

HEMANG RESOURCES LIMITED

CIN: L65922TN1993PLC101885

11th July, 2023

To,
BSE Limited.
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai- 400001.
Fax No. 022- 2272 2037

REF: Hemang Resources Limited (ISIN- INE930A01010)
BSE Scrip Code: 531178

Subject: Regarding Annual Report for the Financial Year 2022-2023

Dear Sir/Madam,

Pursuant to provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the Annual Report for the Financial Year 2022-2023.

The said Annual Report is also available on the website of the Company i.e., http://bhatiacoalindia.com/BILL/Document/Annual_Reports/Annual_Report_BCC_Finance_2023.pdf

This is for your information and record.

Thanking you,

For Hemang Resources Limited

Saloni Kochar Digitally signed by Saloni Kochar
Date: 2023.07.11 15:32:35 +05'30'

Saloni Kochar
Company Secretary
[Membership No: A64138]

Encl: - as above.

Registered office: Flat A2, Harington Court, 99, Harington Road, Chetpet, Chennai TN – 600031
Corp. Office: "BCC House" 8/5, Manorama ganj, Navratan Bagh, Main Road, Indore -452001
Phone: 044-4590050, 0731-4200200, Fax: 044-45590057, Email: cs@bhatiacoalindia.com,
Website: www.bhatiacoalindia.com/BIL/index.htm



HEMANG RESOURCES LIMITED

Annual Report 2023

PARTENERING TOMORROW



COAL TRADING

Coal is the most important and abundant fossil fuel in India. It accounts for 55% of the country's energy needs. In India there is always a shortfall in domestic supply of coal of approx. 20- 25 % against its demand. In order to fulfil the gap, we are the importers of thermal Coal as domestic production is limited due to either scarce reserves or non-availability.



We are amongst the leading traders of a wide range of Imported Thermal coal of all grades. With a view to built and strengthen the relations with our clients, we trade only well known mine coal. This results in making a large client base in the market.

REAL ESTATE

In India, the real estate sector is the second-highest employment generator, after the agriculture sector. Our Company is in real estate business by purchase, sale, and development of land, Sales and Leasing, management of Property, Colony expansion and renovation.



CORPORATE INFORMATION

BOARD OF DIRECTORS

- **MS. KOMAL JITENDRA THAKKER - WHOLE TIME DIRECTOR**
- **MS. SHIKHA JAIN - INDEPENDENT DIRECTOR**
- **MR. NIKHIL DHANOTIYA - INDEPENDENT DIRECTOR**

KEY MANAGERIAL PERSONNEL

- **MS. KOMAL JITENDRA THAKKER -
CHIEF EXECUTIVE OFFICER**
- **MS. SALONI KOCHAR-
COMPANY SECRETARY & COMPLIANCE OFFICER
AND CHEIF FINANCIAL OFFICER**

AUDITORS

- **M/S A V RATNAM & CO.
CHARTERED ACCOUNTANTS, CHENNAI
(FRN: 003028S)**
- **M/S A. JOHN MORIS & CO.
CHARTERED ACCOUNTANTS, CHENNAI
(FRN:007220S)**

SECRETARIAL AUDITORS

- **M/S AJIT JAIN & CO.
COMPANY SECRETARIES,
INDORE**



Our Shareholding Pattern

"Harnessing Collective Strength: Our Dynamic Shareholding Pattern."



To our Valued Shareholders

thank you for being an integral part of our journey towards success. Your unwavering support and investment in our company are deeply appreciated."

Pattern



Promoters

Promoters, Directors their Relatives and Promoter group - 63.65%



General Public

There is an increase in number of general public shareholders from 1045 to 5803 of the Company resulting in 25.71%



NRI

Our company have 0.05 % of NRI Shareholders



Others

Others including Body Corporates, Clearing Members, Banks and FIs resulting in 10.59 %

Corporate Overview

PARTNERING TOMORROW



INNOVATION

- Creating Tomorrow's Solution Today.
- Shaping the Energy Landscape of Tomorrow
- Pioneering the Future of Real Estate through Innovation



INTEGRATION

- Connecting Markets, Integrating Opportunities in Coal Trading.
- Empowering Growth in Coal Trading.
- One Platform, Endless Possibilities: Integrated Real Estate Solutions.



VALUE CREATION

- Creating Competitive Advantage through Value Creation in Coal Trading.
- Driving Profitability through Value Creation in Coal Trading.
- Maximizing Returns, Maximizing Potential

BANKERS

- **BANK OF INDIA**
- **CENTRAL BANK OF INDIA**
- **HDFC BANK LIMITED**



REGISTERED OFFICE

**FLAT A2, HARINGTON COURT, 99,
HARINGTON ROAD, CHETPET, CHENNAI,
TAMIL NADU – 600031**

CIN: L65922TN1993PLC101885



WWW.BHATIACOALINDIA.COM/BIIL/INDEX.HTM

REGISTRAR & SHARE TRANSFER AGENT

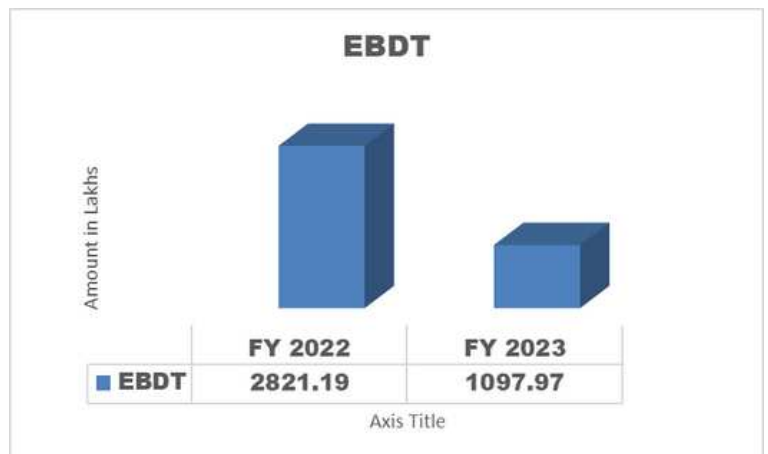
**M/S LINK INTIME INDIA PRIVATE LIMITED
C-101, 247 PARK, L.B.S. MARG,
VIKHROLI (WEST), MUMBAI – 400 083
TEL.: +91 22 49186270; FAX: +91 22 49186060
E-MAIL: RNT.HELPDESK@LINKTIME.CO.IN
WEBSITE: WWW.LINKINTIME.CO.IN**

Total Revenue Mix FY 2022-23



To our exceptional management team, we extend our sincerest appreciation for your visionary leadership and unwavering dedication. Your guidance inspires us to reach new heights and overcome challenges.

Amount in Lakhs



In the Financial Year 2022-23, your Company has posted Turnover of Rs. 20617.59 Lakhs as compared to the turnover of Rs. 7868.48 Lakhs in previous financial year and the profit earned for the financial year under review was Rs. 738.45 Lakhs as compared to profit of Rs. 1952.10 Lakhs in previous financial year.

IMPORTANT COMMUNICATION TO MEMBERS

- The Ministry of Corporate Affairs (MCA) has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating services of notice/documents including Annual Report can be sent by e-mail to its member. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Participants. Member who hold shares in physical form are requested to register their e-mail id with Company/ Registrar and Transfer and Agent, M/s. Link Intime India Private Limited.
- RELAXATION FROM REQUIREMENT OF SENDING PHYSICAL COPIES OF ANNUAL REPORT TO SHAREHOLDERS: COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 followed by Circular No. 02/2021 dated 13th January, 2021 followed by Circular No. 21/2021 dated 5th May, 2022 and Circular No. 10/2022 dated 28.12.2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”) and ‘SEBI’ Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 followed by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 (“SEBI Circular”) (hereinafter referred to as “SEBI Circulars”) physical attendance of the Members to the Annual General Meeting (AGM) venue is not required and AGM be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence Annual Report will be sent to shareholders who have registered their e-mail id with Company Registrar and Transfer Agent.
- Demat Your Shares: Members are requested to convert their physical shareholding to demat/ electronic form through any of the nearest depository participants (DPs) to avoid the hassles as possibility of loss, mutilation, etc. and also to ensure safe and speedy transactions in the securities. Shares of the company compulsorily required to be traded in demat form. If you have not dematerialized your shares, you are requested to get the shares dematerialized at the earliest in your interest.
- Register Nominations: To help your successors get the shares transmitted in their favour, please register your nomination. Members desirous of availing this facility may submit nomination form which can be obtained from Link Intime India Private Limited. Members holding shares in dematerialized form are requested to register their nomination directly with their respective DPs.

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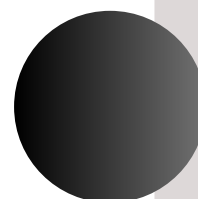
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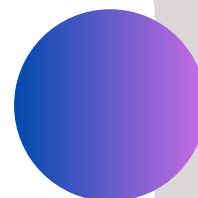
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HEMANG RESOURCES LIMITED

2022 - 2023



NOTICE

HEMANG RESOURCES LIMITED

CIN: L65922TN1993PLC101885

Regd Office: "Flat A2, Harington Court 99, Harington Road, Chetpet, Chennai, Tamil Nadu-600031"

Email: cs@bhatiacoalindia.com website: <http://bhatiacoalindia.com/BIIL/Index.htm>.

Tel.: 044-45590053, 044-28362127 Fax: 044-45590057

NOTICE OF 30th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 30TH ANNUAL GENERAL MEETING OF HEMANG RESOURCES LIMITED WILL BE HELD ON FRIDAY, 04TH AUGUST, 2023, AT 11:30 A.M. IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS: -

ORDINARY BUSINESS

Item No. 1: To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.

Item No. 2: To appoint a director in place of Ms. Komal Jitendra Thakker (DIN: 00038545), who retires by rotation and being eligible, offers herself for re-appointment.

Item No. 3: To appoint M/s. A. John Moris & Co., Chartered Accountants, Chennai (FRN: 007220S) as Statutory Auditor of the Company in place of M/s. A V Ratnam & Co., (FRN: 003028S).

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

"RESOLVED THAT pursuant to provisions of Section 139(8) and other applicable provisions, if any, read with The Companies (Audit & Auditors) Rules 2014, as amended from time to time, and on the basis of recommendation of Audit Committee and Board of Directors, M/s. A. John Moris & Co., Chartered Accountants, Chennai (FRN: 007220S) be and are hereby appointed as Statutory Auditor of the Company to fill the causal vacancy caused due to resignation of M/s. A V Ratnam & Co., (FRN: 003028S), be and is hereby approved upon such terms and conditions as may be mutually decided between the Board of Directors of the Company and M/s. A. John Moris & Co., Chartered Accountants, Chennai (FRN: 007220S);

RESOLVED FURTHER THAT pursuant to the provisions of Sections 139 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. A. John Moris & Co., Chartered Accountants, Chennai (FRN: 007220S), who was appointed in the Board Meeting dated 5th November, 2022, in casual vacancy caused by resignation of M/s. A V Ratnam & Co.,(FRN: 003028S), Chartered Accountants, Statutory Auditor, be and is hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of 30th Annual General Meeting till the conclusion of the 35th Annual General Meeting of the Company, at such remuneration as may be mutually agreed upon by the

Board of Directors and the Auditors, in addition to the reimbursement of applicable taxes and actual out-of-pocket expenses incurred in connection with the audit of accounts of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company and/or, any Key Managerial Personnel be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS

Item No. 4: Re- Appointment of Ms. Shikha Jain (DIN:08087342) as an Independent Director of the Company.

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

"RESOLVED THAT Pursuant to provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and on recommendation of Nomination and Remuneration Committee and Board in their respective Meetings held on 13th May, 2023, consent of the members be and is hereby accorded to re-appoint Ms. Shikha Jain (DIN:08087342), Independent Director of the Company for her second term of five consecutive years, not liable to retire by rotation, to hold office for five consecutive year for a term up to 14.05.2028."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such actions and do all such things as may be necessary for giving effect to the above resolution."

**By Order of the Board of Director
For, Hemang Resources Limited**

Sd/-

Saloni Kochar

Company Secretary & Compliance Officer

Place: Chennai

Date: 29.05.2023

NOTES:

1. Amidst the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 followed by Circular No. 02/2021 dated 13th January, 2021 followed by Circular No. 21/2021 dated 5th May, 2022 and Circular No. 10/2022 dated 28.12.2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and 'SEBI' Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 followed by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 ("SEBI Circular") (hereinafter referred to as "SEBI Circulars") physical attendance of the Members to the Annual General Meeting (AGM) venue is not required and AGM be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM.
2. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with, accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not Annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 members on first come first served basis. However, this number does not include 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 etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated 08th April, 2020, 13th April, 2020, 05th May, 2020, 5th May, 2022 and 28th December, 2022 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository

Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.

6. Since the AGM would be held through VC/OAVC, the venue route map is not annexed to this Notice.
7. The Notice calling the AGM has been uploaded on the website of the Company in the Investor Relations Section under Annual Reports tab. The complete Annual Report is also available in the same section. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://www.evoting.nsdl.com>
8. This AGM has been convened through VC/ OAVM in compliance with applicable provisions of the Companies Act, 2013 read with the MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 20/2020 dated 5th May, 2020 and MCA Circular No. 2/2021 dated 13th January, 2021 and MCA Circular No. 21/2021 dated 5th May, 2022 and Circular No. 10/2022 dated 28.12.2022 and SEBI circulars in this respect.
9. The recorded transcript of the forthcoming AGM on 4th August, 2023 shall also be made available on the website of the Company www.bhatiacoalindia.com in the Investor Relations Section, as soon as possible after the Meeting is over.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
11. The register of members and Share Transfer Books of the Company will remain closed from 27th July, 2023 to 04th August, 2023 (both days inclusive).
12. The Members who are holding equity shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, E-mail ID: rnt.helpdesk@linkintime.co.in.
13. The Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or email address immediately to their respective Depository Participants.
14. In terms of circulars issued by Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN card to the Company or its RTA in the following cases viz. deletion of name, transmission of shares and transposition of shares.

15. In case of Joint-holders, 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 during the AGM.
16. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made thereunder, Shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form SH.13, which is available on the website of the Company.
17. The 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 at least 14 days before the meeting (i.e. on or before 20th July 2023) through email on cs@bhatiacoalindia.com. The same will be replied by the Company suitably.
18. Corporate members are encouraged to attend through their authorized representatives by submitting board resolution/power of attorney/appropriate authorization letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through email at ajitjain84@gmail.com with a copy marked to evoting@nsdl.co.in to attend the AGM through VC/ OAVM and participate there at and cast their votes through e-voting.
19. Pursuant to the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Corporate Governance and secretarial standard on general meetings, the information about the Directors proposed to be appointed/re-appointed at the Annual General Meeting is given in the Annexure to the Notice.
20. All documents referred to in the Notice will also 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 such documents can send an email to cs@bhatiacoalindia.com.

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

- (i) The remote e-voting period begins on Tuesday, 1st August, 2023 at 10.00 A.M. IST and ends on Thursday, 3rd August, 2023 at 05.00 P.M. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 27th July, 2023 i.e. cut-off date (record date), may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 27th July, 2023.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

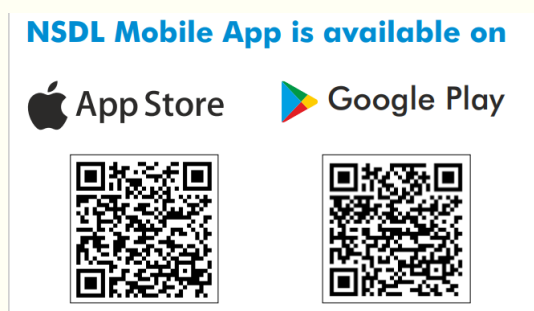
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under

“Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. If the user is 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders

- 1) Existing users who have opted for Easi / Easiest, they can login

<p>holding securities in demat mode with CDSL</p>	<p>through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.</p> <p>2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to

retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **ajit jain (ajitjain84@gmail.com)** with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in or alternatively to Company at cs@bhatiacoalindia.com or call on 0731-4200200.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@bhatiacoalindia.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) cs@bhatiacoalindia.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@bhatiacoalindia.com. The same will be replied by the company suitably.

**By order of the Board of Directors
For Hemang Resources Limited**

Sd/-

Saloni Kochar

Company Secretary & Compliance Officer

Place: Chennai

Dated: 29th May, 2023

Annexure to the item no 3 and 4 of the Notice:

DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AT THE THIRTYTH ANNUAL GENERAL MEETING

[Disclosure pursuant to Regulation 36(3) of the SEBI (Listing Regulations & Disclosure Requirements) Regulations, 2015, and Secretarial Standard 2 issued by the Institute of Company Secretaries of India]

Name of the Director	Ms. Komal Jitendra Thakker
DIN	07092825
Date of Birth	31/05/1987
Age	35
Date of appointment at the present designation	25/08/2021
Nature of his expertise in specific functional areas	"Ms. Komal Jitendra Thakker, is a B Com in Bank Management graduate from Ethiraj College. She has experience in various fields such as Finance and Accounts etc. She has started her career in working with M/s Bhatia International Ltd as Accounts Executive. She is associated with the Company for more than a decade and is responsible for providing overall direction for the Company. She ensures Companies policies and overall operations are within parameters set by the Board of Directors of the Company. She understands proper management tools, uses strong delegation capabilities and understands working within a broad and integrated workplace. Continually looking to improve methods by integrating new ideas and concepts into a coherent whole."
Qualification	Commerce Graduate
List of outside directorships	NIL
Relationships between directors inter-se	NIL
Shareholding in the Company	NIL
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board.	NIL

Name of the Director	Ms. Shikha Jain
DIN	08087342
Date of Birth	07/12/1985
Age	37
Date of appointment at the present designation	14/05/2018
Nature of his expertise in specific functional areas	"Ms. Shikha Jain, is an associate member of Institute of Company Secretaries of India (ICSI). She is commerce graduate and LLB. She has experience in various fields Secretarial, stock exchange, legal, finance, SEBI. She is result-oriented professional and leader with proven success new market identification and strategic positioning. She is excel in dynamic, demanding environments while remaining pragmatic and focused and possesses excellent time management skills and strong communication methods. Continually seeking new ways to improve management expertise, enhance team experience, boost company morale and improve overall team focus."
Qualification	Company Secretary & Law Graduate
List of outside directorships	NIL
Relationships between directors inter-se	NIL
Shareholding in the Company	NIL
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board.	NIL

HEMANG RESOURCES LIMITED

2022 - 2023



**DIRECTORS'
REPORT**

DIRECTORS' REPORT

To,
The Members,
Hemang Resources Limited
 CIN: L65922TN1993PLC101885
 Flat A2, Harington Court, 99, Harington Road,
 Chetpet, Chennai, Tamil Nadu - 600031

The Board of Directors hereby presents its Director's Report on business & operations of **Hemang Resources Limited** ("the Company") along with Audited Financial Statements for the financial year ended 31st March, 2023.

FINANCIAL RESULTS

The Company's Financial Performance for the year ended 31st March, 2023 is summarized below:

Particulars	(Rs. in Lakhs)	
	For the year ended 31.03.2023	For the year ended 31.03.2022
Total Revenue	20617.59	7868.48
Expenses excluding Depreciation, Finance Cost & Tax	19506.50	5020.59
Profit / (Loss) before Depreciation, Finance Cost & Tax	1111.09	2847.89
Less: Depreciation & Amortization	0.93	1.16
Finance Cost	13.12	26.70
Profit/(Loss) before tax	1097.04	2820.03
Add \ (Less) : Prior period adjustments	-	-
Add \ (Less) : Provision for Income-Tax	358.59	867.93
Profit/(Loss) after Tax	738.45	1952.10
Add: Balance brought forward from last year	(307.32)	(2259.42)
Add: Reversed from Capital Redemption Reserve	-	-
Amount available for Appropriation	431.12	(307.32)
Less: Proposed Dividend on preference shares	--	--
Less: Proposed Dividend on Equity Share Capital	--	--
Less: Dividend Distribution Tax	--	--
Less: Transfer to Capital Redemption Reserve	--	--
Balance carried forward	(431.12)	(307.32)

PERFORMANCE REVIEW

In the Financial Year 2022-23, your Company has posted Turnover of Rs. 20617.59 Lakhs as compared to the turnover of Rs. 7868.48 Lakhs in previous financial year and the profit earned for the financial year under review was Rs. 738.45 Lakhs as compared to profit of Rs. 1952.10 Lakhs in previous financial year.

Your Directors are delightful to inform you that during the year under review there is an increase by 162.03% in the revenue of the Company as compared to the previous year.

