LLOYDS METALS

LLOYDS METALS AND ENERGY LIMITED

Regd. Office and Works : Plot No. A1 & A2, MIDC Industrial Area, Ghugus 442 505, District Chandrapur (MS), Tel : 07172-285398, 07172-285103
Corporate Office : A2, 2nd Floor Madhu Estate, Pandurang Budhkar Marg, Lower Parel, Mumbai-400013, Tel : +91-22-62918111
www.lloyds.in | CIN: L40300MH1977PLC019594 | investor@lloyds.in

Date: 17th May, 2021

To,
BSE Limited
The Corporate Relationship Department
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai – 400 001

To,
Head- Listing & Compliance
Metropolitan Stock Exchange of India Ltd. (MSEI)
Vibgyor Towers, 4th floor,
Plot No C 62, G - Block,
Opp. Trident Hotel,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 098

Sub: 44th Annual Report of Lloyds Metals and Energy Limited
Ref: BSE Scrip Code: 512455
BSE and MSEI Scrip ID: LLOYDSME

Dear Sir/Madam,

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the financial year 2020-21.

The annual report containing the notice of AGM is also available on Company's website, at **www.lloyds.in.**

Thanking you,
Yours faithfully,
For Lloyds Metals and Energy Limited

SNEHA GURUNATH YEZARKAR
Digitally signed by SNEHA GURUNATH YEZARKAR
Date: 2021.05.17 23:04:03 +05'30'

Sneha Yezarkar
Company Secretary

LLOYDS METALS®

Lloyds Metals and Energy Limited

44th

Annual Report

2020 -21

Lloyds Metals and Energy Limited

Corporate Information

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

Mr. Mukesh Gupta *(DIN: 00028347)*	*Chairman*
Mr. Babulal Agarwal *(DIN: 00029389)*	*Managing Director*
Mr. Rajesh Gupta *(DIN: 00028379)*	*Non-Executive Director*
Mr. Madhur Gupta *(DIN: 06735907)*	*Additional Non-Executive Director*
Mr. Devidas Kambale *(DIN: 01569430)*	*Independent Director*
Mr. Jagannath Dange *(DIN: 00020656)*	*Independent Director*
Mrs. Bhagyam Ramani *(DIN: 00107097)*	*Independent Director*
Dr. Balram Singh *(DIN: 02843001)*	*Independent Director*

Chief Financial Officer
Mr. Riyaz Shaikh

Company Secretary
Ms. Sneha Yezarkar

Statutory Auditor
M/s VSS & Associates
306, Dalamal Chambers,
Behind Aayakar Bhawan,
Sir Vithaldas Thackersey
Road, New Marine Lines,
Mumbai- 400 020

Secretarial Auditor
M/s B.R. Gupta & Co.
Unit No. 12, 1st Floor, Cluster
2, Poonam Cluster 1,2,3, Shanti
Park Layout, Near Balaji Hotel,
Miraroad (E), Thane – 401 107

Cost Auditor
M/s Manisha & Associates
238, Shri Ram Shyam Towers,
2nd Floor, Near N.I.T. Sadar,
Nagpur– 440001,
Maharashtra

Internal Auditor
RSM Astute Consulting Pvt. Ltd.
3rd Floor, A- Wing, Technopolis
Knowledge Park, Mahakali
Caves, Road, Andheri (East),
Mumbai -400093, Maharashtra.

CORPORATE IDENTIFICATION NUMBER

CIN: L40300MH1977PLC019594

BANKERS

Kotak Mahindra Bank Limited
Citizencredit Co-Operative Bank Limited
Yes Bank Limited

REGISTERED OFFICE & WORKS

SPONGE IRON & POWER PLANT

Plot No. A 1-2, MIDC Area, Ghugus,
Dist. Chandrapur – 442505, Maharashtra
Tel: 07172-285103 / 398

CORPORATE OFFICE

A2, 2nd Floor, Madhu Estate,
Pandurang Budhkar Marg, Lower Parel,
Mumbai – 400013.
Tel : 022 – 6291 8111
E-mail : investor@lloyds.in

REGISTRAR & SHARE TRANSFER AGENT

BIGSHARE SERVICES PRIVATE LIMITED

1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri (E), Mumbai - 400059,
Phone : 022 - 6263 8200
Fax : 022 - 6263 8299
E-Mail : investor@bigshareonline.com

44th Annual General Meeting

Date: 14th June, 2021 Time: 11.30 A.M.

To be Convened through VC/OAVM

NOTICE

NOTICE is hereby given that the **Forty-Fourth (44th)** Annual General Meeting (**"AGM"**) of the Members of the **Lloyds Metals and Energy Limited** will be held on **Monday**, **14th June, 2021 at 11.30 a.m. through Video Conferencing (VC)/ or Other Audio-Visual Means (OAVM)**, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March, 2021, including the Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit and Loss of the Company for the year ended on that date, along with the reports of the Board of Directors and Auditors thereon.

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 and Auditors Report thereon.

3. To appoint a Director in place of Mr. Mukesh Gupta (DIN: 00028347), who retires by rotation and being eligible, offers himself for re-appointment.

4. **Ratification of Re-appointment of M/s VSS & Associates, Chartered Accountants, Mumbai (ICAI Firm Registration No. 105787W) as the Statutory Auditors of the Company.**

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

   "**RESOLVED THAT** pursuant to Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification/s or re-enactment/s thereof, for the time being in force) and pursuant to the resolution passed by the Members at the Fortieth (40th) Annual General Meeting held on 19th September 2017, the Company hereby ratifies the re-appointment of M/s VSS & Associates, Chartered Accountants, Mumbai (ICAI Firm Registration No. 105787W), as the Statutory Auditors of the Company to hold office from the conclusion of this Forty-Fourth (44th) Annual General Meeting till the conclusion of the Forty Fifth (45th) Annual General Meeting of the Company to be held in the year 2022, at such remuneration plus applicable tax ('GST') thereon and reimbursement of out of pocket and travelling expenses, if any, as approved and recommended by the Board of Directors based on the recommendation of the Audit Committee of the Company."

SPECIAL BUSINESS:

5. **Ratification of Remuneration of Cost Auditors of the Company.**

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

   "RESOLVED THAT pursuant to the provisions of section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendation of the Audit Committee, the remuneration payable to M/s. Singh M K & Associates, Cost Accountants having Firm Registration Number 101770, appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2022, amounting to ₹ 30,000/- (Rupees Thirty Thousand only) (plus Goods and Services Tax) be ratified.

   RESOLVED FURTHER THAT approval of the Company be accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

6. **To Appoint Mr. Madhur Gupta as a Non-Executive Director of the Company**

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

   "**RESOLVED THAT** Mr. Madhur Gupta (DIN: 06735907), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 13th November, 2020 on the Board of the Company and who holds office up to the date of this Annual General Meeting of the Company in terms of section 161 of the Companies Act, 2013 and articles of association of the Company and who is eligible for appointment and has consented to act as Director of the Company and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director, be and is hereby appointed as a Non- Executive Non Independent Director of the company in promoter category, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and /or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

7. Sale of Asset of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Section 180(1) (a) of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary, the consent of the members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the "Board" which term shall be deemed to include any duly constituted Committee of the Board), to dispose of the Company's property situated at CTS No.1498A/4 admeasuring about 2245.30 sq; mtrs, Village Marol, Andheri (Mumbai Suburban District) for such consideration and on such terms and conditions as the Board of Directors of the Company (including its committee thereof) consider beneficial to the Company.

RESOLVED FURTHER THAT the Board or any committee thereof be and is hereby authorized to finalize the terms and conditions and take such steps as may be necessary for obtaining approvals, statutory or contractual or otherwise, if any, required in relation to the above and to settle all the matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds and things that may be necessary, proper and expedient or incidental for the purpose of giving effect to the above resolution."

8. To Alter/Amend the Memorandum of Association of the Company

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

"RESOLVED THAT pursuant to the provisions of Section(s) 4, 13 and 15 and all other applicable provisions, if any, of the Companies Act 2013, read with applicable Rules and Regulations framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), or any other applicable law(s), regulation(s), guideline(s), and subject to the approvals, consents, sanctions and permissions of the appropriate regulatory and statutory authorities, consent of the members of the Company be and is hereby accorded for adoption of new set of Memorandum of Association of the Company ("MOA") in accordance with Table A of Schedule I of the Companies Act 2013, a copy of which is placed before the meeting, effecting the following modifications and amendments in the existing MOA:-

(i) The words 'Companies Act, 1956' in the existing MOA shall be substituted with the words 'Companies Act, 2013', wherever required under the applicable provisions.

(ii) The existing clauses I, II, III, IV & V be numbered as 1^{st}, 2^{nd}, 3^{rd}, 4^{th} & 5^{th} respectively.

