	50.00	50.00
Effect on profit before tax	-26.82	-30.75
Decrease in basis points	50.00	50.00
Effect on profit before tax	26.82	30.75

#### ii) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company has foreign currency trade payables and receivables and is therefore exposed to foreign exchange risk. The Company mitigates the foreign exchange risk by setting appropriate exposure limits, periodic monitoring of the exposures and by natural hedging by creating reverse position by way of import in case of having trade receivables in foreign currency and vice versa also company mitigate currency risk by derivative financial instruments like foreign exchange forward contracts. The exchange rates have been volatile in the recent years and may continue to be volatile in the future. Hence the operating results and financials of the Company may be impacted due to volatility of the rupee against foreign currencies.

Exposure to currency risk (Exposure in different currencies converted to functional currency i.e. INR) The currency profile of financial assets and financial liabilities as at March 31, 2023 and March 31, 2022 are as below:

Particulars	For the year ended 31-March-2023	For the year ended 31-March-2022
Financial Assets		
Trade Receivables	5,942.31	4,349.42
Cash and cash equivalents	4.87	-
Others	-	-
<b>Total</b>	<b>5,947.18</b>	<b>4,349.42</b>
Financial liabilities		
Borrowing	3,717.17	3,316.96
Trade payables	63.37	3.99
<b>Total</b>	<b>3,780.54</b>	<b>3,320.95</b>
Net exposure	2,166.64	1,028.48
Forward Contract Exposure	2,959.81	2,804.86
Sensitivity analysis		

A reasonably possible 5% strengthening (weakening) of the Indian Rupee against USD at 31 March 2023 and 31 March 2022 would have affected the measurement of financial instruments denominated in USD and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Movement at 5% fluctuation	31-March-2023	31-March-2022
Profit	-39.66	-88.82
Loss	39.66	88.82

#### 41 Capital management

Equity share capital and other equity are considered for the purpose of Company's capital management

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence

The management and the board of directors monitors the return on capital . The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

#### 42 Earning per share

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	For the year ended 31-March-2023	For the year ended 31-March-2022
Profit after tax	4,997.10	2,197.91
Weighted average number of equity shares	135.21	135.21
Face value per share (Rs.)	10.00	10.00
Basic earning per share (Rs.)	36.96	16.26
Diluted earning per share (Rs.)	36.96	16.26

#### 43 Dues to micro and small suppliers

Based on the available information with the management, the company has rolled mails to all the vendors for declaration of MSME, during the said period based on the declaration received, the company owes Rs. 81.12/- lakhs and Rs. 43.21 /- lakhs in March 31,2023 and March 31,2022 respectively to a micro, small or medium enterprise as defined in Micro, Small and Medium Enterprises Development Act, 2006. Details are mentioned below :

Particulars	For the year ended 31-March-2023	For the year ended 31-March-2022
Principal amount remaining unpaid to any supplier as at the end of the accounting year	81.12	43.21
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
The amount of interest due and payable for the year	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-

The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid

- -

#### 44 Expenditure in foreign currency

Particulars	For the year ended 31-March-2023	For the year ended 31-March-2022
Travelling Expenses	11.22	8.41
Professional Charges	0.50	0.70
Export Expenses - Custom Duty & Sea Freight	1,486.29	-

#### Earnings in Foreign Currency:

Particulars	For the year ended 31-March-2023	For the year ended 31-March-2022
Export of goods calculated on FOB basis	28,368.61	15,744.47
Export of services	98.93	-

#### Value of imports calculated on CIF basis :

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Raw materials	-	1,331.02
Stores and Spares	0.59	4.19
Capital goods	0.91	-

#### Details of consumption of imported and indigenous items

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Imported		
Raw materials and Components	119.83	1,410.38
Indigenous		
Raw materials and Components	21,742.70	16,739.40
<b>Total</b>	<b>21,862.54</b>	<b>18,149.78</b>

**45 Details of related parties**

Description of relationship	Names of related parties	Relation
Key Managerial Personnel (KMP)	Mr. Ravinder Nath Jain	Chairman & Managing Director
	Mr. Ashish Jain	Executive Director
	Ms. Priti Jain	Promoter Director
	Mr. Viksit Chadha	Additional Director and CEO
	Mr. Sandeep Agarwal	Chief Financial Officer & Company Secretary
Relative of Key Managerial Personnel	Mrs. Dipti Jain	Wife of Director
	Mrs. Alka Jain	Wife of Director
	Mrs. Monika Chadha	Wife of Director
	Mr. Rajesh Ramesh Jain	Father of Director