During the year under review there is a decrease in profit by 62.17 % because current year's profit is more from coal trading business and previous year profit was more from real estate business. Moreover there is less profit margin in coal trading business as compared to real estate business, which resulted in decrease in profit in current year.

- Turnover increased by 162.03 % to Rs. 20617.59 Lakhs.
- PBT decreased 61 % by 61 % to Rs. 1097.04 Lakhs.
- Net Profit decreased by 62 % to Rs. 738.45 Lakhs.

MATERIAL CHANGES AND COMMITMENT

There has been no change in the nature of business of the Company during the Financial Year ended March 31, 2023.

SHARE CAPITAL

As on March 31, 2023, the Authorized Share Capital of the Company is Rs. 2300.00 Lakhs bifurcated into Rs. 1500.00 Lakhs as Equity Share Capital and Rs. 800.00 Lakhs as Preference Share Capital and Paid-up Share Capital is Rs. 2120.00 Lakhs bifurcated into Rs.1320.00 Lakhs as Equity Share Capital and Rs. 800.00 Lakhs as Preference Share Capital.

During the year under review, there is no change in subscribed and paid-up capital of the Company.

The redemption period of 2 % Cumulative Preference Shares has been extended upto 6th May, 2024 with the written consent of all preference shareholders.

RESERVES

During the year, no amount was transferred to Capital Redemption Reserve and General Reserve.

DIVIDEND

With a view to plough back the profit of the Company for future expansion/requirement your directors do not recommend dividend to Equity and Preference Shareholders for the financial year ended 31st March 2023.

DEPOSITS

The Company has not accepted any deposit within the meaning of the provisions of Chapter V of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 in the financial year ended March 31, 2023.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review forms part of the Annual Report.

CREDIT RATING

Your Board states that previously Company was in financial stress and because of the same its Accounts got NPA and since then the credit rating assigned by ICRA Limited as on 31st March, 2021 was "D" rating for the Long term Loan and "D" for short term Non- Fund based limits.

However your Directors would like to inform you that as on date, Company has also settled One Time Settlement with BOI which indicates positive outlook and which in turn will lead to restoration of fair credit reliability and Company has taken a working Capital Term Loan for Rs. 25 Cr. for the smooth business operations.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review there is no change in the Directors/KMPs of the Company.

Independent Director

In terms of Section 149 of the Act and the SEBI Listing Regulations, Mr. Nikhil Dhanotiya (DIN: 09220437) and Ms. Shikha Jain (DIN: 08087342) are the Independent Directors of the

Company. All Independent Directors of the Company have given declarations under Section 149(7) of the Act, that they meet the criteria of Independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have also confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

Key Managerial Personnel

In terms of Section 203 of the Act, the Key Managerial Personnel (KMPs) of the Company during FY 2022-2023 are:

S. No.	Name of the person	Designation
1	Ms. Komal Jitendra Thakker	Chief Executive Officer (CEO)
2	Ms. Saloni Kochar	Chief Financial Officer (CFO)
3	Ms. Saloni Kochar	Company Secretary & Compliance officer

MEETINGS OF THE BOARD

There were **Five** meetings of the Board of Directors held during the financial year under review. For more details, please refer to the Corporate Governance Report, which forms part of this Annual Report.

COMMITTEES OF THE BOARD

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority.

The Board of directors of the Company has the following Committees in Compliance with the provisions of the Companies Act, 2013 and the SEBI, Listing Regulations:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholder Relationship Committee, and
- iv. Corporate Social Responsibility Committee*

Provision of Section 135 became applicable w.e.f., 01/04/2023 hence the Corporate Social Responsibility Committee has been constituted w.e.f., 27.05.2022.

Details of the composition, terms of reference and number of meetings held for respective committees are given in the Corporate Governance Report, which forms a part of this Report. Further, during the year under review, all recommendations made by the Audit Committee have been accepted by the Board.

All Committees of the Board of Directors were reconstituted, wherever needed during the financial year under review, in line with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and the same has been disclosed in the Corporate Governance Report submitted with the Stock Exchange under regulation 27 of the Listing Regulations.

FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF BOARD, ITS COMMITTEES AND DIRECTORS

The annual evaluation process of the Board of Directors, individual Directors and Committees was conducted in accordance with the provision of the Act and the SEBI Listing Regulations.

The Board evaluated its performance after seeking inputs from all the directors on the basis of criteria such as the Board composition and structure, effectiveness of board process, information and functioning, etc. The performance of the Committee was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings etc. The above criteria are in compliance as provided in the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

The manner in which the evaluation has been carried out has been explained also in the Corporate Governance Report attached as Annexure to this report.

DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory, secretarial auditor including internal financial controls our financial reporting by the Statutory Auditors and the reviews performed by the management and the relevant Board Committee, the Board is of the opinion that the Company's internal financial control were adequate and effective during the FY 2022-23.

Accordingly, pursuant to the provisions of Section 134(5) of the Act, the Board, to the best of their knowledge and ability, confirm that:

- a) in the preparation of the annual financial statements for the year ended March 31, 2023, the applicable accounting standards (Ind-AS) had been followed along with proper explanation relating to material departures;
- b) appropriate accounting policies have been selected 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 as at March 31, 2023 and of the Profit of the Company for the year ended on that date;

- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts have been prepared on a going concern basis.
- e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

RISK MANAGEMENT

The Company has set up a risk management mechanism to identify and assess the potential risks and determine the processes to mitigate the same. The Board periodically reviews and assesses the key risks in consultation with the functional managers. Detailed exercise has been carried out by the Board to identify, evaluate, manage and monitor the potential risks to the operations of the Company. The Board periodically reviews the risks and suggests steps to be taken to mitigate the same.

The Risk Management Policy can be accessed on the Company's website at:

Link - <http://www.bhatiacoalindia.com/BIIL/InvRelation.htm>

POLICY ON NOMINATION AND REMUNERATION OF DIRECTORS, KMP AND OTHER EMPLOYEES

In terms of section 178(3) of the Companies Act, 2013 and Regulation 19(4) read with part D of the Schedule II of the Listing regulations, the Nomination and Remuneration Committee of the Company has laid down a policy on selection and appointment of the directors and the senior management of the Company and their remuneration including criteria for determining qualification, positive attributes independence of directors and other matters.

The policy is available on the Company's website at

Link - <http://www.bhatiacoalindia.com/BIIL/InvRelation.htm>

STATUTORY AUDITORS

M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S) has resigned as Statutory Auditor of the Company w.e.f., 27th October, 2022 and M/s. A. John Moris & Co., Chartered Accountants, Chennai (FRN: 007220S) has been appointed as Statutory Auditor of the

Company w.e.f., 5th November, 2022 by the Board, subject to approval of Shareholders of the Company to fill the causal vacancy caused due to resignation of M/s. A V Ratnam & Co., (FRN: 003028S).

M/s. A. John Moris & Co., Chartered Accountants, Chennai (FRN: 007220S) has been proposed to be appointed as Statutory Auditor of the Company to hold office from the conclusion of 30th (Thirtyth) Annual General Meeting till the conclusion of Thirty Fifth (35th) Annual General Meeting of the Company. Pursuant to Section 141 of the Act, the Auditors have represented that they are not disqualified and continue to be eligible to act as the Auditor of the Company. The Report of the Statutory Auditor forming part of the Annual Report does not contain any qualification, reservation, adverse remark or disclaimer. The observations made in the Auditor's Report are self-explanatory and therefore do not call for further comments.

Further The Auditor of the Company has not reported any fraud as specified under the second proviso to Section 143(12) of the Act.

PRESENTATION OF FINANCIAL STATEMENTS

The Company has adopted Ind AS from April 01, 2017 and these financial statements are company's Ind AS Financial Statements. The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 and other relevant provisions of the Act.

INTERNAL FINANCIAL CONTROL SYSTEMS AND ADEQUACY

The Board has policies and procedure for governance of orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding its assets, prevention and detection of fraud and error, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures. The Company's internal control system commensurate with the nature of its business, the size and complexity of its operation.

The Company has effective internal control systems as per the requirements and has laid down operating guidelines and processes which ensure smooth functioning of activities. The processes and policies are constantly assessed and reviewed.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92 and Section 134 The Ministry of Corporate Affairs (MCA) has notified the Companies (Management and Administration) Amendment Rules, 2020, wherein the companies are no longer required to attach extracts of Annual Return.

In compliance of the above amendment the Annual Return as on March 31, 2023 in form MGT-7 is available on the website of the Company at <http://bhatiacoalindia.com/BIIL/Index.htm>

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

Pursuant to the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014 and Regulation 22 of SEBI (LODR) Regulations, 2015, a Whistleblower Policy and Vigil Mechanism is in existence for directors, employees and stakeholders to report to the management instance of unethical behavior, actual or suspected, fraud or violation of the Company's Code of Conduct or ethics policy. The Vigil Mechanism provides a mechanism for employees of the Company to approach the Chairman of Audit Committee of the Company for redressal. It is affirmed that no personnel of the Company have been denied access to the Audit Committee. The policy of Vigil mechanism is available on the Company's website at

Link - <http://www.bhatiacoalindia.com/BIIL/InvRelation.htm>

CODE OF CONDUCT

The Board has laid down a code of conduct for Board members & Senior Management Personnel as per Regulation 17 & 26 (3) of the Listing Regulations & has been posted on the website of the Company

Link - <https://www.bhatiacoalindia.com/BIIL/Document/VigilMechanism.pdf>

All the Board members & Senior Management Personnel have affirmed compliance with the said code of conduct for the year ended 31st March, 2023. A declaration to this effect, signed by the Whole-Time Director forms part of this Annual Report.

INSIDER TRADING

The Board has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Insider trading Policy of the Company covering code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information and Code of Conduct for the prevention of Insider Trading has been posted on the website of the Company.

Link - https://www.bhatiacoalindia.com/BIIL/Document/Insid_Trading_code.pdf

All the Board members & KMPs have affirmed compliance with the said code of conduct for the year ended 31st March, 2023.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of Companies Act, 2013 and the rules made there-under, the Board of Director appointed M/s. Ajit Jain & Co., Company Secretary in practice (Membership No.: 3933), to undertake the Secretarial Audit of the Company for the financial

year ended March 31, 2023. The Secretarial Audit Report for the year 2022-2023 in **Form No. MR-3** is annexed to this Report as **Annexure A**.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Annual Secretarial Compliance Report as required under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended is also annexed as **Annexure - A1** and forms part of this report.

SECRETARIAL STANDARDS OF ICSI

During the financial year, the Company has complied with the Secretarial Standards; on the Meeting of the Board of Directors (SS-1), on General Meetings (SS-2) and on Dividend (SS-3), for the time being in force and as amended from time to time.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE, POLICY AND EXPENDITURE

During the year under review the provisions of section 135 pertaining to Corporate Social Responsibility (CSR) has become applicable on the Company on the basis of the net profit of immediately preceding Financial Year (2021-22).

In terms of Section 135 of the Companies Act, 2013 and rules thereunder Company is required to form a Corporate Social Responsibility (CSR) Policy on the basis of which the yearly CSR expenditure will be done. For the said purpose Board constituted a CSR committee in the Board meeting dated 27.05.2022.

Corporate Social Responsibility (CSR) Policy was adopted by the company on 09.08.2022.

The Profit/Loss data for the immediately preceding three years as required for calculating expenses under Section 135 of the Companies Act, 2013 were placed before the Committee:

Financial Year Ending	Net Profit/ (Loss) Amount (in Rs.)
As on 31 st March, 2020	-4,81,28,630/-
As on 31 st March, 2021	-5,04,07,162/-
As on 31 st March, 2022	19,52,09,560/-

CSR Committee and Board members after considering last three years performance of the Company and the Average Aggregate Profit of Rs. 3,22,24,589/- and due to profit, approved to incur 2% of the average aggregate profit of last three financial years on CSR activities i.e., Rs. 6,44,492/-

Pursuant to the provisions of Section 135 (5) of the Companies Act, 2013 and rules made thereunder as may be amended from time to time, Company will be spending the aforesaid CSR amount within the stipulated period.

Annual Report on CSR Activities has been annexed herewith as **Annexure- B**

PARTICULAR OF EMPLOYEES

Disclosure pertaining to the remuneration and other details as required under Section 197(12) of the Act, and the Rules framed there under is annexed as **Annexure-C** to the Board Report.

SUBSIDIARY, ASSOCIATE & JOINT VENTURE

The Company does not have any subsidiary, associate or Joint Venture Company and no company has become or ceased to be its subsidiaries, joint venture or associates companies during the year under review.

RELATED PARTY TRANSACTIONS AND POLICY

The Company's Board approved Related Party Transactions Policy has been hosted on the website of the Company at <http://www.bhatiacoalindia.com/BIIL/InvRelation.htm>.

There was no related party transaction (RPTs) entered into by the Company during the financial year which attracted the provisions of Section 188 of the Companies Act, 2013. There were no 'material' related party transactions undertaken by the Company during the year that require shareholder's approval under regulation 23(4) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The Company does not have any related party transaction, except payment of remuneration to KMP to report pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rule, 2014 in Form AOC-2, the same is not provided. Suitable disclosures as required under Ind AS-24 have been made in Note 2.3 of the Notes to the financial statements.

SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATORS OR COURT

There are no significant and material orders passed by the Regulators/Courts/Statutory Authorities that would impact the going concern status of the Company and its future operations. However, Members attention is drawn to the Statement on Contingent Liabilities and Commitments in the Notes forming part of the Financial Statement.

PARTICULARS OF LOAN GIVEN, INVESTMENTS MADE GUARANTEES GIVEN AND SECURITIES PROVIDED UNDER SECTION 186

During the year under review, company has not made any investment, nor given any guarantee, nor provided any security u/s 186. However, Information regarding loans,

guarantee and investment covered under the provisions of Section 186 of the Companies Act, 2013 are detailed separately in the Financial Statements of the Company read with the notes to Accounts.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review as stipulated in regulation 34 read with Schedule V of the Listing Regulations is given as **Annexure-C** to this report which is taken as forming part of this report.

CORPORATE GOVERNANCE

A separate section on Corporate Governance and certificate from the Practicing Company Secretary confirming compliance of Corporate Governance norms as, stipulated in Regulation 34 read along with Schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, giving information pertaining to the Board and its Committees form part of this report.

All Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year 2022-23. A declaration to this effect signed by the CEO is contained in this Annual Report.

The CEO and CFO have certified to the Board with regards to the financial statements and other matters as required under Regulation 17(8) of SEBI (LODR) Regulation, 2015 and the same is annexed and forming part of this report.

SYSTEM DRIVEN DISCLOSURES (SDD)

Under SEBI (SAST) Regulations, 2011

Pursuant to the provisions of SEBI circular dated December 01, 2015, December 21, 2016, September 09, 2020, October 28, 2022, January 25, 2023 and March 16, 2023 with reference to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015 which inter alia required (System Driven Disclosures) SDD to be maintained by the company.

In this regard, Company has installed SDD software dated 24th July, 2022 and is maintaining the same on regular basis as and when any such events occur as per the provisions of SEBI (PIT) Regulations, 2015

TRANSFER OF SHARES TO IEPF

During the year under review, no amount of unpaid Dividend and Shares has been transferred to IEPF, as Company has not declared any Dividend for the Financial Year 2014-2015 and onwards.

DEMATERIALISATION AND ELECTRONIC REGISTRAR

The equity shares of your Company are available for dematerialization with both NSDL and CDSL under ISIN INE930A01010. As on 31st March 2023, 98.50% equity shares were in demat form and remaining 1.50% equity shares were in physical form.

HUMAN RESOURCE MANAGEMENT & INDUSTRIAL RELATION

Human Resource plays vital role in the Company. If finance is the blood of any organization then Human Resource is not less than pulse which keeps running production by their hard work day and night. Company focuses on creating best health and safety standards and also has performance management process to motivate people to give their best output and encourages innovation and meritocracy.

Personnel relation with all employees remained cordial and harmonious at all levels throughout the year. Directors wish to place on record their sincere appreciations for the continued, sincere and devoted services rendered by all the employees of the Company.

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

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made thereunder, the Company has Internal Complaints Committees (ICC) who inquire into complaints of sexual harassment and recommend appropriate action.

During the year under review, no complaint was received from any employee of the Company and hence no complaint was outstanding as on 31st March, 2023.

GENERAL DISCLOSURES

The Board states that no disclosure or reporting is required in respect of the following matters as there were no transactions on these items during the year under review:

- Details relating to deposits covered under Chapter V of the Act.
- Issue of Sweat Equity Shares to employees of the Company under any scheme
- Details pertaining to Employee Stock Options (ESOPs) as no ESOPs were outstanding as on 31st March, 2023.
- Issue of differential shares with voting rights as to dividend, voting or otherwise

- No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future
- No fraud has been reported by the Auditors to the Audit Committee or the Board.

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

The information on conservation of energy, technology absorption and foreign exchange earnings & outgo as stipulated under Section 134(3)(m) of the Act read with Rule 8(3) of Companies (Accounts) Rules, 2014 are given at **Annexure-D** hereto and forms part of this Report.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the co-operation and assistance received from shareholders, bankers, regulatory bodies and other business constituents during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by employees for the services rendered by them.

For **Hemang Resources Limited**

Sd/-
Komal Jitendra Thakker
Whole Time Director
DIN: 07062825

Sd/-
Nikhil Dhanotiya
Director
DIN: 09220437

Place: Chennai
Date: 29.05.2023

ANNEXURE A

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023
[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Hemang Resources Limited
(CIN: L65922TN1993PLC101885)
Flat A2, Harington Court, 99,
Harington Road, Chetpet,
Chennai, Tamil Nadu- 600031.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Hemang Resources Limited** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31stMarch, 2023 (Audit Period), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Hemang Resources Limited (“the Company”) for the financial year ended on 31stMarch, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (“SCRA”) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable to the Company during the audit period);**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable to the Company during the audit period);**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the audit period);**
 - (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 **(Not applicable to the Company during the audit period);** and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the audit period);**
 - (i) The Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015.

We 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 (Listing Obligations and Disclosure Requirement) Regulations, 2015

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors.

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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period, the members of the Company have not passed any resolution through postal ballot.

We further report that during the audit period, there were no instances of:

- (i) Public/Rights/Preferential issue of Shares/debentures/sweat equity.
- (ii) Redemption / buy-back of Securities.
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.
- (iv) Merger/ amalgamation/ reconstruction etc.
- (v) Foreign technical collaborations

Place: Indore
Date: 29.05.2023

for Ajit Jain & Company
(Company Secretary)

Sd/-
Ajit Jain
Proprietor
FCS No.: 3933; C P No.: 2876
UDIN: F003933E000359739

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

Annexure I to Secretarial Audit Report

To,
TheMembers,
Hemang Resources Limited
(CIN: L65922TN1993PLC101885)
Flat A2, Harington Court, 99,
Harington Road, Chetpet,
Chennai, Tamil Nadu- 600031.

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

Place: Indore
Date: 29.05.2023

For Ajit Jain & Company
(Company Secretary)

Sd/-
Ajit Jain
Proprietor
FCS No.: 3933; C P No.: 2876
UDIN: F003933E000359739

ANNEXURE A1

Secretarial Compliance Report of Hemang Resources Limited (CIN: L65922TN1993PLC101885) for the financial year ended 31st March, 2023

To,
Board of Directors,
Hemang Resources Limited
(CIN: L65922TN1993PLC101885)
Flat A2, Harington Court, 99, Harington Court,
Chetpet, Chennai - 600031

We Ajit Jain & Co., Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by Hemang Resources Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2023 ("Review Period") in respect of compliance with the provisions of:
- (e) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (f) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined,
include: -

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

- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) (other regulations as applicable)

and circulars/ guidelines issued thereunder;

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/ information under aseparate section on the website ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website 	Yes	

4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA	The Listed Entity does not have any Subsidiary Company.

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	

9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).	Yes	

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

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

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>		<p>M/s A V Ratnam & Co. has resigned w.e.f., 27.10.2022 and M/s A. John Moris & Co. has been appointed as Statutory Auditor due to casual vacancy w.e.f., 27.10.2022.</p> <p>The Limited Review Report for the quarter ended 30th September, 2022 has been signed by M/s A. John Moris & Co. dated 11th November, 2022.</p>
2.	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p>	No	<p>a. No such events have occurred under which the listed entity has not given any information which has hampered the audit process.</p>

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

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

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
There was no reportable event requiring compliance during the Review Period										

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

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
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There was no reportable event requiring compliance during the Review Period

Place: Indore

Date: 27.04.2023

**For Ajit Jain & Co.
Company Secretaries**

**Sd/-
CS Ajit Jain**

(Proprietor)

CP No.: 2876, F.C.S. No. 3933

UDIN: F003933E000208610

Peer Review Certificate: 767/2020

PCS Unique ID No. : S1998MP023400

ANNEXURE B

ANNUAL REPORT ON CSR INITIATIVES

1. Brief outline on CSR Policy of the Company:

The CSR Policy of the Company is in line with Company's principle of sustainability and balance. The CSR initiatives of the Company are focused on providing quality education, healthcare, women empowerment and promoting sports and improving the overall well-being of people.