(iii) Part A of Clause III of MOA shall now be titled as **'(a) The Objects to be pursued by the Company on its Incorporation are':**

(iv) Part B of the Clause III of MOA shall now be titled as **'(b) Matters which are necessary for furtherance of the Objects specified in Clause 3rd (a) are':** and the following three new sub-clauses be inserted before existing sub-clause (45) and all sub-clauses be renumbered appropriately:

1. To carry on the business of buying, purchasing or otherwise acquire any immovable or movable property of all kinds and description and right, title and interest therein and to carry on the business of renting, letting or other similar arrangements of immovable and moveable properties including but not limited to equipment of all kinds and description, building equipment, construction equipment and houses, building, industrial sheds, plots, flats, vehicles, plants, machineries, computers and any other assets.

2. To carry on business of contractors, Builders, Town planners, Infrastructure developers, Estate developers and Engineers land developers, Land Scapers, estate agents, immovable property dealers and to acquire, buy, purchase, hire or otherwise lands, buildings, civil works, immovable property of any tenure or any interest in the same and to erect and construct, houses, flats, bungalows or civil work of every type on the land of the Company or any other land or immovable property whether belonging to the Company or not and to pull down, rebuild, enlarge alter and other conveniences and to deal with and improve, property of the Company or any other Immovable property in India or abroad.

3. To purchase, sell, exchange, rent and otherwise trade any kind of movable and immovable property, goods and other any assets.

(v) Alteration of existing sub clause 45 in Part B of the Clause III of MOA by deleting the reference to the other objects in line with the requirements of the Companies Act, 2013.

(vi) Merging appropriate and relevant objects of the Memorandum of Association, mentioned under Clause III (C) – 'Other Objects' with Clause III (B) – 'Objects Incidental or Ancillary to the attainment of the Main Objects' and consequently changing the object numbering as may be appropriate.

(vii) Part C of Clause III of MOA viz. "Other Objects" shall be deleted in line with the requirements of the Companies Act, 2013.

(viii) The existing liability clause be substituted in line with new clause provided as per Companies Act, 2013

4th The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

RESOLVED FURTHER THAT in the Memorandum of Association of the Company, wherever required, reference to various sections of the Companies Act, 1956 be replaced with the reference to the corresponding sections of the Companies Act, 2013.

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

9. Alteration of Articles of the Association of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 14(1) and other relevant provisions, if any, of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded for alteration of the existing clause 3 (a) with the following clause.

3 (a) The Authorised Share Capital of the Company shall be such amount as may be mentioned in Clause 05th of the Memorandum of Association of the Company from time to time.

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

10. To take approval to sell or dispose of undertakings under section 180(1)(a) of the Companies, Act, 2013

To consider, and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution:**

"RESOLVED THAT in supersession to the earlier resolution passed by the shareholders through postal ballot on 29th December, 2014 authorising the Board of Directors of the Company to create charge/mortgage on property of the Company and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the members of the company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by the Resolution), to sell, lease, dispose of, assign, transfer, pledge, mortgage, hypothecate and/or charge all or any part of the present and future moveable or immovable assets or properties of the Company and or the whole or any part of the undertaking(s) of the Company of every nature and kind whatsoever (hereinafter referred to as the "Assets") and/or creating a floating charge on the Assets, to or in favour of Banks, Debenture Trustees, Firms, Bodies Corporate, LLPs, Financial Institutions, NBFCs, Insurance Companies, Mutual Funds, Trusts, Investment Institutions, any other persons or any other lenders to secure the amount borrowed (including by way of Fund and /or Non-Fund Based Credit Facilities) by the Company or its Holding / Subsidiary / Associate / Joint Venture Compan(ies) from time to time for the due re-payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company in respect of the said borrowings provided that the aggregate indebtedness so secured by the assets and in case of sell, dispose of, transfer of any undertakings, assets, property, the aggregate amount of such transaction do not at any time exceed a sum of ₹ 2,000 Crores (Rupees Two Thousand Crores Only)

RESOLVED FURTHER THAT the Board of Directors or any committee thereof be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

11. Approval of loans, investments, guarantee or security under section 185 of Companies Act, 2013

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

"RESOLVED THAT pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and Rules made thereunder as amended from time to time, the consent of the members of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by the Resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity/ Company/Body(ies) Corporate/ LLP, subsidiary, associate and joint venture of the Company, (in which any director is deemed to be interested) upto an aggregate sum of ₹ 250 Crores (Rupees Two Hundred and Fifty Crores Only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution the Board of Directors of the Company be and is hereby authorized, to approve, decide, vary or modify the terms and conditions applicable for the aforesaid loan, Investment, Corporate Guarantee and to do all such acts, deeds, matters and things as they may, in their absolute discretion deem necessary, desirable or expedient and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

12. Issue of Equity Shares on Preferential Basis

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

"**RESOLVED THAT** pursuant to provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("**SEBI (ICDR) Regulations**"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("**Takeover Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India ("**SEBI**"), Reserve Bank of India ("**RBI**"), the Ministry of Corporate Affairs, the respective stock exchanges where the equity shares of the Company are listed ("**Stock Exchanges**"), and or any other competent regulatory authority and in accordance with the uniform listing agreements entered into with the Stock Exchanges and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchanges and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as "**the Board**" which expression shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) and subject to such terms, conditions and modifications as the Board may in its discretion impose or agree to, the Board be and is hereby authorized to create, issue, offer and allot on preferential basis, 9,00,00,000 (Nine Crore Only) equity shares of the Company of face value of ₹ 1/- (Rupee One only) per share for a cash consideration at an issue price of ₹ 20/- (Rupees Twenty Only) per share including a premium of ₹ 19/- (Rupees Nineteen Only) per share presently representing 26.34% of the total voting equity share capital of the Company and 20.24% of the total voting equity share capital of the Company on a fully diluted basis expected as of the 10th (tenth) working day from the closure of the tendering period of the Open Offer, amounting to ₹ 180,00,00,000 (Rupees One Eighty Crore only) to Thriveni Earthmovers Private Limited ("**Proposed Allottee**") in compliance with Chapter V of the SEBI (ICDR) Regulations and subsequent amendments thereto & on such terms and conditions and in such manner as the Board may in its absolute discretion deem fit, and which equity shares to be allotted will rank ***pari passu*** in all respects with the equity shares of face value of ₹ 1 (Rupee One only) forming part of the equity share capital of the Company, to following entity as mentioned below:

Sr. No.	**Name of the Proposed Allottee**	**No. of Equity Shares proposed to be allotted**	**Name of the Ultimate Beneficiaries/ Owners****
	Acquirer*		
i.	Thriveni Earthmovers Private Limited	9,00,00,000	• Balasubramanian Prabhakaran • Balasubramanian Karthikeyan
	Total	**9,00,00,000**	

** The Preferential Allotment to the Proposed Allottee as mentioned above has also triggered an obligation on the Proposed Allottee to make an open offer to the equity shareholders of the Company (including the non-promoter non public shareholder of the Company) but excluding the shareholders forming part of the promoter and promoter group of the Company in terms of Regulations 3 and 4 of SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 ("**Open***

***Offer*”). Subject to the approval of the shareholders of the Company in the annual general meeting for the proposed preferential allotment of the Equity Shares and OFCDs and upon completion of the Open Offer, Thriveni Earthmovers Private Limited will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company.*

*** Balasubramanian Prabhakaran and Balasubramanian Karthikeyan, Directors of Acquirer are in control of the Acquirer and are Ultimate Beneficial Owners of Acquirer holding 14.287% and 29.690% shareholding in the Acquirer respectively.*

RESOLVED FURTHER THAT upon completion of Open Offer, Thriveni Earthmovers Private Limited (“**TEMPL**”) will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company and subsequently TEMPL shall nominate Mr. Balasubramanian Prabhakaran, Managing Director of TEMPL for appointment as a director on the Board of the Directors of the Company.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the Equity Shares shall be issued on the following terms:

i. The Equity Shares as may be offered, issued and allotted in accordance with the terms of this resolution, shall be in dematerialised form and shall rank pari passu with the existing Equity Shares of the Company in all respects, including the payment of dividend, if any;

ii. The Equity Shares shall be issued and allotted by the Company to the Proposed Allottee within a period of 15 days from the date of passing of this special resolution provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission, as the case may be in compliance with Regulation 170(1) and Regulation 170(3) of the SEBI (ICDR) Regulations, 2018;

iii. The Equity Shares to be offered, issued and allotted shall be subject to lock-in as provided under Regulation 167 of the SEBI (ICDR) Regulations, 2018 and the Equity Shares so offered, issued and allotted will be listed on stock exchanges where the existing Equity shares of the Company are listed subject to the receipt of necessary regulatory permissions and approvals, as the case may be; and

iv. The transferability of the Equity Shares shall be in accordance with the provisions of applicable laws and regulations including Regulation 168 of Chapter V of SEBI (ICDR) Regulations, 2018.