Details of related party transactions during the year ended 31 March, 2023 :

Description of Transactions	Name of the Related Parties	For the year ended 31 March 2023	For the year ended 31 March 2022
Directors' remuneration	Mr. Ravinder Nath Jain, Ms. Priti Jain, Mr. Ashish Jain, and Mr. Viksit Chadha	448.01	225.72
Interest on Unsecured Loan	Mr. Ravinder Nath Jain	13.63	21.80
	Ms. Priti Jain	-	0.80
Rent	Ms. Priti Jain- Guest House Indore	2.19	2.02
	Mr. Ravinder Nath Jain - Rent Godown Shahbad	1.80	0.60
	Mr. Ravinder Nath Jain - Rent Godown Motia Khan	0.08	0.08
Remuneration to KMPs	Mr. Sandeep Agrawal	23.84	17.96
Salary	Mrs. Dipti Jain	22.98	15.49
	Mrs. Alka Jain	17.57	
Professional Fees	Mrs. Alka Jain	6.00	13.80
	Mrs. Monika Chadha	18.00	12.00
Commission on Sales	Mr. Rajesh Ramesh Jain	5.05	-
Dividend paid	To Directors (as mentioned above)	213.35	70.13
	To Relative of directors	60.85	20.28
Repayment of loan	Mr. Ravinder Nath Jain	300.00	-
<b>Balance as at year ended</b>		<b>31 March 2023</b>	<b>31 March 2022</b>
Long term Borrowing	Mr. Ravinder Nath Jain	-	300.00

#### 46 Lease Related Disclosures

The company has applied Ind AS 116 "Leases" for accounting of Leases. The Company has lease arrangements for land for factory & building for offices. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets.

a) Total cash outflow for leases for the year ended 31 March 2023 was Rs. 25.94 lakhs (Interest portion Rs. 4.18 lakhs, principal portion Rs. 21.77 lakhs). Total cash outflow for leases for the year ended 31 March 2022 was Rs. 24.38 lakhs (Interest portion Rs. 7.19 lakhs, principal portion Rs. 17.18 lakhs).

b) Maturity of lease liabilities

The lease liabilities are secured by the related underlying assets. Undiscounted future minimum lease payments are as follows:

	Gross lease payments	Minimum lease payments due					Total
		Within 1 year	1-2 years	2-3 years	3-4 years	4-5 years	
31 March 2023	25.29	19.01	5.12	5.12	5.12	317.14	376.79
31 March 2022	19.11	5.12	5.12	5.12	5.12	322.26	361.83

#### 47 Additional Regulatory Information

(i) The Company has not revalued its Property, Plant and Equipment during the year.

(ii) During the year, the company has not granted Loans or Advances in the nature of loans to promoters, directors, KMPs and related parties (as defined under Companies Act, 2013), either severally or jointly with any other person.

(iii) The Company has not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority.

(iv) The company has no transactions or outstanding balance (payable or receivable) with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(v) The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(vi) The Company has complied with the requirement with respect to number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

(vii) Utilisation of borrowed funds and share premium

I. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

b) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

II. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

(viii) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

(ix) The Company has not traded or invested in crypto currency or virtual currency during the year.

(x) The Company does not have any charges or satisfaction of charges which is yet to be registered with Registrar of Companies beyond the statutory period.

**48** Balances in Trade Receivables, Trade Payables and Short Term Loans & Advances are subject to confirmation

**49** Previous years figures have been re-grouped / re-classified wherever necessary to correspond with the current year's classification / disclosure.

**For M A K & ASSOCIATES**  
Chartered Accountants  
Firm Registration No.: 003060C

**CA Kunji Lal Kushwaha**  
Partner  
Membership No: 415037  
Place: Indore  
Date: May 30, 2023  
UDIN : 23415037BGYBTQ8776

For and on behalf of the Board of Directors of  
**MAAN Aluminium Limited**  
CIN - L30007DL2003PLC214485

**Ravindra Nath Jain**  
(Chairman & MD)  
DIN: 00801000

**Viksit Chadha**  
(CEO & Director)  
DIN: 08236797

Place: New Delhi  
Date: May 30, 2023

**Ashish Jain**  
(Executive Director)  
DIN: 06942547

**Sandeep Agarwal**  
(CS & Chief Financial Officer)