2. Composition of CSR Committee:

S.No.	Name of Director	Designation	Number of Meetings of CSR Committee held during the year	Number of Meetings of CSR Committee attended during the year
1.	Mr. Nikhil Dhanotiya	Non-Executive Independent Director - Chairperson	2	2
2.	Ms. Shikha Jain	Non- Executive Independent Director- Member	2	2
3.	Ms. Komal Jitendra Thakker	Executive Director- Member	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy approved by the board are disclosed on the website of the company - under the head 'Policies' at https://www.bhatiacoalindia.com/BIIIL/Document/CSR_POLICY_HEMANG.pdf4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report):
Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

S.No.	Financial Year	Amount available for set-off from preceding financial years	Amount required to be set off for the financial year
		NIL	

6. Average net profit of the company as per section 135(5) : Rs. 3,22,24,589/-
7. (a) Two percent of average net profit of the Company as per section 135(5) : Rs. 6,44,492/-
 (b) Surplus arising out of the CSR projects or programs or activities of the previous financial years. :NIL
 (c) Amount required to be set off for the financial year, if any : NIL
 (d) Total CSR obligation for the financial year (7a+7b-7c).: Rs. 6,44,492/-
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (Amount in Rs.)	Amount unspent (Amount in Rs.)			
	Total amount transferred to unspent CSR Account as per Section 135(6)		Amount transferred to any fund specific under Schedule VII as per second proviso to Section 135 (5)	
	Amount	Date of Transfer	Amount	Date of Transfer
NIL	NIL	NIL	5,00,000/-	29.05.2023

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

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

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

1.	2.	3.	4.	5.	6.	7.	8.
S.No.	Name of Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project	Amount spent in the current financial Year (In Crores)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency
							Name CSR Registration Number

- (d) Amount spent in Administrative Overheads: NIL

- (e)Amount spent on Impact Assessment, if applicable: Nil

(f) Total amount spent for the Financial Year: 5,00,000/-

(g) Excess amount for set off, if any: Nil

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

1.	2.	3.	4.	5.		6.
S.No.	Preceding Financial Year	Amount transferred to unspent CSR Account under Section 135 (6).	Amount Spent in the reporting Financial Year	Amount transferred to any fraud specified under Schedule VII as per section 135 (6), if any		Amount remaining to be spent in succeeding financial years.
				Name of Fraud	Amount	Date of Transfer
						1,44,492/-*
NIL						

*The said unspent amount for Rs. 1,44,492/- shall be transferred to a fund specified in Schedule VII within a period of six months of the expiry of the Financial year as per the provisions of Section 135(5) of the Companies Act, 2013.

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

1.	2.	3.	4.	5.	6.	7.	8.	9.
S.No.	Project ID	Name of Project	Financial Year in which the project was commenced	Project duration	Total Amount allocated for the project	Amount spent on the project in the reporting Financial	Cumulative amount spent at the end of reporting Financial Year.	Status of the project - Completed / Ongoing
NIL								

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

a) Date of creation or acquisition of the capital asset(s): N.A

b) Amount of CSR spent for creation or acquisition of capital asset: N.A

c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: N.A

d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): N.A

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

ANNEXURE-C

PART A: Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

i. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year.

S.No.	Name of Director	Designation	Ratio of Remuneration of each Director to median remuneration of employees
1.	Ms. Komal Jitendra Thakker	Whole Time Director and CEO	1.60
2.	Ms. Shikha Jain	Non- Executive Independent Director	NA
3.	Mr. Nikhil Dhanotiya	Non- Executive Independent Director	NA

a) Since Independent Directors received no remuneration, except sitting fees for attending Board /Committee meetings, the required details are not applicable.

b) The median remuneration of all the employees of the Company was Rs. 4.02 Lakhs

ii. The percentage increase in remuneration of each director#, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

S.No.	Name of Director	Designation	Increase in Remuneration
1.	Ms. Komal Jitendra Thakker	Whole Time Director and CEO	15%
2.	Ms. Saloni Kochar	Company Secretary and CFO	15%

#Since Independent & Non-Executive Directors received no remuneration, except sitting fees for attending Board /Committee meetings, the required details are not applicable.

The % increase in the median remuneration of employees in the financial year: 10%

The number of permanent employees on the rolls of the Company: 7

Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase

in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

Average increase in remuneration is 15% for Employees including Managerial Remuneration.

Affirmation that the remuneration is as per the remuneration policy of the Company.

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

For **Hemang Resources Limited**

Sd/-
Komal Jitendra Thakker
Whole Time Director
DIN: 07062825

Sd/-
Nikhil Dhanotiya
Director
DIN: 09220437

Place: Chennai
Date: 29.05.2023

Annexure-D

The information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo as stipulated under Section 134(3)(m) of the Act read with Rule 8(3) of Companies (Accounts) Rules, 2014.

A. CONSERVATION OF ENERGY

Not applicable, since the Company is engaged in trading activities.

RESEARCH AND DEVELOPMENT

Not applicable

B. TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION

Not Applicable

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

1. Total Foreign Exchange earned and outgo

(Rs. in Lacs)

S.No.	Particulars	Current year	Previous year
1.	Total Foreign Exchange earned	NIL	NIL
2.	Total Savings in Foreign Exchange Through products manufactured by the Division and deemed exports	-	-
3.	Total Foreign Exchange outgo	NIL	NIL

For Hemang Resources Limited

Sd/-
Komal Jitendra Thakker
Whole Time Director
DIN: 07062825

Sd/-
Nikhil Dhanotiya
Director
DIN: 09220437

Place: Chennai
Date: 29.05.2023

HEMANG RESOURCES LIMITED

2022 - 2023



**CORPORATE
GOVERNANCE
REPORT**

REPORT ON CORPORATE GOVERNANCE

Your Directors present the Company's Report on Corporate Governance in compliance with Regulations 17 to 27 read with Schedule V and Clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

This Report on Corporate Governance for the year ended 31st March 2023, states the compliance status as per requirements of the Companies Act, 2013 and SEBI (LODR), Regulations, 2015.

I. PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance practices followed by the Company are compatible with best practices. Through the governance mechanism in the Company, the Board along with its Committees undertakes its fiduciary responsibilities to all its stakeholders by ensuring transparency, fair play and independence in its decision making. The Company is in full compliance with the requirement of Corporate Governance under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Management on a quarterly basis presents before the Board of Director a status report on regulatory compliances, as applicable to the Company.

The Board and Management believe that operating to the highest level of transparency and integrity in its functioning and conduct of business with business ethics is integral to the culture of our Company. The Board and management of the Company are committed to the highest standards of accountability, transparency, social responsiveness, operational efficiency and good ethics.

The Company is committed to sound Corporate Governance practices and compliance with all applicable laws and regulations. The various Corporate Governance Practices implemented by the Company in compliance with Regulation 27 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 including the amendments thereof are as follows:

II. BOARD OF DIRECTORS

The Board of Director provide strategic direction, leadership and guidance to the Company's management as also monitors the performance of the Company with the objective of creating long-term value for the Company's shareholders. All the Independent Directors (ID's) have confirmed in accordance with Regulation 25(8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and section 149(6) of the Act and the rules framed thereunder. The required information, including information as enumerated in Regulation 17(7) read together with Part A of Schedule II of the SEBI Listing Regulations is made available to the Board of Directors, for discussion and consideration at Board Meeting. All the agenda papers for the Board and Committee meetings are disseminated electrically as well as printed copy of the same is also circulated to the board of directors.

a) Board Composition

The composition of the Board represents an optimal mix of Executive and Non-executive Directors having knowledge, professionalism and experience which enables the Board to discharge its responsibilities and

provide effective leadership for long-term vision and to achieve the highest level of governance. The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors.

As on 31 March 2023, the Company's Board of Directors consists of 3 Directors i.e. 1 Whole Time Director and 2 Non-Executive Independent Directors.

During the Financial Year under review, the composition of the Board of directors and their category is as follows:

CATAGORY	NAME	DESIGNATION
Non-Executive Director	Ms. Shikha Jain	Independent Director
Non-Executive Director	Mr. Nikhil Dhanotiya	Independent Director
Executive Director	Ms. Komal Jitendra Thakker	Whole Time Director

Appointments and tenure of Independent Directors adhere to the requirements of the Companies Act, 2013 read with Regulation 25 of the Listing Regulations.

No Director is, inter se, related to any other Directors on the Board.

b) Board Meetings

During the year under review, 5 (Five) Board Meetings were held on below-mentioned dates:-

Date of Meetings	Board Strength	No. of Directors Present
27.05.2022	3	3
09.08.2022	3	3
05.11.2022	3	3
11.11.2022	3	3
03.02.2023	3	3

The gap between two meetings did not exceeded one hundred and twenty days. The Company placed before the Board the information specified in Part A of Schedule II to the Listing Regulations from time to time. The Board periodically reviews compliance reports of all laws applicable to the Company. The Company takes effective steps to rectify instances of non-compliance, if any.

c) Attendance of directors

During the financial year 2022-23, the attendance of directors at the meetings of the Board of Directors and the last Annual General Meeting held on September 23, 2022 and relationship with other directors are as follows: -

Name of Director	Relationship with other directors	No. of meeting attended	Whether attended last AGM
Ms. Shikha Jain	-	05	Yes
Mr. Nikhil Dhanotiya	-	05	Yes
Ms. Komal Jitendra Thakker	-	05	Yes

d) Directorship and membership of Board Committees

Name of Director	Directorship			Committee positions in listed and unlisted public limited companies (only of Audit and Stakeholders Relationship Committee)	
	In listed Companies	In unlisted public limited companies	In Private Ltd. companies	As Chairperson	As Member
Ms. Shikha Jain	1	0	0	0	3
Mr. Nikhil Dhanotiya	1	0	1	3	0
Ms. Komal Jitendra Thakker	1	0	0	0	3

e) Number of shares and convertible instruments held by Non-Executive Directors

Non-Executive Directors do not hold any shares. There is no convertible instrument in the company.

f) Familiarization Program for Independent Director

All new independent directors inducted into the Board attend the orientation program and a formal letter of appointment outlining his/her role, function, duties and responsibilities. The company has held various familiarization programs for independent director throughout the year on an ongoing continuous basis. The details of familiarization program and terms and condition for appointment of Independent directors are placed on the Company's website <http://www.bhatiacoalindia.com/BIIL/InvRelation.htm>.

III. AUDIT COMMITTEE

The Committee's Composition meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18(3) read with Part C of Schedule II of SEBI (LODR) Regulations, 2015. Members of the Audit Committee possess financial/accounting expertise/exposure.

Composition of Audit Committee and attendance of members for the financial year 2022-23

The Audit Committee comprises the following:

S. No	Name of the Director	Category	Meetings attended
1.	Mr. Nikhil Dhanotiya	Chairperson, Independent Director	5
2.	Ms. Shikha Jain	Member, Independent Director	5
3.	Ms. Komal Jitendra Thakker	Member, Whole Time Director	5

The Chairperson of Audit Committee was present at the Annual General Meeting of the Company.

Meetings of the Audit Committee:

During the financial year 2022-23, there were 5 (**five**) meetings of the Audit Committee held on following dates:

S. No.	Date of Meetings
1.	May 27, 2022
2.	August 09, 2022
3.	November 05, 2022
4.	November 11, 2022
5.	February 03, 2023

The gap between any two meetings did not exceed one hundred and twenty days.

The Company Secretary of the Company acts as Secretary to the Committee in terms of Regulation 18(1)(e) of SEBI (LODR) Regulations, 2015.

IV. NOMINATION AND REMUNERATION COMMITTEE

The Committee constitution and terms of reference are in compliance with provisions Section 178 of Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015 as amended from time to time.

Composition of Nomination & Remuneration Committee

The Nomination and Remuneration Committee comprises of the following members:

S. No	Name of the Director	Category	Meetings attended
1.	Mr. Nikhil Dhanotiya	Chairperson, Independent Director	1
2.	Ms. Shikha Jain	Member, Independent Director	1
3.	Ms. Komal Jitendra Thakker	Member, Whole Time Director	1

The Chairperson of Nomination and Remuneration Committee was present at the Annual General Meeting of the Company.

During the financial year 2022-23, there was 1 (One) meeting of the Nomination and Remuneration Committee held on May 27, 2022

V. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee functions in accordance with Section 178 of the Act and Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations. The Stakeholder Relationship/ Grievance Committee specifically look into the complaints of shareholders and investors on the matter relating to transfer of shares, non-receipt of annual report, non-receipt of dividend, payment of unclaimed dividend etc.

The Composition of the Stakeholder Relationship Committee is as follows:

S. No	Name of the Director	Category	Meetings attended
1.	Mr. Nikhil Dhanotiya	Chairperson, Independent Director	4
2.	Ms. Shikha Jain	Member, Independent Director	4
3.	Ms. Komal Jitendra Thakker	Member, Whole Time Director	4

In order to expedite the process of share transfer, the Board of Directors has delegated the power of share transfer to the M/s. Link Intime India Private Limited as Registrar and Share Transfer Agent of the Company.

During the financial year 2022-23, 4 (Four) meetings of Stakeholders Relationship Committee are being held on following dates:

S. No.	Date of Meetings
1.	May 27, 2022
2.	August 09, 2022
3.	November 11, 2022
4.	February 03, 2023

During the year 2022-23, the Company has not received any investor complaint and no compliant is pending as on March 31, 2023.

VI. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Company is falling under the criteria for applicability of Corporate Social Responsibility (CSR) Committee on the basis of the net profit of immediately preceding Financial Year (2021-22). Therefore CSR Committee has been constituted w.e.f., 27.05.2022.

The Composition of the Corporate Social Responsibility Committee is as follows:

S. No	Name of the Director	Category	Meetings attended
1.	Mr. Nikhil Dhanotiya	Chairperson, Independent Director	2
2.	Ms. Shikha Jain	Member, Independent Director	2
3.	Ms. Komal Jitendra Thakker	Member, Whole Time Director	2

During the financial year 2022-23, 2 (Two) meetings of Corporate Social Responsibility Committee are being held on following dates:

S. No.	Date of Meetings
1.	August 09, 2022
2.	February 03, 2023

Company has spent the amount for CSR as per the provisions of Section 135(6) of the Companies Act, 2013 and rules made thereunder as may be amended from time to time.

VII. GENERAL BODY MEETINGS

Particulars of the Annual General Meetings held during the last three years are given below:

Annual General Meeting	Venue	Date and Time	Whether Special Resolution Passed
27 th AGM FY 2019-20	Held through Video Conference (VC)/ Other Audio Visual Means (OAVM) and the deemed venue of the AGM was Plot No. 4, 6 th Avenue, Harington Road, Chetpet, Chennai, (T.N.) - 600031	23.11.2020 at 12:30 p.m.	No
28 th AGM FY 2020-21	Held through Video Conference (VC)/ Other Audio Visual Means	24.09.2021 at 11:00 a.m.	Yes

	(OAVM) and the deemed venue of the AGM was Flat A2, Harington Court, 99 Harington Road, Chetpet, Chennai, (T.N.) - 600031		
29 th AGM FY 2021-22	Held through Video Conference (VC)/ Other Audio Visual Means (OAVM) and the deemed venue of the AGM was Flat A2, Harington Court, 99 Harington Road, Chetpet, Chennai, (T.N.) - 600031	23.09.2022 at 11:00 a.m.	Yes

- No resolution requiring a postal ballot was passed during the financial year 2019-20, 2020-21 and 2021-22.
- No Special resolution is being proposed to be passed through postal ballot.

VIII. SEPARATE MEETING OF INDEPENDENT DIRECTOR

During the year under review, a separate meeting of Independent Directors in accordance with the provisions of Section 149(8) read with Schedule IV of the Companies Act, 2013 and Regulation 25(3) and 25(4) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, without the attendance of Non-Independent Directors and members of the Management, and In the aforesaid meeting, the independent Directors:

- Reviewed the performance of Non-Independent Directors and Board as a whole;
- Assessed the quality, quantity and timeliness of flow of information between the Companies Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All independent directors were present at the meeting, deliberated and expressed their satisfaction on each of the above matters.

Terms of appointment of Independent Directors

The Non-Executive Independent Directors fulfill the conditions of independence specified in Section 149 of the Companies Act, 2013 and Regulation 16 (b) of the SEBI (LODR) Regulations, 2015. A Formal Letter of Appointment been issued to Independent Directors at the time of appointment, as provided in Companies Act, 2013 and the Listing Regulations.

Annual Evaluation of Board Performance, Performance of its Committees and of Directors:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 the Board has carried out the Annual Evaluation of its own performance, performance of individual Directors and of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committee and Directors.

Performance of the Board was evaluated by the Members after seeking inputs from all the Directors on the basis of criteria such as Board Composition and structure, effectiveness of board processes, information and functioning, etc. Performance evaluation of Independent Directors and of the Chairman was carried out by entire Board, excluding the Director being evaluated. Performance evaluation of Non- Independent Director was carried out by the Independent Directors, who also reviewed the performance of the Board as whole. Performance of the Committees was evaluated by the Board after seeking inputs from members who are not member of Committee on the basis of criteria such as the composition of the Committees, effectiveness of committee meetings, etc. The Nomination & Remuneration Committee also reviewed the performance of the Board, its Committees and the Directors.

The Chairman of the Meeting provided feedback to the Directors on an individual basis, as appropriate. Significant highlights, learning and action points with respect to the evaluation were discussed among the Board members.

IX. MEANS OF COMMUNICATION

- a. **Quarterly, half-yearly and annual financial Results:** The quarterly, half-yearly and annual financial results of the Company are regularly submitted to the Stock Exchange in accordance with the SEBI Listing Regulations and are published in News Today, English daily Newspaper and in Malai Sudar vernacular daily newspaper.
- b. **Annual Report:** Annual Report containing, inter alia, Audited Annual Accounts, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto and also being uploaded on website of BSE Ltd. (stock exchange) and Company's website. The management Discussion and Analysis Report forms part of the Annual Report. The information regarding the performance of the Company is shared with the shareholders vide the Annual Report.
- c. **Website:** The Company has its own website <http://bhatiacoalindia.com/BIIL/Index.htm> which contains all important public domain information and information as prescribed under the Companies Act, 2013 and SEBI (LODR), Regulations, 2015, including details of the corporate contact persons and share transfer agent of the Company, shareholding pattern, etc.
- d. The Annual Report, Quarterly Results, Shareholding Pattern, Intimation of Board Meeting and other relevant information of the Company are posted in a timely manner through BSE Listing Center portals and the Company's website for investor information.