RESOLVED FURTHER THAT subject to the SEBI (ICDR) Regulations, 2018 and other applicable laws the Board be and is hereby authorised to decide and approve the other terms and conditions of the issue of the above-mentioned equity shares and to vary, modify or alter the terms and conditions and size of the issue, as it may deem expedient, without being required to seek any further consent or approval of the Company in a General Meeting.

RESOLVED FURTHER THAT the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Relevant Date in accordance with the Regulation 161 of SEBI (ICDR) Regulations, 2018 be fixed as 14th May, 2021 being the 30th day prior to 14th June, 2021 i.e., the date on which the Annual General Meeting of the Company is being convened, in terms of the Companies Act, 2013 to consider the proposed preferential issue.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modifications in the proposal as may be required by the agencies involved in such issues but subject to such conditions as the Reserve Bank of India (RBI) / Securities and Exchange Board of India (SEBI) and/ or such other appropriate authority may impose at the time of their approval as agreed by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board be and is hereby authorised on behalf of the Company to do all such acts deeds matters and things as the Board may in its absolute discretion deem necessary or desirable for such purpose including without limitation to vary modify or alter any of the relevant terms and conditions including size of the Preferential Issue and consequent proportionate reduction (subject to rounding off adjustments) of the number of equity shares to be allotted to Proposed Allottee and to provide any clarifications related to issue and allotment of equity shares, listing of equity shares on Stock Exchanges and authorise for preparation, execution and entering into arrangement / agreements, offer letter, letter of allotment all writings instruments and such other documents (including documents in connection with appointment of agencies intermediaries and advisors) and further to authorise all such persons as may be necessary in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby also authorised to delegate all or any of its powers to any officer(s) or authorised signatory(ies) or to any committee to give effect to this resolution including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this connection."

13. Issue of Optionally Fully Convertible Debentures ("ODCDs") on Preferential Basis

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

"RESOLVED THAT in accordance with the provisions of Sections 42, 62(1)(c), 71 and other applicable provisions, if any of the Companies Act, 2013 read with the (Companies Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification thereto or re-enactment thereof for the time being in force) (the "**Act**"), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("**Takeover Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI LODR Regulations**"), and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India, ("**SEBI**"), Reserve Bank of India, the Ministry of Corporate Affairs, the respective stock exchanges where the equity shares of the Company are listed ("**Stock Exchanges**"), and or any other competent regulatory authorities and in accordance with the uniform listing agreements entered into with the Stock Exchanges, and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchanges and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions and or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter called the "**Board**", which term shall be deemed to include any committee which the Board has constituted or may hereinafter constitute to exercise any of its power including the power conferred by this Resolution) the Board be and is hereby authorized to create, issue, offer and allot on preferential basis 1,00,00,000 (one crore) 3% optionally fully convertible debenture of face value of ₹ 20/- (Rupees Twenty only) each at par aggregating to ₹ 20,00,00,000/- (Rupees Twenty Crore only) ("**OFCDs**") to Thriveni Earthmovers Private Limited (hereinafter referred to as the "**Debenture Holder**") convertible into 1,00,00,000 (one crore) fully paid-up equity shares of face value of ₹ 1/- (Rupee One) each of the Company representing 2.25% of the total voting equity share capital of the Company on a fully diluted basis expected as of the 10th (tenth) working day from the closure of the tendering period of the Open Offer, at the option of the Debenture Holder within a period of 18 months from the date of allotment and which equity shares (i.e., equity shares that shall be issued upon conversion of the OFCDs) to be allotted will rank *pari passu* in all respects with the equity shares of face value of ₹ 1/- (Rupee One only) forming part of the equity share capital of the Company i.e., each such OFCD shall be converted at the option of Debenture holder within a period of 18 months from the date of allotment into one fully paid up Equity share of ₹ 1/- each of the Company at a price of ₹ 20/- (including premium of ₹ 19/- per share) per share being the price which is higher than the price of ₹ 11.43 per share which is being computed in accordance with the price determined as per Regulation 165 under Chapter V of the SEBI ICDR Regulations or shall be redeemed compulsorily on the date of expiry of 18 months from the date of allotment in accordance with the provisions of applicable laws and regulations including the provisions of Chapter V of the SEBI (ICDR) Regulations and Companies Act, 2013 and subsequent amendments thereto & on such terms and conditions and in such manner as the Board may deem fit in its absolute discretion to following entity as mentioned below:

Sr. No.	Name of the Proposed Allottee Acquirer*	No. of OFCDs proposed to be allotted	Name of the Ultimate Beneficiaries/ Owners**
1.	Thriveni Earthmovers Private Limited	1,00,00,000	• Balasubramanian Prabhakaran • Balasubramanian Karthikeyan
	Total	**1,00,00,000**	

** The Preferential Allotment to the Proposed Allottee as mentioned above has also triggered an obligation on the Proposed Allottee to make an open offer to the equity shareholders of the Company (including the non-promoter non public shareholder of the Company) but excluding the shareholders forming part of the promoter and promoter group of the Company in terms of Regulations 3 and 4 of SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 ("**Open Offer**"). Subject to the approval of the shareholders of the Company in the annual general meeting for the proposed preferential allotment of the Equity Shares and OFCDs and upon completion of the Open Offer, Thriveni Earthmovers Private Limited will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company.*

*** Balasubramanian Prabhakaran and Balasubramanian Karthikeyan, Directors of Acquirer are in control of the Acquirer and are Ultimate Beneficial Owners of Acquirer holding 14.287% and 29.690% shareholding in the Acquirer respectively.*

RESOLVED FURTHER THAT the Relevant Date as per Regulation 161 of SEBI (ICDR) Regulations, 2018 (as amended) for the determination of issue price of Equity Shares post conversion of OFCDs be fixed as 14th May, 2021 being the 30th day prior to 14th June, 2021 i.e., the date on which the Annual General Meeting of the Company is convened, in terms of the Companies Act, 2013 to consider the proposed preferential issue.

RESOLVED FURTHER THAT upon completion of Open Offer, Thriveni Earthmovers Private Limited ("**TEMPL**") will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company and subsequently TEMPL shall nominate Mr. Balasubramanian Prabhakaran, Managing Director of TEMPL for appointment as a director on the Board of the Directors of the Company.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the OFCDs shall be issued on the following terms:

i. That the equity shares to be so issued and allotted shall be in dematerialised form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company, and shall rank pari passu in all respects including dividend, with the existing Equity Shares of the Company.

ii. That the OFCDs and the Equity Shares allotted on conversion of OFCDs shall be subject to a lock-in for such period as specified under Regulation 167 of Chapter V of SEBI (ICDR) Regulations, 2018 relating to preferential issue.

iii. That the OFCDs shall be unsecured;

iv. That the proposed allotment of OFCDs of ₹ 20/- (Rupees Twenty Only) each is for cash consideration and entire amount is payable to the Company before the allotment of OFCDs.

v. That the OFCDs shall be converted into the Equity Shares at the option of the Debenture Holder within a period of 18 months from the date of allotment or shall be redeemed compulsorily on the date of expiry of 18 months from the date of allotment.

vi. That the OFCDs shall be redeemed at par.

vii. That the transferability of the OFCDs and of the Equity Shares allotted on conversion of OFCDs shall be in accordance with the provisions of applicable laws and regulations including Regulation 168 of Chapter V of SEBI (ICDR) Regulations, 2018.

viii. That the OFCDs shall carry simple interest @ 3% p.a. payable on half yearly basis or the period thereof up to the date of conversion or redemption whichever is earlier. If the interest on OFCDs is not paid on the due date, or the redemption amount of OFCDs is not paid on the redemption date, then the Company shall pay additional interest at the rate of 6% p.a. for the period of default on the unpaid amount.

ix. That the OFCDs by themselves do not give to the holder thereof any rights of a shareholder of the Company.

x. That the number of Equity Shares that each OFCD converts into and the price per Equity Share upon conversion of each OFCD shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock, split, merger, demerger, transfer of undertaking, sale of a business division or any such capital or corporate restructuring; and

xi. That the converted shares of OFCD holder shall also be entitled to any future bonus, right issues of Equity Shares or other securities convertible into Equity Shares by the Company in the same proportion and manner as any other shareholders of the Company for the time being.

RESOLVED FURTHER THAT where Proposed Allottee exercises the conversion option, each OFCD shall be converted into I (one) Equity Share of the Company at a conversion price of ₹ 20/- (Rupees Twenty Only) (including premium of ₹ 19/- (Rupees Nineteen Only) per share) per share being the price which is higher than the price of ₹ 11.43 which is being computed in accordance with the price determined as per Regulation 165 under Chapter V of the SEBI (ICDR) Regulations, 2018.