X. GENERAL SHAREHOLDERS INFORMATION

a. Twenty Ninth Annual General Meeting

Day and Date	:	Friday, September 23, 2022
Time	:	11:00 A.M.
Venue	:	Flat A2, Harington Court, 99, Harington Road, Chepet, Chennai, Tamilnadu-600031 through Video Conferencing/Audio Visual means (VC/OAVM)
Email	:	cs@bhatiacoalindia.com

b. Financial Year: The Company follows the period of 1st April to 31st March, as Financial Year.

c. Dividend payment date: The Board has not recommended dividend for equity shares and Preference Shares, hence not applicable.

d. Listing on Stock Exchanges and details of price index:

Name & address of the Stock Exchange	Stock Code / Scrip Code	ISIN Number for NSDL/ CDSL (Dematerialized shares)
BSE Limited 25 th Floor, P.J. Towers, Dalal Street, Mumbai 400 001	531178	INE930A01010

The Listing / Annual Custody Fees for FY 2022-23 have been paid for the above stock exchange and Depositories.

e. Corporate Identification Number (CIN): L65922TN1993PLC101885

f. Market Price Data

High, low (based on monthly closing prices) and number of equity shares traded during each month in the year 2022-23 on BSE Limited and National Stock Exchange of India Limited:-

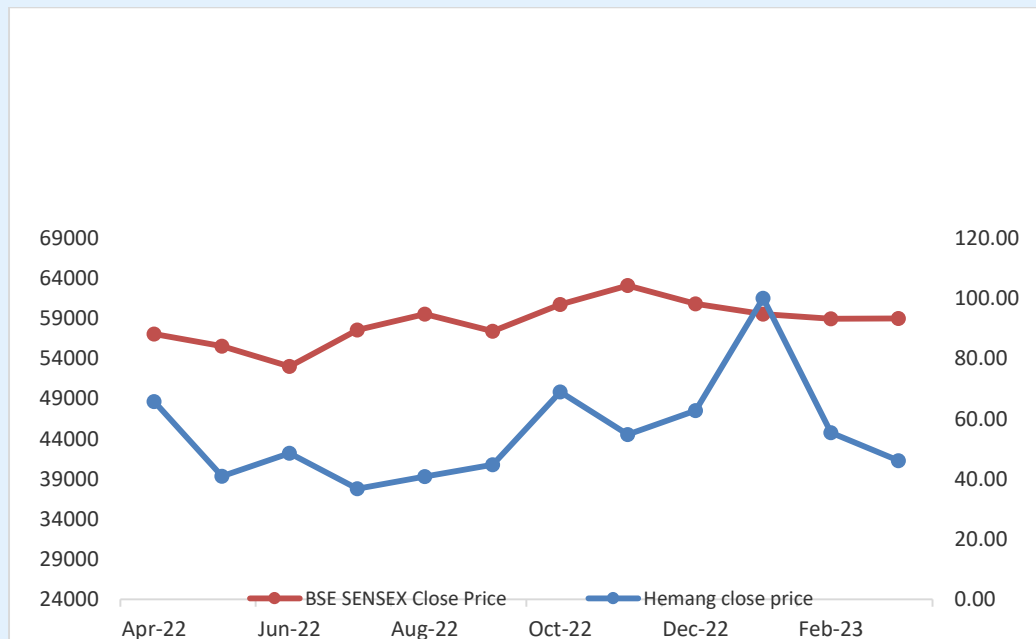
MONTH AND YEAR	QUOTED PRICE AT BSE		BSE SENSEX	
	High (Rs.)	Low (Rs.)	High	Low
April, 2022	65.75	27.65	50,375.77	47,204.50
May, 2022	76.05	33.65	52,013.22	48,028.07
June, 2022	69.7	42.95	53,126.73	51,450.58

July, 2022	51.6	36.1	53,290.81	51,802.73
August, 2022	48.95	33.5	57,625.26	52,804.08
September, 2022	46.8	38.7	60,412.32	57,263.90
October, 2022	80.9	40	62,245.43	58,551.14
November, 2022	75.8	47.65	61,036.56	56,382.93
December, 2022	77.1	50.3	59,203.37	55,132.68
January, 2023	117	63.05	61,475.15	56,409.63
February, 2023	95.1	49.3	59,618.51	54,383.20
March, 2023	58.11	39.08	58,890.92	52,260.82

Source: www.bseindia.com

g. Performance in comparison to broad-based indices such as BSE Sensex:

Performance in comparison to BSE-Sensex



h. Registrar and Transfer Agents:

For shares related matters, Members are requested to correspond with the Company's Registrar and Transfer Agents - M/s Link Intime India Private Limited quoting their Folio No./DP ID & Client ID at the following address:

M/s Link Intime India Private Limited
C-101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai - 400 083
Tel.: +91 22 49186270; Fax: +91 22 49186060
E-mail: rnt.helpdesk@linktime.co.in, Website: www.linkintime.co.in

i. Share Transfer System:

The transfer of shares in physical form is processed and completed by Registrar and Share Transfer Agent (RTA) within a period of fifteen days from the date of receipt thereof provided all the documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. Company obtains a half-yearly compliance certificate from a Company Secretary in Practice and Registrar & Transfer Agents as required under the Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force) and files a copy of the said certificate with BSE Limited.

Distribution of shareholding as on 31st March, 2023

(a)

Slab of Shareholders (1)	No. of Shareholders (2)	No. of Share (3)	% of total amount (4)
1 - 500	5454	379187	2.8726
501 - 1000	294	226341	1.7147
1001 - 2000	159	234893	1.7795
2001 - 3000	51	130399	0.9879
3001 - 4000	25	89926	0.6813
4001 - 5000	16	71217	0.5395
5001 - 10000	35	257206	1.9485
Above 10000	38	11810831	89.4760
Total	6072	13200000	100.000

(b)

Sr. No (1)	Categories (2)	No. of Share Holders (3)	No. of Shares (4)	% of Total Shares (5)
1.	Promoters, Directors, their relatives & promoter group	12	8402286	63.65
2.	Clearing Members	6	8264	0.06
3.	Other Bodies Corporate	25	397503	3.01
4.	Hindu Undivided Family	44	300619	2.28
5.	NRI / OCBs	24	7725	0.05
6.	Banks / Financial Institutions	0	0	0
7.	General Public	5959	3393966	25.71
8.	Body Corporate - Limited Liability Partnership	1	150	0.00
9.	Investor Education and Protection Fund	1	689487	5.23
Total		6072	13200000	100.00

j. Dematerialization of Shares

About 98.49% of total equity shares of the Company are held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 31, 2023.

k. Cumulative redeemable preference shares

The Company issued 800,000, 8% Cumulative redeemable preference shares of Rs.100/- each on 7th May, 2007 to the promoters of the Company. The rate of interest over the Cumulative redeemable preference shares are reduced from 8% to 2% and redemption period has been extended upto 6th May, 2024 with the written consent of all preference shareholders. The said preference shares are not listed with any of the stock exchange.

l. Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments.

m. Plant locations

The Company being involved in trading activities does not have any plant.

n. Address for correspondence

Hemang Resources Limited
Flat A2, Harington Court
99, Harington Road, Chepet,
Chennai, Tamil Nadu-600031
E-mail: cs@bhatiacoalindia.com

XI. DISCLOSURES**a. Other disclosures**

- i. **Disclosures on material significant related party transactions with its promoters, the Directors or the Management, subsidiaries or relatives etc. that may have potential conflict of interest:**
The appropriate disclosure for the transactions entered with the Related Parties is made in notes to the accounts which form part of this Annual Report. There are no materially significant Related Party Transactions which have potential conflict with the interest of the Company at large.
- ii. No instances of non-compliances in any matter related to the capital market took place during the last three years.
- iii. No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

b. Vigil Mechanism / Whistle Blower Policy

The Company has in place a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud, or violation of the company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguard against victimization of employee who avails of the mechanism, and provides for direct access to the Chairman of the Audit Committee. The company affirms that no employee has been denied access to the Audit Committee.

The Whistle Blower Policy has been hosted on the Company's website.

c. Code of Conduct

The Company is committed to conduct its business in conformity with ethical standards and applicable laws and regulations. This commitment stands evidenced by the Code of Conduct adopted by the Board of Directors which is applicable to each member of the Board of Directors and senior management of the Company. A copy of the Code of Conduct has been put on the Company's website (<http://www.bhatiacoalindia.com/BIIL/InvRelation.htm>). The Board of Directors and senior management of the Company have confirmed regarding compliance with the said Code for the year ended March 31, 2022.

d. Extraordinary General Meeting

No Extra-Ordinary General Meeting of the members was held during the year under review.

e. Code Conduct for Prevention of Insider Trading

In accordance with the requirement of the SEBI (Prohibition of Insider Trading) Regulations, 2015 the Company has a code of conduct and the same is placed on Company's web site. A declaration signed by the Company's Chief Executive Officer is published in this Report.

XII. REMUNERATION OF DIRECTORS:**a. Pecuniary transactions with non-executive director**

During the year under review, there were no pecuniary transactions with any of the non-executive director of the Company.

b. Criteria of making payments to non-executive directors

Non-executive directors of the Company play a crucial role in the independent functioning of the Board. They bring in an external perspective to decision-making, and provide leadership and strategic guidance while maintaining objective judgment. They also oversee corporate governance framework of the Company.

The Remuneration Policy, inter alia, disclosing criteria of making payments to directors, key managerial personnel and employees is placed on the Company's website.

c. Detail of remuneration to directors

In 2023-24, the Company has not given any loan, advance to directors or not provided any security to any person in favour of directors. No stock options have been issued to any Directors during the year.

Details of remuneration to other directors and Key managerial Personnel are as follows:

The details of remuneration/Sitting Fees paid to the Directors during the year under review are as under:

Name of Director	Salary, Allowance & benefit	Reimbursement	Bonus	Pension	Provident Fund	Stock Options	Sitting Fees	Total
Ms. Shikha Jain		-		-	-	-	9000	9000
Mr. Nikhil Dhanotiya		-		-		-	9000	9000
Ms. Komal Jitendra Thakker	695148			-	-	-	-	695148

Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN	Particulars of Remuneration	WTD and CEO Ms. Komal J Thakker	CS & CFO Ms. Saloni Kochar	Total
1	Gross salary	695148	479340	1174488
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total	695148	479340	1174488

XIII. DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT FOR DIRECTOR AND SENIOR MANAGEMENT BY CHIEF EXECUTIVE OFFICER

[Regulation 26(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015]

Pursuant to Regulation 26(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company has received confirmation from all the Directors and Senior Management Personnel regarding compliance with the Code of Conduct for the year ended March 31, 2023. A declaration by the CEO to this effect, on behalf of all the Board Members and Senior Management for the year ended March 31, 2023 is reproduced below:

Incompliance with Regulation 26(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, I hereby confirm that all Director and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for Directors and Senior Management for the year ended March 31, 2023.

Sd/-
Komal J Thakker
Chief Executive Officer

Place: Chennai
Date: 29.05.2023

XIV. DECLARATION ON COMPLIANCE FOR THE YEAR ENDED 31st MARCH 2023

In Compliance with Regulation 17(8) read with Part B of Sechedule II of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby certify that for the Financial Year ended 31.03.2023:-

To
The Members,
Hemang Resources Limited
Flat A2, Harington Court,
99, Harington Road, Chetpet,
Chennai - 600031 (TN)

We have reviewed the financial statements and cash flow statements for the year that to the best of their knowledge and belief:

these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

these statements together present a true and fair view of the company's affair and are in compliance with existing accounting standards, applicable laws and regulation.

There are to the best of our knowledge and belief, no transaction entered into by the company during the year which is fraudulent, illegal or violative of the company's code of conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control system of the company pertaining to financial reporting and have disclosed to the auditor and the committee deficiencies in designing or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to ratify these deficiencies.

There is no instance to be indicated to the auditor and Audit Committee in respect of :-

- i. significant changes in internal control over financial reporting during the year;
- ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- iii. instance of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having role in the company's internal control system over financial reporting.

For, Hemang Resources Limited

Sd/-	Sd/-
Komal J Thakker	Saloni Kochar
Chief Executive Officer	Chief Financial Officer

Place: Chennai

Date: 29.05.2023

CERTIFICATE REGARDING COMPLIANCE CONDITION OF CORPORATE GOVERNANCE

[Pursuant to Regulation 34(3) read with Schedule V of SEBI (LODR) Regulations, 2015, Certificate from M/s Ajit Jain, Practicing Company Secretary, on compliance with the condition of Corporate Governance as stipulated in the Listing Regulation is reproduced below]

**To,
The Members of
HEMANG RESOURCES LIMITED
Flat A2, Harington Court,
99, Harington Road, Chetpet,
Chennai, Tamil Nadu- 600031**

1. We have examined the compliance of the conditions of Corporate Governance by **Hemang Resources Limited** ("the Company") for the year ended on March 31, 2023, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para-C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Management's Responsibility

2. The compliance of the conditions of Corporate Governance is the responsibility of the management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.

Our Responsibility

3. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring compliance to the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books, papers, minutes books, forms, returns and other relevant records and documents maintained by the company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Opinion

5. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para-C and D of Schedule V of the SEBI Listing Regulations during the year ended March 31, 2023
6. We further state that such compliance 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.
7. The certificate is issued solely for the purpose of complying with the aforesaid SEBI Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

Place: Indore
Date: 29.05.2023

For Ajit Jain & Co.
Company Secretaries

Sd/-
Ajit Jain
(Proprietor)
CP No.: 2876, M. No.: 3933
UDIN: F003933E000359805
Peer Review Certificate No.: 767/2020
PCS Unique ID No.:S1998MP023400

PRACTISING COMPANY SECRETARIES' CERTIFICATE ON DIRECTORS NON-DISQUALIFICATION TO THE MEMBERS OF HEMANG RESOURCES LIMITED

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

**To,
The Members of
HEMANG RESOURCES LIMITED
CIN L65922TN1993PLC101885
Flat A2, Harington Court,
99, Harington Road, Chetpet,
Chennai, Tamil Nadu- 600031**

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Hemang Resources Limited** having **CIN L65922TN1993PLC101885** and having registered office at Flat A2, Harington Court, 99 Harington Road, Chetpet, Chennai - 600031(TN) (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 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 verification (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanation 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 the Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Designation
1.	Ms. Shikha Jain	08087342	Independent Director
2.	Mr. Nikhil Dhanotiya	09220437	Independent Director
3.	Ms. Komal Jitendra Thakker	07062825	Whole Time Director

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my 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: Indore
Date: 29.05.2023

For Ajit Jain & Co.
Company Secretaries

Sd/-
Ajit Jain
(Proprietor)
FCS No.: 3933 C P No.: 2876
UDIN: F003933E000359893
Peer Review Certificate No.:767/2020
PCS Unique ID NO.: S1998MP023400

HEMANG RESOURCES LIMITED

2022 - 2023



MDA

**MANAGEMENT
DISCUSSION AND
ANALYSIS REPORT**

MANAGEMENT DISCUSSION AND ANALYSIS

1. INDUSTRY STRUCTURE AND DEVELOPMENTS:

COAL INDUSTRY

In India's energy sector, coal accounts for the majority of primary commercial energy supply. India is endowed with large quantum of coal reserves (315 BT) have been estimated by the Geological Survey of India, of which around 90% comprises non-coking coal. India is the world's fourth largest producer of coal, after China, the United States and Australia. Coal remains the predominant indigenous energy sources in the country. The energy security of the country and its prosperity are integrally linked to efficient and effective use of this abundant, affordable and dependent fuel, coal.

India has a balanced energy basket and coal sector is an important contributor in fulfilling nation's energy needs. The sector is not only committed to meet coal demand in the country but also sensitive towards building a sustainable ecosystem. Coal is a critical input for power, fertilizer, iron & steel and cement sector. India's coal imports increased by 32 per cent to 148.58 million tonne (MT) in April-February FY23 against 112.38 MT in the year-ago period, according to a report. The import of coking coal rose 7.69 per cent to 50.50 MT during April-February FY23 compared to 46.89 MT a year ago, mjunction said in its latest report.

Details of import of coal and products i.e. coke during the last four years including the current year is as under:

(Million tonnes)

Coal	2018-19	2019-20	2020-21	2021-22	2022-23 (Prov.)
Coking Coal	51.84	51.83	51.20	57.16	51.849
Non-Coking Coal	183.51	196.70	164.05	151.77	166.155
Total Coal Import	234.35	248.53	215.25	208.93	218.004
Coke	4.93	2.88	2.46	2.48	3.253

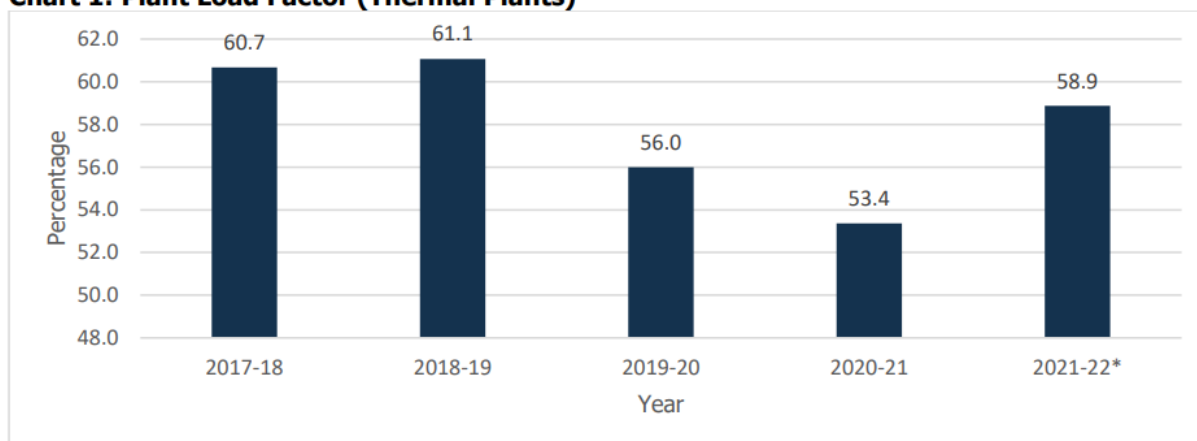
In February 2023 alone, the non-coking coal import stood at 11.68 MT against 9.42 MT in the same month last year.

India is among the top five coal-producing countries in the world. However, some parts of its coal requirement are met through imports as the country is also among the major consumers of the dry fuel.

For coking coal - a key raw material used in steel making - the country remains heavily dependent on imports.

INDIA'S COAL IMPORTS TO EXCEED 800MT IN 2023

Chart 1: Plant Load Factor (Thermal Plants)



Source: Central Electricity Authority (CEA), CMIE, CareEdge Research, *Data is provisional

India's Coal Imports Grew 22% In FY23 Even as Domestic Production rises The imports have risen in FY23 despite the 23% increase in domestic coal production over the last five years.

Despite steep rise in actual demand of coal from 956 MT in 2019-20 to 1027 MT in 2021-22 and 1087 MT in 2022-23, India's coal import increased by 106% in 2022-23 to 55,634.8 tonnes as against 26,998 tonnes in the previous year for both public and private sector thermal plants, according to the data released by the Central Electricity Authority (CEA). India's overall coal Production has seen a quantum jump to 893.08 MT in FY 2022-23 as compared to 728.72 MT in FY 2018-2019 with a growth of about 22.6%. The priority of the Ministry is to enhance the domestic coal production to reduce the dependence on substitutable coal imports. In the last 5 years, the production of Coal India Limited (CIL) has increased by 703.21 MT (Million tonnes) as compared to 606.89 MT in FY 2018-2019 with a growth of 15.9%. SCCL has shown impressive growth at 67.14 MT in FY 2022-23 from 64.40 MT in FY 2018-19 with a growth of 4.3%. Captive and other mines have also taken a lead in coal production by 122.72 MT in FY 2022-23 from 57.43 MT in FY 2018-19 with a growth of 113.7%.

India's coking coal imports, which is largely used in the Steel Sector increased around 3 per cent in FY23 to 54.33 million tonnes (mt); with countries like the USA, and Indonesia witnessing a doubling of shipments.

India's coal imports are expected to grow by 5 per cent y-o-y to 219 million tonnes (mt) in the current financial year with in-bound shipments of coking coal expected at 60 mt and non-coking coal at 159 mt.

“As per the annual plan 2022-23, the targets for domestic coal production and imports have been estimated at 911 mt and 219 mt, respectively,” Coal Minister Pralhad Joshi said in Lok Sabha.

As per government data, the total quantum of coal imported during the January-September 2022 period stood at 179.95 mt. The average landed price of imported coal during this period stood at ₹19,324.79 per tonne. India’s cumulative coal requirement in FY23 is expected at 1,087 mt, of which the requirement from the power sector is 775 mt and the steel industries is 70 mt. The requirement for the non-regulated sector (NRS) industries such as sponge, iron and cement is estimated at 242 mt.

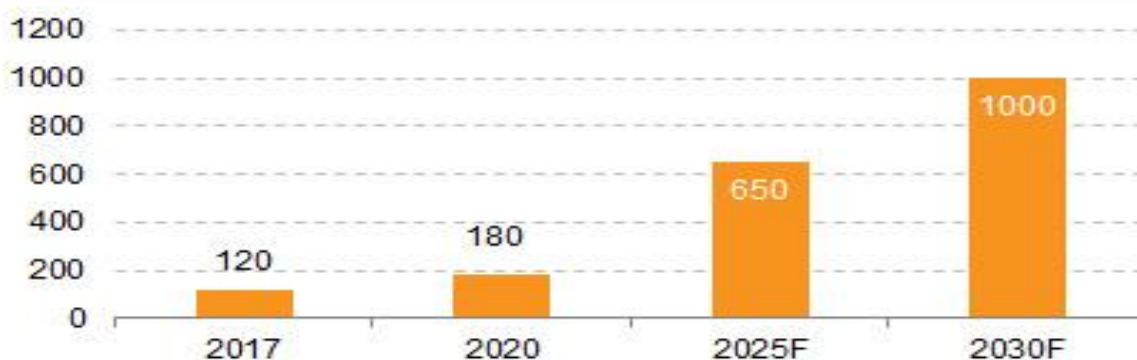
Power Sector Imports

The power sector coal imports rose in FY23 due to lesser supply from domestic sources and higher demand for electricity during the peak demand summer season. Against the total import of 27 mt by the sector in FY22, the import of the key commodity during April-October stood at 38.84 mt.

REAL ESTATE INDUSTRY

In India, the real estate sector is the second-highest employment generator, after the agriculture sector. It is also expected that this sector will incur more non-resident Indian (NRI) investment, both in the short term and the long term. Real estate sector in India is expected to reach US\$ 1 trillion in market size by 2030, and by 2025, it will contribute 13% to country’s GDP. Emergence of nuclear families, rapid urbanisation and rising household income are likely to remain the key drivers for growth in all spheres of real estate, including residential, commercial, and retail. Rapid urbanisation in the country is pushing the growth of real estate.

Market size of real estate in India (US\$ billion)



The real estate sector is one of the most globally recognized sectors. It comprises of four sub-sectors - housing, retail, hospitality, and commercial. The growth of this sector is well complemented by the growth in the corporate environment and the demand for office space

as well as urban and semi-urban accommodation. The construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy.

Government Initiatives

Government of India along with the governments of respective States has taken several initiatives to encourage development in the sector. The Smart City Project, with a plan to build 100 smart cities, is a prime opportunity for real estate companies. Below are some of the other major Government initiatives:

- In the Union Budget 2023-24, the Finance Ministry has announced a commitment of Rs. 79,000 crore (US\$ 9.64 billion) for PM Awas Yojana, which represents a 66% increase compared to the last year.
- In October 2021, the RBI announced to keep benchmark interest rate unchanged at 4%, giving a major boost to the real estate sector in the country. The low home loan interest rates regime is expected to drive the housing demand and increase sales by 35-40% in the festive season in 2021.
- Under Union Budget 2021-22, tax deduction up to Rs. 1.5 lakh (US\$ 2069.89) on interest on housing loan, and tax holiday for affordable housing projects have been extended until the end of fiscal 2021-22.
- The Atmanirbhar Bharat 3.0 package announced by Finance Minister Mrs. Nirmala Sitharaman in November 2020 included income tax relief measures for real estate developers and homebuyers for primary purchase/sale of residential units of value (up to Rs. 2 crore (US\$ 271,450.60) from November 12, 2020 to June 30, 2021).
- In order to revive around 1,600 stalled housing projects across top cities in the country, the Union Cabinet has approved the setting up of Rs. 25,000 crore (US\$ 3.58 billion) alternative investment fund (AIF).
- Government has created an Affordable Housing Fund (AHF) in the National Housing Bank (NHB) with an initial corpus of Rs. 10,000 crore (US\$ 1.43 billion) using priority sector lending short fall of banks/financial institutions for micro financing of the HFCs.
- As of December 31, 2022, India formally approved 425 SEZs, and as of January, 2023, 270 SEZs are operational. Most special economic zones (SEZs) are in the IT/ BPM sector.

OPPORTUNITIES & THREATS:

The Company's business comprises of two segment viz. **Coal Trading and Infrastructure** and the opportunities and threats on the company's business are summaries below.

Opportunities & Threats in Coal Trading Sector:

<u>Opportunities</u>	<u>Threats</u>
<ul style="list-style-type: none">• Increase in demand due to rapid growth in Power Sector• Government support to boost coal production• Coal to remain the key primary energy source in India.• Large scale rural electrification and power for all under UDAY scheme.• Enhanced demand of power due to increased use of electric vehicles.• Strong economic growth in India and resultant demand for energy, particularly coal as an energy source.• Being a cheaper source of energy compared to alternate sources available in India, demand to continue to remain strong.• Opportunity to adopt coal to liquid and coal to gas technology.	<ul style="list-style-type: none">• Resistance to part with land, creating problems in possession of land and rehabilitation.• Rapid appreciation in land cost.• Decrease in coal demand and Increase in proportion of renewables in the energy mix.• Energy storage solutions.• Non availability of proper infrastructure for transportation of coal

Opportunities & Threats in Real estate Sector:

<u>Opportunities</u>	<u>Threats</u>
<ul style="list-style-type: none">• Government initiatives for implementing and amendments of Statutory regulations like RERA, GST• Relaxation of FDI funding in Real Estate Sectors• Relaxation in taxation and regulator aspects in real estate• Implementation of Pradhan Mantry Aawas Yojana• Reduction in interest rate on Home loans	<ul style="list-style-type: none">• Rapid increase in cost of material and labours post COVID• Non availability of appropriate labour• Rapid appreciation in land cost.

2. OUTLOOK

COAL INDUSTRY

India is the world's third largest coal consumer behind China and the United States; and the share of coal in India's electricity mix has been rising. India's coal consumption was estimated at 790 million tonnes (or 516 million tonnes of coal equivalent (Mtce), around 10 per cent less than the United States (IEA 2014). Thermal coal accounts for around 85 per cent, or 665 million tonnes, of India's coal consumption. Metallurgical coal (80 million tonnes) and lignite (45 million tonnes) make up the balance.

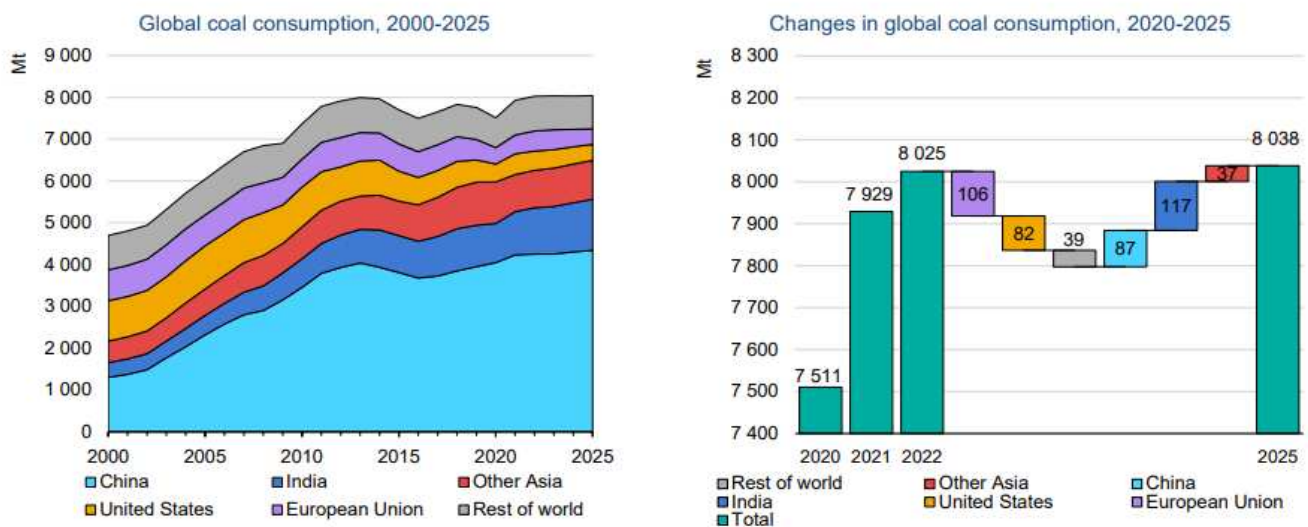
India's import of coal rose 22% year-on-year in fiscal 2023, after witnessing a consistent fall over the last three years. The imports have risen, even as domestic coal production has gone up by 23% in the last five years. Imports were up at 254 million tonne in FY23, according to data sourced by BQ Prime from the Ministry of Commerce and Industry's website, based on HSN Code.

The increase in imports in FY23 compares with imports of 208.9 million tonne in FY22; 215.25 million tonne in FY21; and 248.54 million tonne in FY20. The data indicates that the imports are back to pre-Covid levels of over 240 million tonne.

The increase is primarily led by steam or thermal coal imports that rose 28.5% year-on-year to 161.74 million tonne, on higher demand from the power sector. The imports are likely to be higher in FY24, and power consumption is also projected to grow in double digits in the coming months, in view of unprecedented demand forecast by the Ministry of Power. Peak power demand is projected to grow to 229 GW by June this year, which compares with the peak of 215 GW a year ago. However, the import of coking coal, that goes into production of steel and iron, saw a drop of 1.9% year-on-year to 56.1 million tonne.

Coking coal imports are expected to grow in FY24, on the back of increased production of steel in the country. India's steel production grew by 6% YoY to around 125 million tonne in FY23, from around 118 million tonne in FY22. In the absence of quality domestic coking coal reserves, imports are expected to rise in the near future. Import of Anthracite and Bitumen coal also dropped year-on-year by 12.3% and 58.8%, respectively, in FY23.

Global coal consumption set to plateau through 2025



Domestic Coal Production Rises 23% In Five Years

India's overall coal production in FY23 saw a jump of 22.6%, as compared with production figures of the last five years. In fiscal 2023, coal production rose to 893.08 million tonne, as compared with 728.72 million tonne in FY19.

The Coal Ministry has set up a plan to enhance domestic coal production and reduce the dependence on substitutable coal imports. The ministry targets 1,012 million tonne of coal production in FY24. In the last five years, the production of Coal India Ltd. has increased by 15.9% to 703.21 million tonne, as compared with 606.89 million tonne in FY19.

Similarly, production from captive and other coal mines for the period more than doubled or grew by 113.7% to 122.72 million tonne in FY23, from 57.43 million tonne in FY19.

REAL ESTATE INDUSTRY

The Securities and Exchange Board of India (SEBI) has given its approval for the Real Estate Investment Trust (REIT) platform, which will allow all kind of investors to invest in the Indian real estate market. It would create an opportunity worth Rs. 1.25 trillion (US\$ 19.65 billion) in the Indian market in the coming years. Responding to an increasingly well-informed consumer base and bearing in mind the aspect of globalisation, Indian real estate developers have shifted gears and accepted fresh challenges. The most marked change has been the shift from family-owned businesses to that of professionally managed ones. Real estate developers, in meeting the growing need for managing multiple projects across cities, are also investing in centralised processes to source material and organise manpower and hiring qualified professionals in areas like project management, architecture and engineering.

According to a report, India's real estate market is expected to exhibit a growth rate (CAGR) of 9.2% during 2023-2028. Therefore, FY'23-24 will see a strong foundation as there will be more buyers, and home loan rates will be lower. Multiple rating agencies have calculated that the Indian economy is estimated to grow by 8-9%, which will ultimately drive the growth in the real estate market. This growth can be attributed to increasing business activity, improved job markets, and higher income levels, all of which will inevitably lead to a rise in real estate demand.

The current shortage of housing in urban areas is estimated to be 10 million units. An additional 25 million units of affordable housing are required by 2030 to meet the growth in the country's urban population.

The growing flow of FDI in Indian real estate is encouraging increased transparency. Developers, in order to attract funding, have revamped their accounting and management systems to meet due diligence standards. According to the reports, by 2025, Indian real estate is expected to increase by 15-18 million per square foot for data centres. Metro cities, including Bengaluru, Ahmedabad, Pune, Chennai, Goa, Delhi, and Dehradun, are expected to witness the most favoured property investment destination for NRIs.

3. INTERNAL CONTROL SYSTEMS:

The Company has a proper and adequate Internal Control System to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition, and those transactions are authorized, recorded and reported correctly.

The Company, in consultation with its Statutory Auditors and Internal Auditor, periodically reviews and ensures the adequacy of Internal Control Procedures for the orderly conduct of business and also includes a review to ensure overall adherence to Management Policies and applicable Laws & Regulations. The Company's internal audit team carries out extensive audits throughout the year, across all functional areas.

4. HUMAN RESOURCES DEVELOPMENTS:

Our Philosophy is "Human Resource" is the most important factor for achieving efficiency, productivity and quality. Human Relationship Management assumes great importance in the Company and human resources are the great asset.

During the year under review, the Company continued its emphasis on Human Resource Development as one of the critical area of its operation. Realizing that the human capital being the Company's greatest asset, the up gradation of skills, personality and attitude of its employees is always looked after. Measures are also being implemented for enhancing the motivation and commitment of the work force and building up a unique positive work culture. Employer - Employee relation throughout the year were cordial.

The Company organizes periodical trainings to encourage and develop vital human resource. All the efforts are aimed to ensure develop and nurture the entrepreneurial attitude and skill among the employees. The Company places on record its appreciation for the valuable contributions made by employees at all levels.

5. FINANCIAL PERFORMANCE:

The Financial Statements for the year ended March 31, 2023 have been prepared in compliance with the requirement of Companies Act 2013 and Ind AS.

During Financial Year 2022-23, the Company recorded;

- Total income of Rs. 20617.59 Lakhs, of which income from operations is Rs. 20505.08 Lakhs and other income of Rs. 112.50 Lakhs.
- Earnings before interest, Depreciation, tax and Amortization was Rs. 1111.09 Lakhs.
- Depreciation was Rs. 0.93 Lakhs and interest and Financial charges were Rs. 13.12 Lakhs and Profit before tax (PBT) was Rs. 1097.04 Lakhs.
- Profit after tax (PAT) was Rs. 738.45 Lakhs and Earning per Share (EPS) of Rs. 5.59.

Factor affecting the reduction in turnover are non availability of working capital facility. However company is trying to close issues with banks to get the business revive in coming years..

6. SEGMENT WISE PERFORMANCE:

Company's business comprises two segment viz. Coal Trading Division and Infrastructure division. During the Financial Year 2022-23, the turnover from coal trading division is Rs. 19123.08 Lakhs and from Infrastructure division is Rs. 1382 Lakhs as compared to previous year turnover from coal trading division is Rs. 5797.98 Lakhs and Infrastructure division is Rs. 784.83 Lakhs.

As on March 31, 2023 Coal Trading Division is having Segment Assets of Rs. 6235.77 Lakhs and Segment Liabilities of Rs. 5228.34 Lakhs and Infrastructure division is having Segment Assets of Rs. 1007.43 Lakhs.

7. CAUTIONARY STATEMENT:

Certain 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 securities laws and regulations which have been prepared in compliance with the requirements of the Companies Act, 2013, the Accounting

Standards issued by the Institute of Chartered Accountants of India, the Listing Agreements and all other applicable rules and regulations. The actual performance may vary depending on the market fluctuations, changes in Government policies, rules and regulations change in economic conditions nationally as well as internationally.

HEMANG RESOURCES LIMITED

2022 - 2023



**AUDITORS'
REPORT**

**TO THE MEMBERS OF
HEMANG RESOURCES LIMITED**

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of HEMANG RESOURCES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, the statement of changes in equity and a summary of the 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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind AS, of the Financial position of the Company as at 31st March 2023 and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for the Opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. 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 independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Report on Other Legal and Regulatory Requirements

(1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of the powers conferred by subsection (11) of Section 143 of the Companies Act, 2013, we give in the Annexure-A, a statement on the matters specified in paragraph 3 and 4 of the Order.

(2) As required by Section 143 (3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement, and the statement of changes in equity dealt with by this Report are in agreement with the books of accounts.

(d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to adequacy of the Internal Financials control over Financial Reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure - B,

(g) With respect to 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 on its financial position in its financial statements
- ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including forward derivative contracts
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For A John Moris & Co.
Chartered Accountants,
FRN: 007220S

Sd/-

CA J SEBASTIAN

Partner

M No: 218962

Place: Chennai

Date: 29.05.2023

UDIN: 23218962BGWEVR2322

ANNEXURE - A TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of HEMANG RESOURCES LIMITED ('the Company') on the financial statements for the year ended 31st March, 2023. We report that:

- (i) (a) The Company has maintained Proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of 3 years. In accordance with this programme, certain fixed assets have been verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable.

(c) According to the information and explanations given to us, and on the basis of the examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The inventory has been physically verified during the year by the management and no material discrepancies was noticed on such verification.
- (iii) The Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnership or other parties, covered in the register maintained under Section 189 of the Companies Act, 2013.
- (iv) According to the information and explanations given to us, the Company has not taken nor given any loan to its directors, hence the provisions of Sec 185 and 186 of the Act, with respect to the Loans and Investments made is not applicable.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for any of the products of the Company.

(vii) (a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, amount deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Income tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty and Excise Duty, Value added tax, cess and any other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Income tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty and Excise Duty, Value added tax, cess, GST and other material statutory dues were in arrears as at 31st March 2023 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, the following statutory dues which have not been deposited on account of dispute.

There are no statutory dues/litigation pending against the company other than the following amounts involved as dues of Income Tax, Commercial Tax and other material statutory dues and against which no material amount is deposited on account of pendency of dispute. The details are as below: -

Statute	Forum where Dispute is pending	Amount Involved	Financial Year to which the amount relates
Commercial Tax (Surat)	Joint Commissioner	36,67,832/-	2006-07
Sales Tax (Maharashtra)	Deputy Commissioner	28,340/-	2007-08
Sales Tax (Surat)	Deputy Commissioner	10,33,42,468/-	2012-13
Custom Duty	Commissioner (Appeals)	2,77,54,116/-	2012-13
Custom Duty	CESTAT (Appeals).	81,91,647/-	2013-14
Customs Duty	CESTAT (Appeals-	63,61,616/-	2014-15

	Bangalore).		
Sales Tax (Surat)	DCCT	11,44,82,001/-	2013-14
Sales Tax (Chennai)	Assistant Commissioner	23,185/-	2010-11
Sales Tax (Chandrapur)	Deputy Commissioner	1,48,674/-	2013-14
Sales Tax (Surat)	Deputy Commissioner	1,96,560/-	2012-13
Customs (Ahmedabad)	CESTAT(Appeals)	52,78,214/-	2012-13
Sales Tax (Surat)	Assistant Commissioner	25,674/-	2015-16
Sales Tax (Surat)	Assistant Commissioner	2,43,37,910/-	2014-15

(viii) Repayment of Due to Financial Institutions and Banks:

We confirm that, the company has not delayed in repayment of dues to Financial Institutions, Banks or debenture holders during the year while the bank accounts of the company.

- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and any term loans from banks. Accordingly, paragraph 3(ix) of the order is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on by its officers or employees has not been noticed or reported during the year.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has provided for managerial remuneration. His remuneration has been approved by shareholders under the provisions of Section 197 read with Schedule V to the Companies Act is not applicable.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, the transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the order not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For A John Moris & Co.
Chartered Accountants,
FRN: 007220S

Sd/-

CA J SEBASTIAN

Partner

M No: 218962

Place: Chennai

Date: 29.05.2023

UDIN: 23218962BGWEVR2322

ANNEXURE - B TO THE AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of **HEMANG RESOURCES LIMITED** ("the Company") as of 31 March 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting

was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For A John Moris & Co.