RESOLVED FURTHER THAT in pursuance of the above, the Equity Shares to be issued and allotted pursuant to the conversion of the OFCDs:

i. shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company; and

ii. shall rank pari passu with the existing Equity Shares in all respects subject to the provisions of the Memorandum of Association and Articles of Association of the Company and applicable laws and regulations.

RESOLVED FURTHER THAT in case the Proposed Debenture holder does not choose to exercise the conversion option before the expiry of 18 months from the date of allotment, then the OFCDs held by the Proposed Debenture holder will be redeemed compulsorily on the date of expiry of 18 months from the date of allotment in accordance with the terms of issue, provisions of applicable laws and regulations including the provisions of Chapter V of the SEBI (ICDR) Regulations and Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized, in its entire discretion, to do all such acts, matters, deeds and things including without limitation, effecting any modification to the terms of the issue, to execute any agreements or other instruments, to settle any questions or difficulties that may arise, appoint consultants, valuers, legal advisors, advisors and such other agencies as may be required and to take such actions or give such directions as the Board in its absolute discretion deem fit desirable, necessary for the Preferential Issue of the OFCDs without being required to seek any further clarification, consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by the above resolution to any Director(s) or to any Committee of the Board or any other Officer(s) of the Company to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.

By Order of the Board
For Lloyds Metals and Energy Limited

Sd/-
Sneha Yezarkar
Company Secretary
ACS-43338

Place: Mumbai
Date: 14th May, 2021

Notes:

1. The AGM will be held on Monday, 14th June, 2021 at 11.30 a.m. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 14/2020 dated 08th April, 2020, MCA General Circular No. 17/2020 dated 13th April, 2020, MCA General Circular No. 20/2020 dated 05th May, 2020, MCA General Circular No. 02/2021 dated 13th January, 2021, SEBI Circular dated 12th May, 2020 and SEBI Circular dated 15th January, 2021.

2. Pursuant to the MCA General Circular No. 14/2020 dated 08th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. 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. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on their email Id sgyezarkar@lloyds.in, a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting and through E-voting.

4. In view of the massive outbreak of the COVID-19 pandemic, social distancing is to be a pre-requisite and pursuant to the General Circular No. 14/2020 dated 08th April, 2020, General Circular No. 17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs followed by General Circular No. 20/2020 dated 05th May, 2020 and General Circular No. 02/2021 dated 13th January, 2021, physical attendance of the Members is not required. Hence, Members have to attend and participate in the ensuing AGM though VC/OAVM.

5. Those Shareholders whose email IDs are not registered can get their Email ID registered as follows:

   ➢ Members holding shares in demat form can get their E-mail ID registered by contacting their respective Depository Participant.

   ➢ Members holding shares in the physical form can get their E-mail ID registered by contacting our Registrar and Share Transfer Agent "Bigshare Services Private Limited" on their email id investor@bigshareonline.com or by sending the duly filled in E-communication registration form enclosed with this Notice to our RTA on their email id investor@bigshareonline.com.

6. 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. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice under Note No. 24.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

8. As the Annual General Meeting of the Company is held through Video Conferencing/OAVM, we therefore request the members to submit questions in advance relating to the business specified in this Notice of AGM on the Email ID sgyezarkar@lloyds.in.

9. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 08th June, 2021 to Monday, 14th June, 2021 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

10. The information regarding the Director who is proposed to be appointed/re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued, is annexed hereto to this Notice of AGM as **"Annexure I"**.

11. An explanatory Statement setting out details relating to the special business to be transacted at the Annual General meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.

13. Members desiring any information as regards to Accounts are requested to send an email to sgyezarkar@lloyds.in, 14 days in advance before the date of the meeting to enable the Management to keep full information ready on the date of AGM.

14. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or Arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM and explanatory statement can send an email to sgyezarkar@lloyds.in

15. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 23.

16. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

17. The Annual Report alongwith the Notice of AGM will be placed on the Company's website on www. lloyds.in.

18. Members of the Company holding shares either in physical form or in Dematerialised forms as on Benpos date i.e. 14th May, 2021 will receive Annual Report for the financial year 2020-21 through electronic mode.

19. As per the MCA General Circular No. 20/2020 dated 05th May, 2020, the Annual Report will be sent through electronic mode to only those Members whose email IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository participant.

20. Shareholders of the Company holding shares either in physical form or in Dematerialised forms as on Benpos date i.e. 14th May, 2021 will receive Annual Report for the financial year 2020-21 through electronic mode only.

21. Members are requested to notify any changes in their address to the Company's Registrar and Share Transfer Agent, M/s. Bigshare Services Pvt. Ltd., 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Makwana Road, Marol, Andheri East, Mumbai – 400059.

22. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.

23. INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

The Instructions for Members for Remote E-Voting are as under: -

i. The voting period begins on Thursday, 10th June, 2021 at 09.00 a.m. (IST) and ends on Sunday, 13th June, 2021 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 07th June, 2021 may cast their vote electronically. The E-Voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 where the e-Voting is in progress during or before the AGM.
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 company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period & 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 hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or voting during the meeting.

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

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

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

(v) Login method for e-Voting for **shareholders other than individual shareholders & physical shareholders.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on “Shareholders” module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number in the PAN field. The sequence number is mentioned in the email of the **“Annual Report for Financial Year 2020-21 including Notice of AGM”** sent to the shareholders on their Registered E-mail IDs
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Company at the email address viz; sgyezarkar@lloyds.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding E-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

The Instructions for Members for E-Voting on the day of the AGM are as under: -

(i) The procedure for E-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

(ii) Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through Remote E-Voting and are otherwise not barred from doing so, shall be eligible to vote through E Voting system in the AGM.

(iii) Members who have voted through Remote E-Voting will be eligible to attend the AGM and participate there at. However, they will not be eligible to vote at the AGM.

(iv) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/ OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

(v) Members are requested to follow the instructions, if any, provided during the currency of the AGM for E- Voting.

(vi) The details of the person who may be contacted for any grievances connected with the facility for e-voting during the AGM shall be the same person mentioned for Remote e-voting.

Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

a. For Physical shareholders- Please provide necessary details like 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 our RTA Bigshare Services Private Limited on their email ID investor@bigshareonline.com.

b. For Demat shareholders - Please provide Demat account details (CDSL-16-digit beneficiary ID or NSDL-16-digit DPID + CLID), 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) by email to our RTA Bigshare Services Private Limited on their email ID investor@bigshareonline.com.

The RTA shall co-ordinate with CDSL and provide the login credentials to the above -mentioned shareholders.

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

a) Members whose email IDs are already registered with the Depository Participant/ Registrar and Share Transfer Agent of the Company and who are desirous to attend the AGM through VC/OAVM can apply at sgyezarkar@lloyds.in requesting for participation in the AGM, by giving their name as registered in the records of the Company, DPID/Client ID or Folio Number and the Registered email ID.

b) Members who are desirous of attending the AGM through VC/OAVM and whose email IDs are not registered with the RTA of the Company/ DP, may get their email IDs registered as per the instructions provided in point No. 5 of this Notice.

c) Members who are desirous of attending the AGM may send their request by 31st May, 2021. On successful registration with the company, the invitation to join the AGM will be sent to the Members on their registered email IDs latest by 12th June, 2021. This will be done on first come first served basis, limited to 1000 members only. Due to security reason the invitation link to participate in the AGM will be shared on the registered email id of the member only after successful registration with the Company.

d) Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request by 31st May, 2021 from their registered email address mentioning their name as registered in the records of the Company, DPID/Client ID or Folio Number at sgyezarkar@lloyds.in. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

e) Members may attend the AGM, by following the invitation link sent to their registered email ID. Members will be able to locate Meeting ID/ Password/ and JOIN MEETING tab. By Clicking on JOIN MEETING, they will be redirected to Meeting Room via browser or by running Temporary Application. In order to join the Meeting, follow the step and provide the required details (mentioned above – Meeting Id/Password/Email Address) and Join the Meeting. Members are encouraged to join the Meeting through Laptops for better experience.

f) In case of Android/Iphone connection, Participants will be required to download and Install the appropriate application as given in the mail to them. Application may be downloaded from Google Play Store/ App Store.

g) Further Members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App.

h) 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.

i) The helpline number for joining the Meeting through Electronic Mode will be provided in the Meeting Invitation which will be sent to the eligible applicants.

j) Institutional Shareholders are encouraged to participate at the AGM through VC/OAVM and vote thereat.

25. Any person, who acquires shares of the Company and become member of the Company after sending the Notice of AGM through electronic mode and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.

26. In line with the Ministry of Corporate Affairs General Circular No. 17/2020 dated 13th April, 2020, the Notice calling AGM has been uploaded on the website of the Company at www.lloyds.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and Metropolitan Stock Exchange of India Limited at www.bseindia.com and www.msei.in respectively and the AGM Notice is also available on the website of CDSL (agency for providing the e-Voting facility) i.e. www.evotingindia.com.