Chartered Accountants,

FRN: 007220S

Sd/-

CA J SEBASTIAN

Partner

M No: 218962

Place: Chennai

Date: 29.05.2023

UDIN: 23218962BGWEVR2322

HEMANG RESOURCES LIMITED

2022 - 2023

FINANCIALS

BALANCE SHEET
PROFIT & LOSS ACCOUNT
CASH FLOW STATEMENT
NOTES TO ACCOUNTS
SEGMENT REPORTING

HEMANG RESOURCES LIMITED
Balance Sheet as at 31st March,2023

(Rs. In Lakhs)

Particulars	Note No.	As at 31st March 2023	As at 31st March 2022
		Audited	Audited
(1) ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	1	3.09	4.02
(b) Capital work-in-progress			
(c) Investment Property	2	8.98	8.98
(d) Goodwill			
(e) Other Intangible assets			
(f) Intangible assets under development			
(g) Biological Assets other than bearer plants			
(h) Financial Assets			
(i) Investments	3	35.47	30.11
(ii) Trade receivables			
(iii) Loans	4	-	-
(iv) Others (to be specified)			
(i) Deferred tax assets (net)	5	82.21	440.80
(j) Other non-current assets	6	238.15	238.15
(2) Current assets			
(a) Inventories	7	1,758.20	1,777.99
(b) Financial Assets			
(i) Investments			
(ii) Trade receivables	8	3,978.47	3,723.83
(iii) Cash and cash equivalents	9	89.67	117.10
(iv) Bank balances other than (iii) above			
(v) Loans	10	-	202.22
(vi) Others (to be specified)			
(c) Current Tax Assets (Net)			
(d) Other current assets	11	868.54	699.98
Total Assets		7,062.79	7,243.20
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	12	1,320.00	1,320.00
(b) Other Equity	13	1,331.05	592.61
(1) LIABILITIES			
Non Current liabilities			
a) Financial Liabilities	14	800.00	800.00
(i) Borrowings	15	238.84	238.84
(2) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	100.50	100.50
(ii) Trade payables	17		
a) Outstanding dues of Micro and Small Enterprises			
b) Outstanding dues of Creditors other than Micro and Small Enterprises		2,601.31	3,347.01
(iii) Other financial liabilities			
(b) Other current liabilities	18	114.07	199.07
(c) Provisions	19	557.02	645.18
(d) Current Tax Liabilities (Net)			
Total Equity and Liabilities		7,062.79	7,243.20

For A John Moris & Co.
Chartered Accountants,
FRN: 0072205

Sd/-
Name: J Sebastian
Partner
M No: 218962
UDIN: 23218962BGWEVR2322

Place: Chennai
Date : 29-May-2023

For Hemang Resources Limited

Sd/-
Komal Jitendra Thakker
Chief Executive Officer & WTD
DIN: 07062825

Sd/-
Nikhil Dhanotiya
Director
DIN: 09220437

Sd/-
Saloni Kochar
Company Secretary and Chief Financial Officer

HEMANG RESOURCES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2023"

Rs.in Lakhs

S.No.	Particulars	Note No.	For the Year Ended 31.03.2023	For the Year Ended 31.03.2022
I.	Revenue from Operations	20	20,505.08	6,582.81
II.	Other Income	21	112.50	1,285.67
III.	Total Revenue (I+II)		20,617.59	7,868.48
IV.	Expenses:			
	(a) Purchases of Stock in Trade	22	19,388.21	4,954.72
	(b) Decrease / (Increase) in Inventories of			
	(i) Stock in Trade	23	19.79	(492.17)
	(c) Employee Benefits Expenses	24	38.72	41.39
	(d) Finance Cost	25	13.12	26.70
	(e) Depreciation and Amortization	26	0.93	1.16
	(f) Net Loss on Foreign Exchange Translation	27	14.50	4.81
	(g) Other Expenses	28	45.27	511.84
	Total Expenses		19,520.55	5,048.45
V.	Profit before exceptional and extraordinary items and tax(III-IV)		1,097.04	2,820.03
VI.	Exceptional items		-	-
VII.	Profit before extraordinary items and tax (V -VI)		1,097.04	2,820.03
VIII.	Extraordinary items		-	-
IX.	Profit before tax (VII-VIII)		1,097.04	2,820.03
X.	Tax expense:			
	(1) Current tax		-	-
	(2) Deferred tax		358.59	867.93
	(3) Short Provision W/off -Income Tax		-	-
XI.	Profit (Loss) for the period from continuing operations (IX - X)		738.45	1,952.10
XII.	Profit/(Loss) from discontinuing operations		-	-
XIII.	Tax expense of discontinuing operations		-	-
XIV.	Profit/(Loss) from discontinuing operations after tax(XII-XIII)		-	-
XV.	Profit/(loss) for the period (XI+XIV)		738.45	1,952.10
XVI.	Other Comprehensive Income			
	A- (i) Items that will not be reclassified to profit or loss			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			
	B- (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss			
XVII.	Total Comprehensive Income for the period (XV+XVI) (Comprising Profit (Loss) and other Comprehensive Income for the period)		738.45	1,952.10
XVIII.	Earnings per Equity Share: (F.V. ` 10/-)			
	(1) Basic	29	5.59	14.79
	(2) Diluted	29	5.59	14.79
	Significant Accounting Policies	30		
	Other Notes on Financial Statements	31		
	For A John Moris & Co.		For Hemang Resources Limited	
	Chartered Accountants, FRN: 007220S			
	Sd/-		Sd/-	
	Name: J Sebastian		Komal Jitendra Thakker	
	Partner		Chief Executive Officer & WTD	
	M No: 218962		DIN: 07062825	
	UDIN: 23218962BGWEVR2322			
			Sd/-	
			Nikhil Dhanotiya	
			Director	
			DIN: 09220437	
			Sd/-	
			Saloni Kochar	
			Company Secretary and Chief Financial Officer	
	Place: Chennai			
	Date : 29-May-2023			

HEMANG RESOURCES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2023

Rs. in Lakhs

Particulars	Year ended 31.03.2023		Year ended 31.03.2022	
	Amount	Amount	Amount	Amount
Cash Flow From Operating Activities				
Net Profit before Tax	1,097.04		2,820.03	
Adjustments for :				
Dividend Received				
Depreciation	0.93		1.16	
Financial Income	8.99		7.90	
Excess Provision W/off Income Tax	-		-	
Loss/ (Profit) on Foreign Exchange Fluctuation	-		-	
Loss/ (Profit) on Sales of Investment	(5.36)		(3.09)	
Financial Expense	-		23.60	
Cash Operating Profit before working capital changes	1,101.60		2,849.60	
Increase / (Decrease) in Trade Payables	(745.70)		754.32	
Increase / (Decrease) in Short Term Provisions	(88.16)		(133.23)	
Increase / (Decrease) in Other Current Liabilities	(85.00)		98.07	
Increase / (Decrease) in Other Non - Current Liabilities	-		-	
(Increase) / Decrease in Inventories	19.79		(489.86)	
(Increase) / Decrease in Trade Receivables	(254.64)		(1,401.58)	
(Increase) / Decrease in Long Term Loans & Advances	-		-	
(Increase) / Decrease in Other Non Current Assets (Excl. Misc. Expenses)	-		(0.00)	
(Increase) / Decrease in Short term Loans & Advances	202.22		(202.22)	
(Increase) / Decrease in Other Current Assets	(168.56)		115.93	
Net Cash From Operating Activities (A)	(18.44)	(18.44)	1,591.02	1,919.22
Cash Flow From Investing Activities				
Dividend Income				
Interest Income	(8.99)		(7.90)	
Purchase of Fixed Assets	-		(0.61)	
Sales/ (Purchase) of Investments	-		-	
Increase in Fixed Deposits and other Deposits with Bank	-		203.38	
Net Cash Used In Investing Activities (B)	(8.99)	(8.99)	194.86	335.99
Cash Flow From Financing Activities				
Increase/(Decrease) in Borrowings	-		(1,819.17)	
Dividend Paid on Preference Shares				
Dividend Paid on Equity Shares				
Dividend Distribution Tax Paid				
Fluctuation on Financial Expenses (Net)				
Financial Expense	-		(23.60)	
Net Cash Used In Financing Activities (C)	-	-	(1,842.77)	(2,649.60)
Net Increase In Cash and Cash Equivalents (A + B + C)		(27.44)		(394.39)
ADD :Cash and cash equivalents - Opening - 1st April		39.33		454.12
Cash and cash equivalents - Closing - 31st March		11.89		59.73

Footnote to Cash Flow Statement:

1. Components of Cash and Cash Equivalents are produced as under.

Particulars	Rs. in Lakhs	
	Year ended 31.03.2023	Year ended 31.03.2022
Cash & Cash Equivalents		
Balances with Banks		
Current Account	11.90	39.33
Cash on hand	0.00	0.00
Total of Cash & Cash Equivalent	11.90	39.33

2. Reconciliation of Cash and Cash Equivalents with Cash and Bank Balances as per the Balance Sheet Balances

Particulars	Rs. in Lakhs	
	Year ended 31.03.2023	Year ended 31.03.2022
Cash and cash equivalents as above	11.90	39.33
Add : Other Cash and Bank Balances		
Earmarked Balances - Equity Dividend Account	0.00	0.00
Fixed Deposit account maturity more than 3 month & less than 12 months	77.78	77.78
Fixed Deposit account having maturity More than 12 Months	0.00	0.00
Cash and Bank Balances classified as Current (Refer Note 9-As per INDAS)	89.67	117.11

For A John Moris & Co.
Chartered Accountants,
FRN: 0072205

Sd/-
Name: J Sebastian
Partner
M No: 218962
UDIN: 23218962BGWEVR2322

Place: Chennai
Date : 29-May-2023

For Hemang Resources Limited

Sd/-
Komal Jitendra Thakker
Chief Executive Officer & WTD
DIN: 07062825

Sd/-
Nikhil Dhanotiya
Director
DIN: 09220437

Sd/-
Saloni Kochar
Company Secretary and Chief Financial Officer

Note No - 1 PROPERTY PLANT AND EQUIPMENT

PARTICULARS	Useful life (In Years)	ORIGINAL COST						DEPRECIATION & AMORTIZATION			NET BOOK VALUE	
		As at April 1, 2022	Additions during the year	Deductions/Retirement during the year	As at March 31, 2023	As at April 1, 2022	Provided during the year	Written Back during the year	As at March, 2023	As at March 31, 2022	As at March, 2023	As at March 31, 2022
TANGIBLE ASSETS:												
Computers & Printers	3	3.44	0.00	0.00	3.44	2.93	0.12	0.00	3.05	0.39	0.51	
Network & Server	6	0.39	0.00	0.00	0.39	0.37	0.00	0.00	0.37	0.02	0.02	
Furniture & Fixtures	10	5.40	0.00	0.00	5.40	2.79	0.51	0.00	3.31	2.09	2.61	
Office Equipments	5	3.60	0.00	0.00	3.60	3.30	0.09	0.00	3.40	0.20	0.29	
Vehicles	10	2.19	0.00	0.00	2.19	1.58	0.21	0.00	1.80	0.39	0.61	
TOTAL		15.02	0.00	0.00	15.02	10.98	0.93	0.00	11.93	3.09	4.04	
PREVIOUS YEAR		14.40	0.61	0.00	15.02	9.82	1.16	0.00	10.98	4.04	4.59	

Note No. 2: INVESTMENT PROPERTY		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
TRADE			
Investment Property			
Land & Site Development	8.98	8.98	
	8.98	8.98	

Note No. 3: INVESTMENTS		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
NON TRADE			
Non Current Investments -at Cost			
-Investment in Equity Instruments			
Quoted Shares			
95 Equity Shares of Rs. 10 each in DB Corp Ltd. (P.Y 95 Equity Shares of Rs. 10 each) (Market Value as on 31.03.2020 is Rs. 0.08 lakhs (95@79.60) (PY Rs. 0.18 lakhs))	0.20	0.20	
	0.20	0.20	
Investment in Sovereign Gold Bond			
400 units of Sovereign Gold Bonds -2016-17 @ 2893 per unit	35.27	29.91	
100 units of Sovereign Gold Bonds -2017-18 @ 2901 per unit			
100 units of Sovereign Gold Bonds -2017-18 @ 2780 per unit			
249990 Units of ` 10.00 each in Union KBC Trigger fund series 1 - Growth Regular (Market Value as on 31.03.2016 is ` Nil (P.Y. ` Nil)			-
	35.27	29.91	
Note: Due to change in current value, value has changed			
	35.47	30.11	

Details of Investments		
Name of the Company ¹		Relationship
95 Equity Shares in DB Corp Ltd.	NA	NA

¹ All investments are fully paid up.

Note No. 4: LOANS		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
(Unsecured, Considered Good)			
	-	-	

Note No. 5: DEFERRED TAX ASSET (NET)		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
Deferred Tax Asset	82.21	440.80	
	82.21	440.80	

Note No. 6: OTHER NON CURRENT ASSETS		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
(Unsecured, Considered Good)			
Others*	235.86	235.86	
Security Deposits	2.29	2.29	
	238.15	238.15	

*Includes amount receivable from court receiver

Note No. 7: INVENTORIES		
PARTICULARS	As at 31.03.2023	Rs. in Lakhs As at 31.03.2022
Stock in Trade		
Imported Coal ¹	917.08	769.88
Goods in Transit ²	0.68	0.68
Land 3	840.44	1,007.43
	1,758.20	1,777.99
Mode of Valuation		
¹ Imported Coal : At Cost (including Direct Expenses with specific identification method) or Market Price whichever is lower.		
² Goods in Transit : At Cost or Market Price whichever is lower. This stock belongs to uncleared stock of m.v. Vishva Ekta for 300mts.		
³ Land : At Cost (including Registration Expenses.)		
Note No. 8: TRADE RECEIVABLES		
PARTICULARS	As at 31.03.2023	Rs. in Lakhs As at 31.03.2022
<i>(Unsecured, Considered Good)</i>		
Debt outstanding for a period exceeding Six months	2,293.68	1,594.61
Other Debts	1,684.79	2,129.22
Provision for Doubtful Debts	(0.00)	(0.00)
	3,978.47	3,723.83
Note No. 9: CASH & CASH EQUIVALENT		
PARTICULARS	As at 31.03.2023	Rs. in Lakhs As at 31.03.2022
Cash & Cash Equivalents		
Balances with Banks		
Current Account	11.90	39.33
Cash in Hand	0.00	0.00
	11.90	39.33
Other Bank Balances		
Fixed Deposit account having maturity more than 3 months but less than 12 months ¹	77.78	77.78
Fixed Deposit account having maturity More than 12 Month ¹	-	-
Earmarked Balances - Equity Dividend Account ²	-	-
	77.78	77.78
Grand Total	89.67	117.11
¹ Held as security against Bank Guarantee & Letter of Credit.		
² This balance is earmarked with bank for Unpaid & Unclaimed Dividend Rs. 2.51 lakhs for F.Y. 2010-11 and Rs. 4.56 lakhs for F.Y. 2011-12, Rs. 4.07 lakhs for F.Y. 2012-13 and Rs. 3.64 lakhs for F.Y. 2013-14, the amount of all the years has been transferred to IEPF-1.		
Note No. 10: LOANS		
PARTICULARS	As at 31.03.2023	Rs. in Lakhs As at 31.03.2022
Secured		
Loans receivable considered goods	-	202.22
	-	202.22
Note No. 11: OTHER CURRENT ASSETS		
PARTICULARS	As at 31.03.2023	Rs. in Lakhs As at 31.03.2022
Interest Accrued but not due on Fixed Deposits	2.29	1.90
Security Deposit		
a) Government authorities	274.36	97.15
b) Others	118.97	118.19
Advance for Coal Purchase	223.63	392.92
Advance for Expenses	22.25	22.25
GST	227.05	67.57
	868.54	699.98

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31.03.2023																										
Note No. 12: SHARE CAPITAL		Rs. in Lakhs																								
PARTICULARS	As at 31.03.2023	As at 31.03.2022																								
Authorized Capital																										
15,000,000 Equity Shares of Rs.10/- each	1500.00	1500.00																								
800000- 2% Cumulative Redeemable Preference Shares of Rs. 100 each (Previous year 15,000,000 Equity Shares of Rs. 10/- each 800000- 2% Cumulative redeemable Preference Shares of Rs. 100 each)	8000.00	8000.00																								
	2,300.00	2,300.00																								
Issued, Subscribed & Fully Paid up Share Capital																										
13,200,000 Equity Shares Rs. 10/- each (Previous Year 13,200,000 Equity Shares Rs. 10/- each)	1,320.00	1,320.00																								
	1,320.00	1,320.00																								
<p>1. A Company has equity shares referred to as equity shares having a face value of Rs.10 each</p> <p>2. The Equity share holder is eligible for one voting Right per share held.</p> <p>3. In the F.Y. 2011-12 The Company had issued 9,900,000 Fully paid up Bonus Equity Shares of Rs. 10/- each in the ratio of 3:1.</p> <p>4. Shareholder holding more than 5% of shares are :-</p> <table border="1"> <thead> <tr> <th>Name</th> <th>% of Holding</th> <th></th> </tr> </thead> <tbody> <tr> <td colspan="3">Equity Shares @ Rs. 10/- each</td> </tr> <tr> <td>Mr. Surinder Singh Bhatia</td> <td>14.08 % (P.Y. 14.08%)</td> <td>1,858,840 Equity Shares of Rs. 10/- each (P.Y. 1,858,840 Equity Shares of Rs. 10/- each)</td> </tr> <tr> <td>Ishhar Overseas Ltd.</td> <td>7.97% (P.Y. 7.97%)</td> <td>1,051,896 Equity Shares of Rs. 10/- each (P.Y. 1,051,896 Equity Shares of Rs. 10/- each)</td> </tr> </tbody> </table> <p>a. Reconciliation of Equity Shares :</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>No. of Shares</th> <th>No. of Shares</th> </tr> </thead> <tbody> <tr> <td>Opening Shares</td> <td>13,200,000 (PY 13,200,000)</td> <td>13,200,000 (PY 13,200,000)</td> </tr> <tr> <td>Add: Addition during the year</td> <td>Nil (PY Nil)</td> <td>Nil (PY Nil)</td> </tr> <tr> <td>Closing Shares</td> <td>13,200,000 (PY 13,200,000)</td> <td>13,200,000 (PY 13,200,000)</td> </tr> </tbody> </table>			Name	% of Holding		Equity Shares @ Rs. 10/- each			Mr. Surinder Singh Bhatia	14.08 % (P.Y. 14.08%)	1,858,840 Equity Shares of Rs. 10/- each (P.Y. 1,858,840 Equity Shares of Rs. 10/- each)	Ishhar Overseas Ltd.	7.97% (P.Y. 7.97%)	1,051,896 Equity Shares of Rs. 10/- each (P.Y. 1,051,896 Equity Shares of Rs. 10/- each)	Particulars	No. of Shares	No. of Shares	Opening Shares	13,200,000 (PY 13,200,000)	13,200,000 (PY 13,200,000)	Add: Addition during the year	Nil (PY Nil)	Nil (PY Nil)	Closing Shares	13,200,000 (PY 13,200,000)	13,200,000 (PY 13,200,000)
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Opening Shares	13,200,000 (PY 13,200,000)	13,200,000 (PY 13,200,000)																								
Add: Addition during the year	Nil (PY Nil)	Nil (PY Nil)																								
Closing Shares	13,200,000 (PY 13,200,000)	13,200,000 (PY 13,200,000)																								
Note No. 13: OTHER EQUITY		Rs. in Lakhs																								
PARTICULARS	As at 31.03.2023	As at 31.03.2022																								
General Reserve																										
Opening Balance	100.00	100.00																								
Closing Balance	100.00	100.00																								
Capital Redemption Reserve																										
Opening Balance	799.93	799.93																								
Less: Reversed to profit and loss account during the year	-	-																								
Add: Addition during the year	-	-																								
Closing Balance (refer note 2.8)	799.93	799.93																								
Surplus of Statement of Profit & Loss																										
Opening Balance	(307.32)	(2,259.42)																								
Add: Reversed from capital redemption reserve during the year																										
Add : Profit during the year	738.45	1,952.10																								
Total (a)	431.12	(307.32)																								
Less: Appropriations during the year																										
Capital Redemption Reserve	-	-																								
Total of Appropriation (b)	-	-																								
Closing (a - b)	431.12	(307.32)																								
Grand Total	1,331.05	592.61																								

Note No. 14: NON CURRENT - FINANCIAL LIABILITY		Rs. in Lakhs																	
PARTICULARS	As at 31.03.2023	As at 31.03.2022																	
Preference share capital																			
800,000 2% Cumulative Redeemable Preference Shares of Rs.100/- each <i>(Previous year 800,000 Shares of Rs. 100/- each)</i>	800.00	800.00																	
Interest Accrued but not due on Borrowings	-	-																	
Income received in advance	-	-																	
Unpaid Dividend on Equity Share	-	-																	
Grand Total	800.00	800.00																	
<p>1. Preference Shares hold preferential right of Dividend at fixed rate of 2% and preferential repayment of principal amount at the time of Redemption.</p> <p>2. Shares holding more than 5%</p> <p>Preference Shares @Rs. 100/- each</p> <p>Mr. Gurvinder Singh Bhatia 50.00% 4,00,000, 2% Cumulative Redeemable Preference Shares of Rs.100/- each <i>(P.Y. 50.00%) (P.Y. 4,00,000, 2% Cumulative Redeemable Preference Shares of Rs. 100/- each)</i></p> <p>Mr. Surinder Singh Bhatia 50.00% 4,00,000, 2% Cumulative Redeemable Preference Shares of Rs.100/- each <i>(P.Y. 50.00%) (P.Y. 4,00,000, 2% Cumulative Redeemable Preference Shares of Rs. 100/- each)</i></p> <p>a. Reconciliation of Preference Shares :</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>No. of Shares</th> <th colspan="2">No. of Shares</th> </tr> </thead> <tbody> <tr> <td>Opening Shares</td> <td>800,000 <i>(PY 800,000)</i></td> <td colspan="2">800,000 <i>(PY 800,000)</i></td> </tr> <tr> <td>Add: Addition during the Year</td> <td>Nil <i>(PY NIL)</i></td> <td colspan="2">Nil <i>(PY NIL)</i></td> </tr> <tr> <td>Closing Shares</td> <td>800,000 <i>(PY 800,000)</i></td> <td colspan="2">800,000 <i>(PY 800,000)</i></td> </tr> </tbody> </table> <p>Note: Redemption period of 2% cumulative Preference shares has been extended for one years i.e from 7th May 2023 to 6th May 2024.</p>				Particulars	No. of Shares	No. of Shares		Opening Shares	800,000 <i>(PY 800,000)</i>	800,000 <i>(PY 800,000)</i>		Add: Addition during the Year	Nil <i>(PY NIL)</i>	Nil <i>(PY NIL)</i>		Closing Shares	800,000 <i>(PY 800,000)</i>	800,000 <i>(PY 800,000)</i>	
Particulars	No. of Shares	No. of Shares																	
Opening Shares	800,000 <i>(PY 800,000)</i>	800,000 <i>(PY 800,000)</i>																	
Add: Addition during the Year	Nil <i>(PY NIL)</i>	Nil <i>(PY NIL)</i>																	
Closing Shares	800,000 <i>(PY 800,000)</i>	800,000 <i>(PY 800,000)</i>																	
Note No. 15: NON CURRENT FINANCIAL LIABILITY		Rs. In Lakhs																	
PARTICULARS	As at 31.03.2023	As at 31.03.2022																	
1)Borrowings																			
Unsecured																			
<i>Bhatia Global trading Others*</i>	70.84	70.84																	
<i>GS BHATIA (Land)#</i>	168.00	168.00																	
Grand Total	238.84	238.84																	
<p>Note:</p> <p>*There is an existing dispute with M/s Bhatia Global Trading Limited</p> <p># As per OTS Sanction letter dated 09.06.2021, Guarantor Mr. G. S. Bhatia has sold his mortgaged property and paid the amount to Bank of India against OTS. hence said amount is payable to Guarantor by the Company.</p>																			

Note No. 16: BORROWINGS		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
SECURED			
Loans repayable on demand			
From Banks			
<i>Cash Credit Hypothecation Limits from</i>			
Central Bank Of India	-	-	-
Bank of India	-	-	-
	-	-	-
Other Loans & Advances			
<i>Buyer's Line of Credit Facilities from</i>			
Bank of India	-	-	-
Central Bank Of India	-	-	-
Inter Corporate Deposit			
Unsecured Loan			
Bhatia Global Trading Ltd	100.50	100.50	100.50
	100.50	100.50	100.50
Grand Total	100.50	100.50	100.50

Note No. 17: TRADE PAYABLES		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
Sundry Creditors for Goods	2,450.59	3,095.91	3,095.91
Sundry Creditors for Expenses	150.71	251.09	251.09
Grand Total	2,601.31	3,347.01	3,347.01
Note: Bhatia Global Trading Ltd is under liquidation and we will not be paying any amount, so this is disputed amount.			