27. Investor Grievance Redressal: - The Company has designated an e-mail id investor@lloyds.in to enable investors to register their complaints, if any.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

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

Item No. 5

The Board on recommendations of the Audit Committee in their meeting held on 12th April, 2021 has approved the appointment of M/s. Singh M K & Associates, Cost Accountants as Cost Auditor to conduct the Cost Audit of the Company for the Financial year 2021-22 at ₹ 30,000/- remuneration.

In accordance with the provisions of section 148 of the Act read with Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the cost auditor has to be ratified by the Shareholders of the Company.

Accordingly, consent of the member is sought for passing the Ordinary Resolution as set out at item No. 5 of the Notice for ratification of remuneration payable to the cost auditors for the financial year ending 31st March, 2022.

None of the Directors/ Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolutions as set out at item No. 5 of the Notice except to the extent of their shareholding in the Company, if any.

The Board recommends the ordinary resolutions set out at the item no. 5 of the Notice for member's approval of the Company.

Item No. 6

The Board of Directors of the Company (based on the recommendation of Nomination and Remuneration Committee) in their meeting held on 13th November, 2020 has appointed Mr. Madhur Gupta as an Additional Director designated as Non-Executive Director of the Company w.e.f. 13th November, 2020 in terms of provisions of the Companies Act, 2013.

As per Section 161 of the Companies Act, 2013, Mr. Madhur Gupta can hold office upto the date of ensuing Annual General Meeting, and is eligible for appointment as Director. In terms of section 160 of the Companies Act, 2013, the Company has received notice in writing from a member proposing the candidature of Mr. Madhur Gupta to be appointed as a Non-Executive Director of the Company in Promoter Category as per the relevant provisions of the Companies Act, 2013. Further, as per the proviso to Sec. 160 which is made effective February 09, 2018 the requirements of deposit of amount shall not apply in case of appointment of a Director recommended by the Nomination and Remuneration Committee. Since appointment of Mr. Madhur Gupta as Non–Executive director is recommended by Nomination and Remuneration Committee of the Company, there is no requirement of submission of requisite deposit.

Consent to act as a Director as well as disclosure for non-disqualification as required under the Companies Act, 2013 have already been received from Mr. Madhur Gupta.

A copy of the draft letter for appointment of Mr. Madhur Gupta setting out the terms and conditions of appointment and other relevant documents shall be available for inspection as per the instructions provided in the Note No. 14 of this Notice.

Mr. Madhur Gupta holds a degree of MSC in Engineering and Business Studies from University of Warwick, United Kingdom. He has 8 years of experience in Real Estate and Infrastructure. His expertise in the area of Project execution, planning, finance and business development will be valuable to our Company's Board.

Disclosure under Regulation 26(4) and 36(3) of the Listing Regulations and Secretarial Standard-2 issued by The Institute of Company Secretaries of India is annexed to this Notice of Annual General Meeting as **Annexure I**.

Except Mr. Madhur Gupta being an appointee, Mr. Rajesh Gupta, the Promoter & Director of the Company being the father of Mr. Madhur Rajesh Gupta (belonging to Promoter/ Promoter Group of the Company), Mr. Mukesh Gupta, the Promoter & Director of the Company being uncle of Mr. Madhur Gupta and Mr. Babulal Agarwal, Managing Director of the Company being the Grandfather of Mr. Madhur Gupta, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way concerned or interested in resolution set out at Item no. 6 of the Notice.

The Board recommends the ordinary resolution set out at Item no. 6 to the Notice for approval of Members.

Item No. 7

The Board in its meeting held on 12th April, 2021 have recommended for your approval the sale of Property of the Company including and not limited to CTS No.1498A/4 admeasuring about 2245.30 sq; mtrs, Village Marol, Andheri (Mumbai Suburban District).

Section 180(1)(a) of the Companies Act, 2013 ("the Act") requires that the Board of Directors shall not without the consent of the Members obtained by Special Resolution sell, lease, transfer, assign or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings. Having regard to the definition of the term "Undertaking" and the term "substantially the whole of the undertaking" contained in Section 180(1)(a) of the Act, this proposed transaction would attract the provisions of Section 180(1)(a) of the Act.

The resolution in the accompanying notice is proposed to seek Members' approval through special resolution.

The Board is of the opinion that the aforesaid Resolution is in the best interest of the Company and hence recommends the Special Resolution set out at the item no. 7 of the Notice for member's approval of the Company.

None of the Directors/ Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolutions as set out at item No. 7 of the Notice except to the extent of their shareholding in the Company, if any.

Item No.8

With a view to align the existing MOA of the Company with Table A of the Schedule I of the Companies Act, 2013, the Board of Directors in its meeting held on 12th April, 2021 has proposed the alteration in the memorandum of association of the Company as under:

1. The words 'Companies Act, 1956' in the existing MOA shall be substituted with the words 'Companies Act, 2013', and wherever required in the Memorandum of Association of the Company, reference to various sections of the Companies Act, 1956 be replaced with the reference to the corresponding sections of the Companies Act, 2013
2. The existing Part C ("Other Object Clause") of Section III of its MOA would be deleted.

3. The Objects Clause (Clause III of MOA) will now have two parts viz.
   a. Part a - 'The Objects to be pursued by the Company on its incorporation are'; and
   b. Part b - 'Matters which are necessary for furtherance of the Objects specified in Clause 3rd (a) are'
4. Part b of Clause III by way of insertion(s)/alteration(s) as stated in the resolution.
5. The existing liability clause be substituted in line with new clause provided as per Companies Act, 2013

   4th The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
6. Other amendments required to align the existing memorandum of association of the Company in accordance with Table A of Schedule I of the Companies Act 2013.

A copy of the Memorandum of Association of the Company along with the proposed amendments is available for inspection by the members as per the instructions provided in the Note No. 14 of this Notice.

None of the Directors/ Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolutions except to the extent of their shareholding in the Company, if any.

The Board recommends passing of special resolution under item No. 8 of the Notice for your approval.

Item No. 9

Pursuant to Section 14 of the Companies Act, 2013 the consent of the Members by way of Special Resolution is required for alteration of AOA of the Company. The Board has recommended alteration of the existing clause 3 (a) with the following clause.

3 (a) The Authorised Share Capital of the Company shall be such amount as may be mentioned in Clause 05th of the Memorandum of Association of the Company from time to time.

A copy of the Articles of Association of the Company along with the proposed amendments is available for inspection by the members as per the instructions provided in the Note No. 14 of this Notice.

None of the Directors/ Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolutions except to the extent of their shareholding in the Company, if any.

The Board recommends passing of special resolution under item No. 9 of the Notice for your approval.

Item No. 10

Section 180(1)(a) of the Companies Act, 2013 ('the Act'), provides that the Board of Directors of a company shall not except with the consent of the Company in General Meeting, by way of Special Resolution, sell, lease or otherwise dispose of the whole, or substantially the whole, of the undertaking of the Company. Explanation of "undertaking" for the purpose of Section 180(1)(a) of the Act, shall mean an undertaking in which the investment of the company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the company during the previous financial year.

The members of the Company by way of special resolution passed on 29th December, 2014 through postal ballot/e-voting had authorised the Board of Directors to mortgage and/or to create charge in any manner, on all or any of the immovable and/or moveable assets from time to time provided that the total amount shall not at any point of time exceed the limit of ₹ 2,000 Crores.

However the aforesaid special resolution does not authorize the Board of Directors to sell, dispose of, assign, transfer, the undertakings, assets, property etc. of the Company.

Hence the Board of Directors in its meeting held on 12th April, 2021 subject to the approval of shareholders in the general meeting accorded consent for sell, lease, dispose of, assign, transfer, create charge and/or mortgage all or any of the immovable and movable property of the Company wheresoever situated, present & future, and the whole of the undertaking of the Company in favor of Banks, Debenture Trustees, Firms, Bodies Corporate, LLPs, Financial Institutions, NBFCs, Insurance Companies, Mutual Funds, Trusts, Investment Institutions, any other persons or any other lenders, for a sum of money not exceeding ₹ 2,000 Crores.

The proposal outlined above is in the interest of the Company and Board recommends passing of special resolution under item No. 10 of the Notice for your approval.

None of the Directors and Key Managerial Personnel of the Company is concerned or interested in the said resolution except to the extent of their shareholding, if any.

Item No. 11

Vide Companies (Amendment) Act, 2017, Section 185 of the Companies Act, 2013 has been amended and the same was notified by the Ministry of Corporate Affairs on 7th May, 2018. In terms of the amended Section 185 of the Companies Act, 2013 a company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Director of the Company is interested subject to the condition that approval of the shareholders of the Company is obtained by way of Special Resolution and requisite disclosures are made in the Explanatory Statement.

In view of the above; and as an abundant caution, the Board at its meeting held on 12th April, 2021 decided to seek approval of the shareholders pursuant to the amended provisions of Section 185 of the Companies Act, 2013 to advance any loan including any loan represented by book debt, or give guarantee or provide any security in connection with any loans / debentures / bonds etc. raised by any entity/ Company/Body(ies) Corporate/ LLP, subsidiary, associate and joint venture of the Company in whom any of the Director of the Company is interested up to an aggregate amount not exceeding ₹ 250 Crores (Rupees

Two Hundred and Fifty Crores Only). This will also enable the Company to provide the requisite corporate guarantee or security in relation to raising of loans / debentures / bonds etc. by the said subsidiary(ies) / associates / JV Companies /body corporates, as and when it is raised.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolutions except to the extent of their shareholding in the Company, if any.

The Board recommends passing of special resolution under item No. 11 of the Notice for your approval.

Item No. 12 & 13

The Board of the Directors of the Company at its meeting held on 14th May, 2021 has given their consent subject to approval of shareholders of the Company by way of Special Resolution to the issue and allotment of: (a) 9,00,00,000 (nine crore) Equity Shares of face value of ₹ 1/- (Rupee One only) each at a premium of ₹ 19/- (Rupees Nineteen only) each aggregating to ₹ 180,00,00,000 (Rupees One Eighty Crore only); and (b) 1,00,00,000 (one crore) 3% optionally fully convertible debentures of face value of ₹ 20/- (Rupees Twenty only) each at par aggregating to ₹ 20,00,00,000 (Rupees Twenty Crore only) convertible into 1,00,00,000 (one crore) fully paid-up equity shares of face value of ₹ 1 each of the Company at the option of the Proposed Allottee (*as defined below*) within a period of 18 months from the date of allotment, to Thriveni Earthmovers Private Limited ("**Proposed Allottee**") on preferential allotment basis.

The Preferential Allotment to the Proposed Allottee as mentioned above has also triggered an obligation on the Proposed Allottee to make an open offer to the equity shareholders of the Company (including the non-promoter non public shareholder of the Company) but excluding the shareholders forming part of the promoter and promoter group of the Company in terms of Regulations 3 and 4 of SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 ("**Open Offer**"). Subject to the approval of the shareholders of the Company in the annual general meeting for the proposed preferential allotment of the Equity Shares and OFCDs and upon completion of the Open Offer, Thriveni Earthmovers Private Limited will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company.

In terms of Section 62(1)(c) read with Sections 42 and 71 of the Companies Act, 2013 and rules made thereunder ("**Act**"), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**ICDR Regulations**") as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution.

Accordingly, consent of the members is being sought in terms of Section 42, 62 & 71 of the Companies Act 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.

The details of the issue and other particulars as required in terms of Regulation 163 of the Chapter V of the SEBI (ICDR) Regulations, 2018, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and allotment of securities) Rules, 2014 in relation to the above said Special Resolution are given as under.

1. a. **List of Allottee for Preferential Allotment of Equity Shares:**

Sr. No.	Name of the Proposed Allottee Acquirer*	No. of Equity Shares proposed to be allotted	Name of the Ultimate Beneficiaries/ Owners**
1.	Thriveni Earthmovers Private Limited	9,00,00,000	• Balasubramanian Prabhakaran • Balasubramanian Karthikeyan
	Total	**9,00,00,000**	

** The Preferential Allotment to the Proposed Allottee as mentioned above has also triggered an obligation on the Proposed Allottee to make an open offer to the equity shareholders of the Company (including the non-promoter non public shareholder of the Company) but excluding the shareholders forming part of the promoter and promoter group of the Company in terms of Regulations 3 and 4 of SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 ("Open Offer"). Subject to the approval of the shareholders of the Company in the annual general meeting for the proposed preferential allotment of the Equity Shares and OFCDs and upon completion of the Open Offer, Thriveni Earthmovers Private Limited will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company.*

*** Balasubramanian Prabhakaran and Balasubramanian Karthikeyan, Directors of Acquirer are in control of the Acquirer and are Ultimate Beneficial Owners of Acquirer holding 14.287% and 29.690% shareholding in the Acquirer respectively.*

b. **List of Allottee for Preferential Allotment of OFCDs:**

Sr. No.	Name of the Proposed Allottee Acquirer*	No. of OFCDs proposed to be allotted	Name of the Ultimate Beneficiaries/ Owners**
1.	Thriveni Earthmovers Private Limited	1,00,00,000	• Balasubramanian Prabhakaran • Balasubramanian Karthikeyan
	Total	**1,00,00,000**	

** The Preferential Allotment to the Proposed Allottee as mentioned above has also triggered an obligation on the Proposed Allottee to make an open offer to the equity shareholders of the Company (including the non-promoter non public shareholder of the Company) but excluding the shareholders forming part of the promoter and promoter group of the Company in terms of Regulations 3 and 4 of SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 ("**Open Offer**"). Subject to the approval of the shareholders of the Company in the annual general meeting for the proposed preferential allotment of the Equity Shares and OFCDs and upon completion of the Open Offer, Thriveni Earthmovers Private Limited will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company.*

*** Balasubramanian Prabhakaran and Balasubramanian Karthikeyan, Directors of Acquirer are in control of the Acquirer and are Ultimate Beneficial Owners of Acquirer holding 14.287% and 29.690% shareholding in the Acquirer respectively.*

2. Objects of the preferential issue:

The proposed issue of 9,00,00,000 (nine crore) Equity Shares and 1,00,00,000 (one crore) 3% OFCDs on Preferential allotment basis is being made for cash with the object of meeting the short term and long term funding requirements of the Company including but not limited to working capital requirements and for general corporate purposes in order to support the future growth plan of the Company.

Further, upon completion of Open Offer, TEMPL will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company and subsequently TEMPL shall nominate Mr. Balasubramanian Prabhakaran, Managing Director of TEMPL for appointment as a director on the Board of the Directors of the Company.

3. Maximum number of specified securities to be issued and price of the securities:

The resolution set out in the accompanying notice authorizes the Board:

a. to issue 9,00,00,000 (Nine Crore Only) Equity shares of ₹ 1/- (Rupee One only) each at a price of ₹ 20/- (Rupees Twenty only) each including premium of ₹ 19/- (Rupees Nineteen only) each on preferential basis for cash consideration; and

b. to issue 1,00,00,000 (One Crore Only) 3% OFCDs at the Face Value of ₹ 20/- (Rupees Twenty) each on preferential basis for cash consideration.

4. Basis on which the price has been arrived at along with report of the valuer:

The Valuation of Equity Shares has been done by Dinesh Kumar Deora, IBBI Registered Valuer- Securities and Financial Assets being an Independent Valuer having its Office at 205, Nadiadwala Market, Poddar Road, Malad (East), Mumbai- 400097. The Equity Shares of the Company are not frequently traded shares within the meaning of explanation provided in Regulation 164(5) of Chapter V of the SEBI (ICDR) Regulations, 2018 and the pricing of Equity Shares is determined in compliance with Regulation 165 of Chapter V of SEBI (ICDR) Regulations, 2018. In terms of the applicable provisions of SEBI ICDR Regulations, the minimum price at which the Equity Shares and OFCDs shall be allotted is as follows:

a. the minimum price at which Equity Shares to be issued and allotted is ₹ 11.43 (Face Value ₹ 1/- each + Premium ₹ 10.43 each); and

b. the minimum price at which OFCDs to be issued and allotted is ₹ 11.43 at par.

Based on the Valuation provided by the Independent Registered Valuer, the Board has decided the price as follows:

a. The issue of Equity Shares on preferential basis shall be at a price of ₹ 20/- (Rupees Twenty) each (Face Value ₹ 1/- (Rupee One) each + Premium ₹ 19/- (Rupees Nineteen) each); and

b. The 3% OFCDs of Face Value of ₹ 20/- (Rupees Twenty) each are to be issued at par. The issue of Equity Shares pursuant to conversion of OFCDs on preferential basis shall be at a price of ₹ 20/- (Rupees Twenty) each (Face Value ₹ 1/- (Rupee One) each + Premium ₹ 19/- (Rupees Nineteen) each).

5. Relevant date with reference to which the price has been arrived at:

The relevant date in terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 for determining the price of Equity share & Equity Shares to be issued on conversion of OFCDs with reference to the proposed allotment is 14th May, 2021. Please note that 15th May, 2021 (Saturday) being the date 30 days prior to 14th June, 2021 (i.e., the date on which the Annual General Meeting of the Company is being convened in terms of the Companies Act, 2013 to consider the proposed preferential issue) falls on a weekend and accordingly, the day preceding the weekend i.e., 14th May 2021 (Friday) is being fixed as the relevant date in compliance with the Explanation to Regulation 161 of the SEBI (ICDR) Regulations.