Note No. 18: OTHER CURRENT LIABILITIES		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
Others			
Statutory Liabilities	13.14	55.91	55.91
Advance From Customers	77.67	119.97	119.97
Other Current Liabilities	23.26	23.34	23.34
Non-Current Liabilities	-	-	-
Grand Total	114.07	199.21	199.21

Note No. 19: PROVISIONS		Rs. in Lakhs	
PARTICULARS	As at 31.03.2023	As at 31.03.2022	
Provision for Employee Benefits	4.26	4.85	4.85
Provision for Expenses	5.53	93.26	93.26
Provision for Bad Debts	₹ 547.22	547.22	547.22
Grand Total	557.02	645.33	645.33

Note No. : 20 REVENUE FROM OPERATIONS		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Coal Trading Division			
<i>Sale of Products</i>			
Imported Coal	18,460.92		5,797.98
Imported Coal	-		-
Cargo Handling Charges Received	662.16		-
Infrastructure Division			
Sale of Land	1,382.00		784.83
Indigenous Coal			
<i>Sale of Services</i>			
Grand Total	20,505.08		6,582.81

Note No. 21: OTHER INCOME		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Interest Income	8.99		7.90
Dividend	0.00		0.00
Other non-operating income	103.51		1,277.76
Grand Total	112.50		1,285.67

Note No. 22: PURCHASE OF STOCK-IN-TRADE		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Coal Trading Division			
Imported Coal	18,700.06		4,921.99
Indigenous Coal	-		-
Cargo handling charges paid	688.15		-
Ocean Freight Paid	-		-
Infrastructure Division			
Land	-		32.73
Grand Total	19,388.21		4,954.72

Note No. 23: CHANGE IN INVENTORIES OF STOCK-IN-TRADE		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
(a) Opening Stock			
(i) Imported Coal	769.88		250.52
(ii) Land	1,007.43		1,034.63
Total of Opening Stock	1,777.32		1,285.14
(b) Closing Stock			
(i) Imported Coal	917.08		769.88
(ii) Land	840.44		1,007.43
Total of Closing Stock	1,757.52		1,777.32
Net (Increase)/Decrease in Closing Stock	19.79		(492.17)

Note No. 24: EMPLOYEE BENEFIT EXPENSES		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Salaries and Wages	28.74		35.57
Director's Remuneration	7.25		3.79
Contribution to Provident Fund and Others	2.72		1.98
Staff Welfare expenses	-		0.04
Grand Total	38.72		41.39

Note No. 25: FINANCE COST		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Interest Expenses	-	23.60	
Other Borrowing costs	13.12	3.10	
Grand Total	13.12	26.71	

Note No. 26: DEPRECIATION & AMORTIZATION		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Depreciation	0.93	1.16	
Grand Total	0.93	1.16	

Note No. 27: Net Gain/Loss on Foreign Exchange Translation		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Foreign Exchange Fluctuation	14.50	4.81	
Grand Total	14.50	4.81	

Note No. 28: OTHER EXPENSES		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Administrative, Selling and other expenses			
Bad Debts	-	332.42	
Provision for Doubtful Debts	-	115.42	
Brokerage & Commission	0.30	-	
Electricity & Water Expenses	0.45	0.76	
Membership & Subscription	0.45	0.45	
Insurance Charges	0.04	0.04	
Legal & Professional Charges	15.40	13.40	
Listing Fees	3.00	3.00	
Office Expenses	4.58	12.07	
Rent & Taxes	11.16	25.29	
Internal Audit Expenses	0.35	0.37	
Repairs & Maintenance Expenses	1.12	1.47	
Selling & Distribution Expenses	0.44	0.51	
Stationary & Printing	0.24	0.34	
Statutory Auditor's Remuneration (Also refer note 2.4)	2.10	2.10	
Telephone, Postage & Telegram Expenses	0.52	0.70	
Travelling Expenses	3.08	0.96	
Vehicle Running & Maintenance Expenses	1.88	2.55	
Prior Period Adjustments (Also refer note 2.1)	0.17	-	
Grand Total	45.27	511.84	

Note No. 29: EARNING PER SHARE (AS20)		Rs. In Lakhs	
PARTICULARS	For the Year Ended 31.03.2023	For the year ended 31.03.2022	
Net Profit available to shareholders	738.45	1,952.10	
Net Profit available to Equity Shareholders	738.45	1,952.10	
Outstanding No. of shares (Adjusted) (Nos.)	13,200,000.00	13,200,000.00	
Basic & Diluted Earnings Per Share of Face Value of ` 10/- each	5.59	14.79	

Segment Reporting

Segment Information:

The company has identified two reportable segments viz. Coal Trading Division and Infrastructure division reported taking into account nature of products and services, the different risks and return and the internal reporting systems. The accounting policies adopted for segment reporting are in line with following additional policies for segment reporting.

(a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not

allocable to a segment on reasonable basis have been disclosed as "Unallocable".

(b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, Tax related assets and other assets and liabilities that cannot be allocated to a segment on

reasonable basis have been disclosed as "Unallocable"

Segment-Wise Revenue, Results and Capital Employed for the Period Ended 31.03.2023

Rs. in Lakhs

S.No.	Particulars	Coal trading Division		Infrastructure Division		Consolidated Total	
		2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
1	Segment Revenue						
	External Turnover	19123.08	5797.98	1,382.00	784.83	20,505.08	6,582.81
	Less: Inter Segment Turnover						
	Total Revenue	19,123.08	5,797.98	1,382.00	784.83	20,505.08	6,582.81
2	Segment Result						
	Profit before Interest & Taxes	(126.96)	2110.84	1,215.01	724.90	1,088.05	2,835.74
	Less: Unallocable Income						
	Operating profit	-126.96	2,110.84	1,215.01	724.90	1,088.05	2,835.74
	Less: Interest Expenses	0	23.60	-	-	-	23.60
	Add : Interest Income	8.99	7.90	-	-	8.99	7.90
	Profit Before Tax	-117.97	2,095.14	-	-	1,097.04	2,820.04
	Income Taxes	358.59	867.93	-	-	358.59	867.93
	Profit from Ordinary Activities	-476.56	1,227.21	-	-	738.45	1,952.11
	Extraordinary Items	-	-	-	-		
	Net Profit	-476.56	1,227.21	-	-	738.45	1,952.11
3	Other Information						
	Segment Assets	6,222.35	6,235.77	840.44	1,007.43	7,062.79	7,243.20
	Unallocated Corporate Assets				-		
	Total Assets	6,222.35	6,235.77	840.44	1,007.43	7,062.79	7,243.20
	Segment Liabilities	3611.73	4530.88	-	-	3,611.73	4,530.88
	Unallocated Corporate Liabilities			-	-		-
	Total Liabilities	3,611.73	4,530.88	-	-	3,611.73	4,530.88
	Capital expenditure	15.02	15.02	-	-	15.02	15.02
	Depreciation	0.93	1.16	-	-	0.93	1.16
	Non- cash Expense other than Depreciation	-	-	-	-	-	-

HEMANG RESOURCES LIMITED

Corporate Information

1. Hemang Resources Limited (Formerly Bhatia Industries And Infrastructure Limited) (the Company) having CIN L65922TN1993PLC101885 was incorporated on 08/07/1993 under laws of Republic of India. The Company is mainly engaged in Trading of all type of Coal, Stevedoring, Logistic services & Trading in land.

NOTE – 30

STATEMENT OF COMPLIANCE

- a) The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.
- b) Up to the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the requirements of previous GAAP prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. The date of transition to Ind AS is 1st April, 2017.

SIGNIFICANT ACCOUNTING POLICIES

30.1 Basis of Preparation

- a) In accordance with the notification issued by the Ministry of Corporate Affairs, the Company is required to prepare its Financial Statements as per the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Accounting Standards) Amendment Rules, 2016 with effect from 1st April, 2017. Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31st March, 2023.
- b) and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements").
- c) The financial statements of the Company are prepared in accordance with the Ind AS on the accrual basis of accounting. Whereas there was NO material difference in compliance of GAAP and Ind AS, management has continued recognition of the items that affects with IND AS in the financial statement at historical cost.
- d) The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest lakh, except otherwise indicated.

30.2 Use of estimates

The preparation of the financial statements requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

30.3 Revenue Recognition:

a. Coal Trading:

Revenue from sale of coal is recognized on the basis of dispatches made to customers, which is considered as transfer of ownership and represents amount billed for goods sold excluding GST.

- b. Revenue from sale of coal on High Seas basis is accounted for on the basis of date of agreement entered with the customers during the year.
- c. Claims received for rejection/ quality in coal sold are netted off from sales amount, except for the claim related to the previous year which is shown under selling & distribution.
- d. Other Income -Cargo Handling charges is the amount recovered in excess of the amount paid by the Company for the services in proportion of the quantity dispatched.
- e. Dividend income is accounted when the right to receive it is established.

30.4 Fixed Assets & Capital work-in-progress:

- a. Fixed Assets are stated at cost less accumulated depreciation except otherwise stated. Costs of Fixed assets are arrived at after including therein attributable expenses for bringing the respective assets to working condition.
- b. The company does not have any Capital Work-in-Progress.

30.5 Depreciation:

Depreciation on Fixed Assets is provided using Straight Line Method. The Fixed Assets are depreciated over the useful life prescribed in Schedule II of the Companies Act, 2013. Depreciable amount is calculated after considering 5% of original cost as residual value. No Depreciation has been charged on Land held as Investment Property.

30.6 Inventories:

- a. **Imported Coal:** At Cost (including Direct Expenses with specific identification method) or Market Price, whichever is lower.
- b. **Indigenous Coal:** At Cost (including Direct Expenses) using FIFO Method or Market Price, whichever is lower.
- c. **Goods In Transit/ Unclear Stock:** At Cost.
- d. **Land:** Valued at Cost including Registration Expenses.

30.7 Retirement Benefits:

- a. The Company has provided for value of unutilized leave due to employees at the end of the year.
- b. The Company has taken Group Gratuity policy with the Life Insurance Corporation of India (LIC) for future payment of Gratuities calculated on the basis of actuarial Valuation and the premium paid on such policy has been charged to Profit & Loss Account.

30.8 Investment:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments.

Long term Investments are carried at cost. No provision has been made for diminution in the value of investments. The fair value of the investment in land which is valued at cost of Rs.8.98 lakhs could not be provided as valuation report not obtained in the recent years.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

30.9 Earning Per Share

Basic earnings per share is computed by dividing the Profit / (Loss) for the period after tax (including the post tax effect of extraordinary items, if any) attributable to equity shareholders after deducting preference dividends and any attributable tax thereto by the weighted average number of equity shares outstanding during the year.

30.10 Cash and cash equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

30.11 Foreign Currency Transaction:

- a. Transaction in foreign currency is accounted for at the exchange spot rate on the date of transaction. Receivable and payables are translated at the closing rate of exchange prevailing on Balance Sheet date. The difference because of fluctuation in the rate of exchange is recognized in the Profit & Loss account.
- b. Transactions covered by cross currency swaps and options contracts to be settled on future dates are recognized at the year-end rates of the underlying foreign currency. Effect arising of the swap contract is being adjusted on the date of settlement.
- c. Transaction covered by Forward contracts to be settled on future date recognized at the Hedged Rate of the underlying foreign currency at the year end.
- d. Premium & Bank Margin incurred on Forward contracts to be settled on future date are proportionately recognized at the year end.

30.12 Borrowing Costs:

Borrowing cost includes Interest, amortization of ancillary costs incurred in connection with the arrangement of borrowing to the extent related / attributed to the acquisition / construction of qualifying assets are capitalized up to the date when such assets are ready for its intended use. All other borrowing costs are charged to Profit & Loss account.

30.13 Lease

Lease, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight line basis over the lease term.

30.14 Provisions and Contingent Liabilities:

A provision is recognized when an enterprises has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determined based on best estimates required to settle the

obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent Liabilities are not provided for in the accounts and are disclosed by way of Notes.

30.15 Provision for Current and Deferred Tax:

Provision for current tax is made after taking into consideration benefits admissible under the provision of the Income Tax Act, 1961. Deferred Tax liabilities and assets are recognized at substantively enacted tax rates, subject to the consideration of prudence, on timing difference, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

NOTE - 31

OTHER NOTES ON FINANCIALS STATEMENTS

31.1 Prior Period Adjustments includes Nil for current year (P.Y. NIL).

31.2 Additional information required under Para (viii) of Part II of Schedule III to the Companies Act, 2013, is follows:

		(Rs. in Lakhs)	
Particulars		31.03.2023	31.03.2022
a.	Value of Import on C.I.F. basis	Nil	Nil
b.	Earning in Foreign Currency		
	i. Export of goods on F.O.B. basis	Nil	Nil
	ii. Royalty, Know-how	Nil	Nil
	iii. Professional and Consultation fees	Nil	Nil
	iv. Interest and Dividend	Nil	Nil
	v. Commission Received	Nil	Nil
c.	Expenditure in foreign currency		
	i. Dispatch/ Demurrages	Nil	Nil
	ii. Commission	Nil	Nil
	iii. Others	Nil	Nil

31.3 Related Party (IND AS- 24)

Certain transaction on account with concern / Companies of the group has taken place during the year. Details as required under Indian Accounting Standard -24 "Related Party Disclosure" prescribed under Companies (Indian Accounting Standard) Rules, 2015 is as under :-

Related Party Disclosures:

As per Indian Accounting Standard 24, the disclosures of Transactions with the related parties are given below:-

- (i) List of related parties for current year (FY 2022-23) with whom transactions have taken place and relationship:-

Sr. No.	Name of Related Party	Relationship
1	Miss. Komal J Thakker – CEO and Whole Time Director	Key Managerial Personnel
3	Miss. Saloni Kochar– CS & CFO	

Outstanding Payable

SALARY

Sr. No.	Name of Related Party	Amount in Lakhs
1	Miss. Komal J Thakker – CEO and Whole Time Director	0.53
2	Miss. Saloni Kochar– CS & CFO	0.38

TRAVEL-REIMBURSEMENT

Sr. No.	Name of Related Party	Amount in Lakhs
1	NIL	NIL

(ii) List of related parties for previous year (FY 2022-23) with relationship:-

Sr. No.	Name of Related Party	Relationship
1.	Miss. Komal J Thakker	Key Managerial Personnel
2.	Miss. Saloni Kochar	

Transactions During the Year with Related Parties:

Sr. No.	Nature Of Transaction	Key Management Personnel	Relatives of Key Management Personnel	Significant influence of KMP on other Enterprises	Grand Total
1	Salary	5.01	-	-	5.01
		<i>5.96</i>	-	-	<i>5.96</i>
2	Leave Travel Allowance	0.29	-	-	0.29
		<i>0.25</i>	-	-	<i>0.25</i>
3	Director Remuneration (Incl. Other reimburs. Exp)	6.87	-	-	6.87
		<i>3.60</i>	-	-	<i>3.60</i>
4	Expenses incurred by KMP on behalf of Company	0.09			0.09
		<i>0.50</i>			<i>0.50</i>

Note : Bold Figures represent Current Year Figures & Figures highlighted and in Italics represent Previous Year

31.4 Statutory Auditor's Remuneration

(Rs. in Lakhs)

	Auditor's Remuneration:	31.03.2023	31.03.2022
a.	Statutory Audit Fees	2.10	2.10
b.	Tax Audit Fees	-	-

c.	Other Services	0.55	0.18
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31.5 Derivative Instruments:

The Company uses forward exchange contracts and currency options to hedge its exposure in foreign currency. The information on Derivative Instruments is as follows:

- a. Derivative Instrument outstanding as at end of the period are as under: (Hedged amount)

(Rs. in Lakhs)

Currency Pair	31.03.2023		31.03.2022	
	Buy	Sell	Buy	Sell
INR/ USD	-	-	-	-

- b. Foreign Exchange Currency Exposures recognized by the Company that have not been hedged by Derivative instrument or otherwise as at end of the period are as under:

(Rs. in Lakhs)

Currency Pair	31.03.2023		31.03.2022	
	Buy	Sell	Buy	Sell
USD / INR	182.29	-	149.40	-

31.6 Segment (IND AS – 108)

The Company's operations comprises of Trading of Coal and Infrastructure/ Trading of Land. Reporting of these segments has been done as required in Indian Accounting Standard – 108 "Operating Segments" prescribed under Companies (Indian Accounting Standard) Rules, 2015.

31.7 Contingent Liabilities not provided for:

(Rs. in Lakhs)

S. No.	Contingent Liability not provided for:	31.03.2023	31.03.2022
i.	Bills Discounted with Banks.	-	-
ii.	Bank Guarantees	*75.00	75.00
iii.	Corporate Guarantee Given to Union Bank of India on Behalf of Bhatia global Trading Limited	18166	18166

* Rs. 75 Lakhs Bank Guarantee-Customs Department-Refer Point No: 2.7-g.

- b. The Deputy Commissioner of Commercial Taxes, Surat, has passed an assessment order along with demand notice for Rs. 36.67 lakhs for financial year **2006-07** under Gujarat VAT Act, 2003. The Company has filed an appeal with Joint Commissioner of Commercial Tax, Surat against the above order which is pending for order. The Management is of the opinion that no provision is required for such liability. Meanwhile the company has paid Rs. 8.00 lakhs on 17.06.2011 being part payment towards above pending demand. The

Company was attended hearing before DCCT, Surat and received favourable order with refund of pre-deposit along with interest.