6. **The class or classes of persons to whom the allotment is proposed to be made:**

The proposed preferential allotment of Equity Shares and OFCDs are made to body corporate i.e. Thriveni Earthmovers Private Limited, having its registered office at No. 22/110 Greenways Road, Fairlands Salem, Tamil Nadu- 636016.

The Proposed Allottee does not belong to promoter and promoter group of the Company as on date. However, as mentioned in points 1 and 2 of this Explanatory Statement, upon completion of Open Offer, TEMPL will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company.

7. **Intention of promoters, directors or key managerial personnel of the issuer to subscribe to the offer:**

None of the existing directors, promoters or key managerial personnel of the Company have shown their intention to subscribe to proposed Preferential Issue of Equity Shares and OFCDs.

TEMPL, will subscribe to 9,00,00,000 (Nine Crore) Equity Shares and 1,00,00,000 (One Crore) 3% OFCDs of the Company and upon completion of Open Offer, TEMPL will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company.

8. **The change in control if any in the company that would occur consequent to the preferential offer:**

Pursuant to Preferential Allotment and upon completion of Open Offer, the Proposed Allottee shall acquire the joint control of the Company and shall also become the promoter of the Company along with the existing members of the promoter and promoter group of the Company.

9. **Time frame within which the preferential allotment shall be completed:**

As required under the SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Equity Shares and OFCDs within a period of 15 days from the date of passing of this special resolution by the shareholders in Annual General Meeting, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission, as the case may be in compliance with Regulation 170(1) and Regulation 170(3) of the SEBI (ICDR) Regulations, 2018.

10. **Shareholding pattern before and after preferential issue would be as follows (As on 31st March, 2021):**

i. **Pre and Post Shareholding** [Post Preferential Issue of 9,00,00,000 Equity Shares & Post Preferential Issue (*Assuming conversion of 1,00,00,000 (one crore) 3% OFCDs into equivalent number of Equity Shares*)]

Sr. No	Category	Pre Preferential Issue*		Post Preferential Issue of 9,00,00,000 Equity Shares		Post Preferential Issue (Assuming conversion of 1,00,00,000 3% OFCDs into Equity Shares)	
		No of shares held	% of share holding	No of shares held	% of share holding	No of shares held	% of share holding
A	**Promoters Holding**						
1	**Indian**						
	Individual	3,57,21,720	14.19	3,57,21,720	10.45	3,57,21,720	10.16
	Bodies Corporate/LLPs	13,01,90,457	51.71	13,01,90,457	38.10	13,01,90,457	37.01
	Sub-total	16,59,12,177	65.90	16,59,12,177	48.55	16,59,12,177	47.17
2	**Foreign Promoters**	-	0.00	-	0.00	-	0.00
	Sub-total (A)	**16,59,12,177**	**65.90**	**16,59,12,177**	**48.55**	**16,59,12,177**	**47.17**
B	**Non-promoters' holding**						
	Institutional investors	15,829	0.01	15,829	0.00	15,829	0.00
	Non-institution						
	Private corporate bodies & LLPs	1,45,84,615	5.79	1,45,84,615	4.27	1,45,84,615	4.15
	Indian public & HUF	6,57,45,987	26.12	6,57,45,987	19.24	6,57,45,987	18.69
	(Others (including NRIs))	41,64,792	1.65	41,64,792	1.22	41,64,792	1.18
	Sub-total (B)	**8,45,11,223**	**33.57**	**8,45,11,223**	**24.73**	**8,45,11,223**	**24.03**

Sr. No	Category	Pre Preferential Issue*		Post Preferential Issue of 9,00,00,000 Equity Shares		Post Preferential Issue (Assuming conversion of 1,00,00,000 3% OFCDs into Equity Shares)	
		No of shares held	% of share holding	No of shares held	% of share holding	No of shares held	% of share holding
C	**Non Promoter & Non Public**	**13,25,820**	**0.53**	**13,25,820**	**0.39**	**13,25,820**	**0.38**
D	**Acquirer (Proposed Promoter)**	**-**	**0.00**	**9,00,00,000**	**26.34**	**10,00,00,000**	**28.43**
	GRAND TOTAL	**25,17,49,220**	**100.00**	**34,17,49,220**	**100.00**	**35,17,49,220**	**100.00**

As on March 31, 2021

ii. Pre and Post Shareholding [Post Preferential Issue of 9,00,00,000 Equity Shares, Post Preferential Issue (Assuming conversion of Existing 6,60,00,000 Convertible Warrants issued vide Special resolution dated 30th October, 2020 and existing 2,66,50,000 OFCDs issued vide Special resolution dated 15th June, 2020), Post Preferential Issue (Assuming conversion of 1,00,00,000 (one crore) 3% OFCDs into Equity Shares) and Post addition in Capital (ESOP)]

Sr. No.	Category	Pre Preferential Issue*		Post Preferential Issue of 9,00,00,000 Equity Shares		Post Preferential Issue (Assuming conversion of Existing 6,60,00,000 Convertible Warrants issued vide Special resolution dated 30.10.2020 and existing 2,66,50,000 OFCDs issued vide Special resolution dated 15.06.2020)		Post Preferential Issue (Assuming conversion of 1,00,00,000 3%OFCDs)		Post Addition in Capital (ESOP)**	
		No of shares held	% of share holding	No of shares held	% of share holding	No of shares held	% of share holding	No of shares held	% of share holding	No of shares held	% of share holding
A	**Promoters Holding**										
1	**<u>Indian</u>**										
	Individual	3,57,21,720	14.19	3,57,21,720	10.45	10,17,21,720	23.42	10,17,21,720	22.89	10,17,21,720	22.87
	Bodies Corporate/LLPs	13,01,90,457	51.71	13,01,90,457	38.10	13,01,90,457	29.97	13,01,90,457	29.30	13,01,90,457	29.27
	Sub-total	16,59,12,177	65.90	16,59,12,177	48.55	23,19,12,177	53.39	23,19,12,177	52.19	23,19,12,177	52.15
2	**<u>Foreign Promoters</u>**	-	0.00	-	0.00	-	0.00	-	0.00	-	0.00
	Sub-total (A)	**16,59,12,177**	**65.90**	**16,59,12,177**	**48.55**	**23,19,12,177**	**53.39**	**23,19,12,177**	**52.19**	**23,19,12,177**	**52.15**
B	**Non-promoters' holding**										
	<u>Institutional investors</u>	15,829	0.01	15,829	0.00	15,829	0.00	15,829	0.00	15,829	0.00
	<u>Non-institution</u>										
	Privatecorporatebodies&LLPs	1,45,84,615	5.79	1,45,84,615	4.27	4,12,34,615	9.49	4,12,34,615	9.28	4,12,34,615	9.27
	Indian public & HUF	6,57,45,987	26.12	6,57,45,987	19.24	6,57,45,987	15.13	6,57,45,987	14.79	6,57,45,987	14.78
	(Others (including NRIs))	41,64,792	1.65	41,64,792	1.22	41,64,792	0.96	41,64,792	0.94	41,64,792	0.94
	Sub-total (B)	**8,45,11,223**	**33.57**	**8,45,11,223**	**24.73**	**11,11,61,223**	**25.59**	**11,11,61,223**	**25.01**	**11,11,61,223**	**25.00**
C	**Non Promoter & Non Public**	**13,25,820**	**0.53**	**13,25,820**	**0.39**	**13,25,820**	**0.31**	**13,25,820**	**0.30**	**16,45,820**	**0.37**
D	**Acquirer (Proposed Promoter)**	**-**	**0.00**	**9,00,00,000**	**26.34**	**9,00,00,000**	**20.72**	**10,00,00,000**	**22.50**	**10,00,00,000**	**22.49**
	GRAND TOTAL	**25,17,49,220**	**100.00**	**34,17,49,220**	**100.00**	**43,43,99,220**	**100.00**	**44,43,99,220**	**100.00**	**44,47,19,220**	**100.00**

***As on March 31, 2021**
**** Due to 3,20,000 employee stock options which will vest prior to September 30, 2021.**

11. Consequential Changes in the Voting Rights:

Voting rights will change according to the change in the shareholding pattern mentioned above.