- c. The Deputy Commissioner of Sales Tax, Chandrapur, has issued Penalty order of Rs. 0.28 Lakhs under section 61 (2) of MVAT Act towards late submission of VAT Audit report for the financial year **2007-08**. The Company did not accept the above demand and filed an appeal before Joint Commissioner of Sales Tax (Appeal), Nagpur, Maharashtra. The appeal is pending before the Joint Commissioner. Against the said demand, the Company has paid a sum of Rs. 0.10 Lakhs, being part payment towards pending demand. However there is no provision required as per the management. The Management is of the opinion that no provision is required for such liability.
- d. The Assistant Commissioner of Sales Tax, Chennai has sent NOTICE for the financial year **2010-11** under Tamilnadu VAT act, 2006 for Rs.0.23 lakhs.
- e. The Deputy Commissioner of Sales Tax, Surat has passed Assessment order along with demand notice for the financial year **2012-13** under Gujarat VAT Act, 2003 & CST Act, 2003 for Rs.1033.42 lakhs. The A.O. has charged tax on other income and disallowed Highseas Sale, also calculated Interest u/s 42(6) and Penalty under section 34(12) of Gujarat Vat Act,2003. The Company has not accepted the above demand and filed a Writ Petition against the order before Gujarat High Court, Ahmedabad. The Company was filed appeal before Sales Tax Tribunal, Ahmedabad against the pre-deposit order and granted stay. However there is no provision required as per the management. The Management is of the opinion that no provision is required for such liability.
- f. The Customs department has passed an order and demanded differential duty, interest and penalty amounting to Rs. 277.54 lakhs for the financial year **2012-13** on the ground of classification of Coal i.e. Bituminous Coal, whose GCV moist mineral matter free basis more than 5833 Kcal/kg. The Company did not accept the above order and filed an appeal. The company has paid a sum of Rs.22.30 Lakhs being Pre-deposit of pending demand. The Management is of the opinion that no provision is required for such liability.
- g. The Customs department has passed an order for the financial year **2013-14** and demanded differential duty, Interest and penalty on the ground that fake certificate of country of origin was produced based on which benefit of exemption taken for Rs.81.91 Lakhs. The Company has not accepted the above order and filed an appeal. The Company has already paid Bank Guarantee of Rs. 75.00 Lakhs with self-renewal clause. Against this demand, the company has paid a sum of Rs.1.99 Lakhs, being Pre-deposit of pending demand. The Hon'ble CESTAT, Ahmedabad had set aside the order and remand back to Adjudicating for pass fresh order. The Additional Commission has heard hearing and dropped the allegation.
- h. The Assistant Commissioner of Sales Tax, Surat has passed Assessment order along with demand notice for the financial year **2013-14** under Gujarat VAT Act, 2003 & CST Act, 2003 for Rs.1144.00 lakhs. The A.O. has charged tax on Highseas Sale, ITC. Also the Credit note disallowed and Interest calculated on Interstate sales u/s 42(6) and Penalty under section 34(12) of Gujarat Vat Act,2003. The Company has not accepted the above demand and filed a appeal before DCCT, Surat. But Appellant Authority has rejected appeal and stay application on the basis of pre-deposit condition. We have paid Rs.5 Lakhs on 15.09.18 towards pre-deposit for admission. The appeal order is passed in favour of the Company with refund of pre deposit amount. The Company was attended the hearing before DCCT, Surat. The Appellant Authority has passed favourable order with refund of Rs. 5 Lakhs which is yet to be received.
- i. The Customs department has passed an order and demanded differential duty and Interest amounting to Rs. 63.61 lakhs on the ground of classification of Coal i.e. Lignite coal, whose GCV moist mineral matter free basis less than 4614Kcal/Kg for the financial year **2014-15**. The Company did not accepted the above orders and filed appeal before CESTAT, Bangalore. Against the said demand, the Company has paid a sum of Rs. 11.13 Lakhs being Pre-deposit of pending demand. The Management is of the opinion that no provision is required for such liability.

- j. The Commissioner of Customs appeal, Ahmedabad, has passed order and demanded differential duty and Penalty (7 Lakhs) total amounting to Rs. 52.78 lakhs on the ground of classification of Coal. The company did not accepted the above orders and filed appeal (Appeal No: 244/2014-**23.02.2015**) before CESTAT-Ahmedabad, Surat. Pre deposit 10% on 45.78 lakhs has been paid INR 1,14,455 on **20.07.2015** and INR 3,43,366 paid by SURAT branch vide Ch.No 568778/26.05.17.
- k. An Execution Petition No. 240/2011 filed by Vitol against Asian Natural Resources India Ltd. (ANRIL) is pending before the Bombay High Court. During pendency of the said execution petition 54300 MT of coal was imported by Sharp Corp in the vessel named MV Vishva Ekta which was discharged at Tuticorin Port. Hemang Resources Ltd. (HRL) entered into two HSS agreement with Sharp Corp for purchase of 34300 MT coal. At the instance of Vitol, Bombay High Court vide Judges order no. 215/2014 issued precept to Tuticorin Court for attachment of entire quantity of 54300 MT coal. Tuticorin Court vide order dated **22.12.2014** passed in EA No. 159/2014 attached the coal. Later on the Tuticorin court vide order dated **10.12.2015** released 20000 MT coal owned by Sharp Corp and the remaining quantity of 34300 MT coal remained attached.

On attachment of coal of HRL, HRL approached Bombay High Court for releasing the coal on the ground that, they are not party to the Execution Petition hence the coal owned by them cannot be attached. However the court dismissed their application against which they went in appeal. The Bombay High Court vide order dated **06.09.2016** passed in Appeal No. 794/2015 held that, “ on account of various factors such as common directorships, interlocking shareholding HRL is not only part of ANRIL/BIL group, but are alter-egos” hence the attachment of coal was upheld.

That out of 34300 MT 17300 MT coal was auctioned to Global Coal Ventures Pvt. Ltd. in compliance to the order dated **16.11.2016** passed by Tuticorin Court and the balance coal of 17000 MT was also auctioned by the Court Receiver appointed by the Bombay High Court to Global Coal Ventures Pvt. Ltd. for a sum of Rs. 3,14,50,000/- which was deposited with the Court Receiver.

HRL had filed an application under Order 21 Rule 58 of Civil Procedure Code before Tuticorin Court claiming his title over the 34300 MT and also filed an application for transferring the said amount Rs. 3,14,50,000/- to Tuticorin Court. But both the said applications were returned back to HRL holding that the applications are not maintainable. Against this order the management is in the process of filing petition before the Madurai High Court. The Management is hopeful of favorable orders from the higher courts and hence no provision has been made.

Further there was an order received from High Court of Judicature at Bombay Ordinary and Original Civil Jurisdiction Chamber Summons No. 1364 of 2018 in Execution Application No.240 of 2011 dated **10.01.2019**, Global Coal Ventures Pvt Ltd has taken out chamber summons seeking refund of Rs.78,63,758/- as Global Coal Ventures Pvt Ltd had paid for 17000 Mt but got delivery of only 12,749.32 Mt and therefore Global Coal Ventures has paid for 4250.680 MT coal which the coal was not received.

Global Coal Ventures states that they have paid excess of Rs.78,63,758/- to the court receiver and therefore the said amount to be refunded.

The court was satisfied that the actual available quantity was 12749.32 Mt only and certainly Global Coal Ventures Pvt Ltd has paid excess a sum of Rs.78,63,758/- and therefore they are entitled to be refunded. Court has refunded the excess sum to Global Coal Ventures Private Limited.

- l. The Deputy Commissioner of Sales Tax, Chandrapur has sent Demand Notice dated **24.11.17** Under section 32 of The Maharashtra Value Added Tax Act. 2002 towards VAT payable amounting to INR 0.86 Lakhs and Interest on VAT payable amounting to INR 0.63 Lakhs for the year 2013-14. Pre-deposit of INR 0.09 Lakhs has been made for the same.
- m. The Deputy Commissioner of Sales Tax, Surat has sent Assessment Order dated **31.03.17** under section 32/34/35 of Gujarat Value Added Tax Act, 2003 towards CST payable amounting to INR 1.97 Lakhs for the year 2012-13. Pre-deposit of INR 0.39 Lakhs has been made for the same. As per the order or notice dated

02.01.2019 the CST payable revised to INR 1.28 Lakhs. The Company was filed appeal before Sales Tax Tribunal, Ahmedabad against the order of JCCT, Surat. The Honorable Tribunal has granted the stay against recovery proceedings with pre-deposit payment of Rs. 10,000/-. The Company has paid challan of Rs. 10,000/- on dated 03.03.2022 and intimation application filed before Honorable Tribunal, Ahmedabad for final stay order. The appeal is admitted and allowed for regular hearing and stay is granted till disposal.

- n. The Assistant Commissioner of Sales Tax, Surat has passed Assessment Order dated **05.09.2019** under Gujarat Value Added Tax Act, 2003 towards VAT payable amounting to Rs. 25,674/- for the year 2015-16. The Company is filed Appeal against the order before Deputy Commissioner of Sales Tax, Surat on dated 17.08.2022, the order copy was received in the current financial year 21-22. The Company is filed appeal alongwith condonation of delay. The Appellant Authority is allowed the appeal, passed favourable order and allowed carried forwarded of Tax of Rs. 2,22,359/-.
- o. The Assistant Commissioner of Sales Tax, Surat has passed Assessment Order for the financial year 2014-15 of Rs. 2,43,37,910/- under Gujarat Value Added Tax Act, 2003 under section 32/34/35 on dated **28.03.2019**. The Company was filed appeal before DCCT, Appeal 7, Surat. The Appellant Authority was rejected the appeal, as no one attended the appeal hearing. After passing Covid period, the Company has filed Restore Application before DCCT, Surat on dated 07.03.2022. After hearing & submission, the stay has been granted till Dec-22. The Appellant Authority has passed favourable order and allowed carried forward to next year of Tax of Rs. 2,30,763/-.

31.8 The company has initiated and filed case under Section 138 of Negotiable Instrument Act at Indore, Chennai and Bellary against the following debtors.

Sr. No.	Name of the party	Cheque Amount-in Lakhs
1	S S P Sponge Iron Pvt Ltd	98.86
2	Sai Balaji Sponge Iron India Pvt Ltd	307.79
	Sai Balaji Sponge Iron India Pvt Ltd	25.00
	Sai Balaji Sponge Iron India Pvt Ltd	60.00
3	Basai Steels And Power Pvt. Ltd	150.00
4	Neerajaksha Iron and Steel Pvt.Ltd	34.17
	Neerajaksha Iron and Steel Pvt.Ltd	21.00
5	Panyam Cements And Min .Ind.Ltd.	30.00
6	Sri Kanakadurga Agencies	11.00
7	Sri Ramanjaneya Ispat Pvt Ltd	140.00
8	SN Coal Agency	60.00

31.9 The Company is in process of obtaining information from its suppliers/vendors and service providers and Company has written confirmation letters to parties for disclosure as required.

31.10 During the earlier years, the Company has made Interstate sales of Rs. 15168.14 Lakhs against 'C' Form, for which 'C' Forms amounting to Rs.14121.68 Lakhs has been received from the customers. Based on the past experience, the management is confident to receive balance 'C' Forms from the customers till the finalization of assessment and therefore differential tax liability on non-receipt of 'C' forms has not been treated as Contingent Liability.

(Rs. In Lakhs)

Financial Year	Total Interstate Sales	C Form Received	C Form Pending
2013-14	868.52	730.51	138.01
2014-15	8,078.25	7,722.30	355.95
2015-16	4,053.59	3,880.50	173.09
2016-17	2,110.17	2,012.03	98.14
2017-18	57.61	57.61	-
Total	15,168.14	14,402.95	765.19

Note: Final appeal order is passed of respective years. Hence the colour

31.11 The balances of Sundry Debtors, other deposits and advances are subject to confirmation from respective parties. Letter seeking confirmations have been sent by the Company but some parties are still to confirm the balances. In view of confirmation not having been received from all customers, the balances under these heads have been shown as per the books of accounts and are subject to reconciliation, if any. However, in the opinion of the management, the respective assets have been shown in the Balance Sheet are according to their realizable value. The adjustment, if any on reconciliation which in the opinion of the management would not be material, would be made once the accounts are fully reconciled.

Sundry Debtors amounting to Rs.2293.68 Lakhs are outstanding more than 180 days. The management is of the opinion that whole amount will be recovered from parties so that the company has not created any provision on such debtor.

31.12 Hemang Resources Ltd had filed a petition under Section 9 of the Insolvency and Bankruptcy Code, 2016 (herein referred to as "IBC") before the Honourable National Company Law Tribunal, Chennai Bench, against GTC for initiation of Corporate Insolvency Resolution Process (herein referred to as "CIRP") and the same was numbered as CP/1484/IB/2018. The application is being heard and adjourned from time to time by the said Honourable National Company Law Tribunal.

But Mr. Syed Khaja Alimuddeen, Whole Time Director of GTC Coal Private Limited agrees to settle the dues of HRL for and behalf of GTC Coal Private Limited by transfer / sell all piece and parcel of vacant land situated at Plot No.5, SUN VIEW, Kanathur Reddy Kuppam Village, Tirupur Taluk, Kancheepuram District measuring an extent of 1206 square feet for approximate value of Rs.40 lakhs. Mr. Syed Khaja Alimuddeen declares that he is legal and rightful owner of this unencumbered property and has all the rights to transfer the said property, documents/ deeds to Mr. Deepak Tiwary, Ex-Whole Time Director and Ex-Chief Executive Officer of Hemang Resources Ltd.

Mr. Syed Khaja Alimuddeen has transferred Power of Attorney to Mr. Deepak Tiwary, Ex-Whole Time Director and Ex-Chief Executive Officer of Hemang Resources Ltd.

31.13 Shareholding of Promoters as below:

Shares held by Promoters at the beginning and end of the year		Equity Shares		2% Cumulative Redeemable Preference Shares	
S.No.	Promoter Name	No. of Shares	% of total Shares	No. of Shares	% of total Shares
1.	Surinder Singh Bhatia	1858840	14.0821	400000	50
2.	Inderjeet Kaur Bhatia	659600	4.9970	-	-
3.	Gurvinder Singh Bhatia	659320	4.9948	400000	50
4.	Gurvinder Kaur Bhatia	659240	4.9942		

5.	Manjeet Singh Bhatia	659240	4.9942	-	-
6.	Veena Bhatia	658840	4.9912	-	-
7.	Gurvinder Singh Kripal Singh Bhatia	657900	4.9841	-	--
8.	Surender Singh Kripal Singh Bhatia (Huf)	650400	4.9273	-	-
9.	M. S. Bhatia	366170	2.7740	-	-
10.	Kripal Singh Bhatia	840	0.0064	-	-
11.	Ishhar Overseas Pvt. Ltd.	1051896	7.9689	-	-
12.	Asian Natural Resources (India) Limited (formally known as Bhatia International Limited)	520000	3.9394	-	-

31.14 Current maturities of Long Term Borrowings: NA

31.15 For Property, Plant and Equipment:

Rs. In Lakhs

PARTICULARS	Useful life (In Years)	ORIGINAL COST				DEPRECIATION & AMORTIZATION				NET BOOK VALUE	
		As at April 1, 2022	Additions during the year	Deductions /Retirement during the year	As at March 31, 2023	As at April 1, 2022	Provided during the year	Written Back during the year	As at March , 2023	As at March , 2023	As at March 31, 2022
TANGIBLE ASSETS:											
Computers & Printers	3	3.44	0.00	0.00	3.44	2.93	0.12	0.00	3.05	0.39	0.51
Network & Server	6	0.39	0.00	0.00	0.39	0.37	0.00	0.00	0.37	0.02	0.02
Furniture & Fixtures	10	5.40	0.00	0.00	5.40	2.79	0.51	0.00	3.31	2.09	2.61
Office Equipments	5	3.60	0.00	0.00	3.60	3.30	0.09	0.00	3.40	0.20	0.29
Vehicles	10	2.19	0.00	0.00	2.19	1.58	0.21	0.00	1.80	0.39	0.61
TOTAL		15.02	0.00	0.00	15.02	10.98	0.93	0.00	11.93	3.09	4.04
PREVIOUS YEAR		14.40	0.61	0.00	15.02	9.82	1.16	0.00	10.98	4.04	4.59

31.16 Trade Receivables:

Rs. In Lakhs

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
i. Undisputed Trade receivables considered good	1684.80	1829.21	280.65	34.72	110.68	3940.06
ii. Undisputed Trade receivables considered doubtful						
iii. Disputed trade receivables considered good					38.40	38.40
iv. Disputed Trade receivables considered doubtful						

31.17 Trade Payables:

Rs. In Lakhs

Particulars	Outstanding for following periods from the due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME					
(ii) Others	(147.14)	(27.78)	(7.37)	(7.37)	(182.29)
(iii) Disputed dues -MSME					
(iv) Disputed dues - Others				(2268.30)	(2268.30)

31.18 Company has not taken the loan from any bank and financial institutions,

- There is no requirement of submission of quarterly returns or statements of current assets by the company.
- Willful defaulter clause is not applicable on the company

The Company has entered into One Time Settlement with Bank of India dated 09.06.2021 which has resulted in getting better results.

31.19 Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

31.20 During the year under review the Company has not given any Loans or Advances to promoters, Directors, KMPs and the related parties.

31.21 Title deeds of Immovable Property not held in name of the Company: Not applicable, as all title deeds of immovable property(ies) are in the name of the Company.

31.22 During the year under review the company has not revalued any of its Property (ies), Plant and Equipment.

31.23 Company is not holding any benami property.

31.24 Company doesn't have any transaction with companies struck off under Section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

31.25 There is no holding or subsidiary of the Company.

31.26 There is no pending registration or satisfaction of charges with Registrar of Companies.

31.27 During the year under review the provisions of Section 135 pertaining to Corporate Social Responsibility (CSR) is applicable on the Company on the basis of the net profit of immediately preceding Financial Year (2021-22). Therefore CSR Committee has been constituted w.e.f., 27.05.2022.

31.28 Company has not traded or invested in the Crypto currency or Virtual Currency during the financial year.

31.29 Ratio of the Company as on March 31, 2023 are as follow: -

S.No.	Particulars	Numerator	Denominator	Current Year Ratio	Last Year Ratio	Comparison between current year and last year in percentage	Reason where change more than 25%
a.	Current Ratio	Total Current Assets	Total Current Liabilities	1.98	1.52	30.63%	Due to reduction in current liabilities of the Company during the year.
b.	Debt-Equity Ratio	Total borrowings (current and non-current)	Total equity	0.43	0.60	-27.85%	No major change in debt, however shareholders equity has been increased

							due to profit in current year.
c.	Debt Service Coverage Ratio	Earnings for debt service= Net Profit after taxes+ Non-cash operating expenses + Interest+ other non-cash adjustments	Debt service= Interest and lease payments+ principal repayments	2.49	-0.23	-61.63%	Due to increase in current year profit and other income on account of One Time Settlement (OTS).
d.	Return on Equity Ratio	Net Profit	Shareholders' Equity	0.28	1.02	-71.72%	Current year profit is less as compared to previous year net profit and shareholders' equity has been increased.
e.	Inventory Turnover Ratio	Cost of goods sold= Opening Inventory + Purchases during the year - Closing Inventory	Average Inventory	10.98	2.91	277.10%	Ratio has improved as Company is selling its inventory more efficiently or quickly over a given period and has improved inventory management.
f.	Trade Receivables Turnover Ratio	Net credit sales	Average trade receivables	5.32	2.18	144.51%	There is increase in trade receivables ratio as Company is collecting its accounts receivable more quickly or efficiently and enhanced customers relationships.

g.	Trade Payables Turnover Ratio	Net credit purchases	Average trade payables	6.52	1.67	290.74%	The ratio has increased as Company is managing its debt/trade payable and cash flow effectively.
h.	Net Capital turnover Ratio	Total Sales	Shareholders' Equity	7.73	3.44	124.73%	Improved assets utilization and increased sales volume has helped in improving the ratio
i.	Net Profit Ratio	Net Profit for the year	Net Sales	0.04	0.30	-87.86%	Net profit ratio has decrease as there is a decrease in the profitability of the Company, as compared to previous year.
j.	Return on Capital Employed	Profit before tax and finance costs	Capital employed	0.41	1.47	-71.93%	There is a decline in the profitability of a company relative to its capital investment, which resulted in decrease in return on capital employed ratio.
k.	Return on Investment	Net Income	Share Capital	0.56	1.48	-62.17%	Due to decline in the profitability as compares to previous year relative to its investments, the ratio has decreased.

31.30 The previous year figures are regrouped and rearranged wherever necessary, in order to make it comparable with current year.

**As per our report of even date
attached
For A John Moris & Co.
Chartered Accountants
FRN: 0072205**

**For and on behalf of the Board
Hemang Resources Limited**

**Sd/-
J Sebastian
Partner**

**Sd/-
Komal J Thakker
Whole Time Director & CEO
DIN: 07062825**

**Membership No: 218962
UDIN : 23218962BGWEVR2322**

**Sd/-
Nikhil Dhanotiya
Director
DIN: 09220437**

**Place : Chennai
Date : 29.05.2023**

**Sd/-
Saloni Kochar
Company Secretary & Chief Financial Officer
Place : Indore
Date : 29.05.2023**



HEMANG RESOURCES LIMITED
ANNUAL REPORT 2022-23

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HARINGTON ROAD, CHETPET, CHENNAI, TN- 600031**

**CORPORATE OFFICE: "BCC HOUSE" 8/5, MANORAMAGANJ,
NAVRATAN BAGH, MAIN ROAD, INDORE -452001 (M.P.)**

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