12. Identity of the natural persons who are the ultimate beneficial owners of the shares/OFCDs proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control if any in the issuer consequent to the preferential issues:

Proposed Allottee	Ultimate Beneficial Owner#	Category	Pre Preferential Issue*		No. of Equity Shares & OFCDs proposed to be allotted	Post Preferential Issue (After issue of 9,00,00,000 Equity Shares)		Post Preferential Issue *(Assuming conversion of Existing 6,60,00,000 Convertible Warrants issued vide Special resolution dated 30.10.2020 and existing 2,66,50,000 OFCDs issued vide Special resolution dated 15.06.2020)*		Post Preferential Issue *(Assuming conversion of 1,00,00,000 3%OFCDs)*		Post Addition in Capital (ESOP)**	
			No of shares held	% of share holding		No of shares held	% of share holding	No of shares held	% of share holding	No of shares held	% of share holding	No of shares held	% of share holding
Thriveni Earthmovers Private Limited	Mr.Balasubramanian Prabhakaran Mr.Balasubramanian Karthikeyan	Acquirer (proposed promoter along with the existing members of thepromoter andpromoter group of the Company)	0	0.00	i.9,00,00,000 EquityShares ii.1,00,00,000 OFCDs	9,00,00,000	26.34	9,00,00,000	20.72	10,00,00,000	22.50	10,00,00,000	22.49

**As on 31st March, 2021*

*** Due to 3,20,000 employee stock options which will vest prior to September 30, 2021*

 # Balasubramanian Prabhakaran and Balasubramanian Karthikeyan, Directors of Acquirer are in control of the Acquirer and are Ultimate Beneficial Owners of Acquirer holding 14.287% and 29.690% shareholding in the Acquirer respectively.

Further, upon completion of Open Offer, TEMPL will be acquiring joint control in the Company and will be classified as the promoter of the Company along with the existing members of the promoter and promoter group of the Company and subsequently TEMPL shall nominate Mr. Balasubramanian Prabhakaran, Managing Director of TEMPL for appointment as a director on the Board of the Directors of the Company.

13. The number of persons to whom allotment through preferential issue have already been made during the year in terms of number of securities as well as price:

During the period from 01st April 2021 till the date of this notice, the Company has not made any preferential issue of securities. However, the Company will ensure that the number of persons to whom allotment on preferential basis will be made during the financial year 2021-2022 will not exceed the limit specified in the Act and rules made thereunder.

14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Exchange method:

Not Applicable

15. Undertakings:

i. The Company undertakes to re-compute the price of the Equity share in terms of the provisions of SEBI (ICDR) Regulations 2018 where it is required to do so; and

ii. The Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, the Equity Shares shall continue to be locked- in till the time such amount is paid by the Proposed Allottee.

16. Disclosure as specified under Regulation 163(1)(i) of SEBI (ICDR) Regulations, 2018

Disclosure is not applicable in the present case as neither the company nor its promoters/ directors are wilful defaulters.

17. Pricing:

The Equity Shares of the Company are not frequently traded shares within the meaning of explanation provided in Regulation 164 (5) of Chapter V of the SEBI (ICDR) Regulations, 2018 and the pricing of Equity Shares is computed in compliance with Regulation 165 of Chapter V of SEBI (ICDR) Regulations, 2018.

a. The issue of Equity Shares on preferential basis shall be at a price of ₹ 20/- (Rupees Twenty) each (Face Value ₹ 1/- (Rupee One) each + Premium ₹ 19/- (Rupees Nineteen) each).

b. The 3% OFCDs of Face Value of ₹ 20/- (Rupees Twenty) each are to be issued at par. The issue of Equity Shares pursuant to conversion of OFCDs on preferential basis shall be at a price ₹ 20/- (Rupees Twenty) each (Face Value ₹ 1/- (Rupee One) each + Premium ₹ 19/- (Rupees Nineteen) each).

18. Auditors' Certificate:

A copy of the certificate from VSS & Associates, Chartered Accountants being the Statutory Auditors of the Company certifying that the Preferential Issue is being made in accordance with the requirements of Chapter V of SEBI (ICDR) Regulations, 2018 shall be placed before the shareholders at their proposed Annual General Meeting and the same shall be available for inspection as per the instructions provided in the Note No. 14 of this Notice.

19. Material Terms of Issue of the Equity Shares and OFCDs:

i. For Equity Shares

Issue and allotment of 9,00,00,000 (Nine Crore) equity shares at a price of ₹ 20/- (Rupees Twenty) per share (Face Value of ₹ 1/- (Rupee One) per share and ₹ 19/- (Rupees Nineteen) as premium per share) on preferential allotment basis for cash consideration. The Equity Shares allotted in terms of this resolution shall rank pari-passu with the existing equity shares of the Company in all respects.

ii. For OFCDs:

a. The proposed allotment of OFCDs of ₹ 20/- (Rupees Twenty) each is for cash and entire amount is payable to the Company before allotment of OFCDs. The OFCDs shall be converted at the option of Debenture holder within a time frame of not exceeding 18 months from the date of allotment into one fully paid up Equity share of ₹ 1/- (Rupee One) each of the Company at a price of ₹ 20/- (Rupees Twenty) (including premium of ₹ 19/- (Rupees Nineteen)) per share or if the Debenture holder does not choose to exercise the conversion option before the expiry of 18 months from the date of allotment of OFCD, the OFCDs held by the Debenture holder shall be redeemed compulsorily on the date of expiry of 18 months from the date of allotment in accordance with the provisions of applicable laws and regulations including the provisions of Chapter V of the SEBI (ICDR) Regulations and Companies Act, 2013.

b. The OFCDs shall be redeemed at par.

c. The OFCDs shall be Unsecured.

d. The OFCDs shall carry simple interest @ 3% p.a. payable on half yearly basis or the period thereof upto the date of conversion or redemption whichever is earlier. If the interest on OFCDs is not paid on the due date, or the redemption amount of OFCDs is not paid on the redemption date, then the Company shall pay additional interest at the rate of 6% p.a. for the period of default on the unpaid amount.

e. The transferability of the OFCDs and of the Equity Shares allotted on conversion of OFCDs shall be in accordance with the provisions of applicable laws and regulations including Regulation 168 of Chapter V of SEBI (ICDR) Regulations, 2018.

20. Lock-in period and restrictions on transferability:

The Equity shares and OFCDs allotted on a preferential basis shall be locked-in as per Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended.

The entire pre-preferential allotment shareholding of the allottee, if any shall be locked-in from the relevant date up to a period of six months from the date of trading approval.

The Equity Shares and OFCDs allotted on a preferential basis are restricted for transfer or sale for such period as specified under Regulation 168 of Chapter V of SEBI (ICDR) Regulations, 2018 relating to preferential issue.

21. Disclosure pursuant to the provisions of Schedule VI of SEBI (ICDR) Regulations 2018:

It is hereby declared that neither the Company nor its promoters and directors are wilful defaulters and hence providing disclosures specified in Schedule VI of SEBI (ICDR) Regulations 2018 does not arise.

22. Particulars of the offer, Kinds of Securities Offered, Price of the Securities Offered including date of passing of Board resolution:

a. Issue of 9,00,00,000 (Nine Crore) Equity shares of ₹ 1 (Rupee One) each at an issue price of ₹ 20/- (Rupees Twenty) each including premium of ₹ 19/- (Rupees Nineteen) each on preferential basis to Thriveni Earthmovers Private Limited for Cash.

b. Issue of 1,00,00,000 (One Crore) 3% OFCDs at the Face Value of ₹ 20/- (Rupees Twenty) each to Thriveni Earthmovers Private Limited on preferential basis for Cash.

Date of passing board resolution for aforesaid preferential issue of Equity Shares and OFCDs is 14th May, 2021.

23. Amount which the company intends to raise by way of such securities:

The Company intends to raise ₹ 180,00,00,000 (Rupees One Eighty Crore) by way of preferential issue of 9,00,00,000 (Nine Crore) Equity Shares and ₹ 20,00,00,000 (Rupees Twenty Crore) by way of preferential issue of 1,00,00,000 (One Crore) 3% OFCDs.

24. Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:

No contribution is being made by the existing promoters or directors either as part of the offer or separately in furtherance of objects

25. Principle terms of assets charged as securities:

No asset is charged as a security

26. Interest of Promoters/ Directors:

None of the existing promoters, directors and key managerial personnel and their relatives except to the extent of their shareholding in the Company, if any are in any way concerned or interested financially or otherwise in the resolution No. 12 & 13 mentioned above.

The Board of Directors recommends the resolution as set out at Item No. 12 & 13 for approval of the members as Special resolutions.

By Order of the Board
For Lloyds Metals and Energy Limited

Sd/-
Sneha Yezarkar
Company Secretary
ACS-43338

Date: 14th May, 2021
Place: Mumbai

Annexure I

Details of Director seeking appointment/reappointment

Disclosure required under Regulation 26(4) and 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking appointment/reappointment:

Name of Director	**Mukesh R. Gupta**	**Madhur R. Gupta**
DIN	00028347	06735907
Date of Birth	13th June, 1958	17th June,1991
Age	62 years	29 Years
Date of first appointment on the Board	21st November, 1991	13th November, 2020
A Brief Resume of the Director & Nature of his Expertise in Specific Functional Areas;	He is commerce graduate and a successful industrialist having vast knowledge and rich experience of over 31 years in Production, Management, Consultancy and other areas in Steel, Power and Trading Industry. Under his Leadership, the Company and Uttam Value Steels Ltd. (Formerly Lloyds Steel Industries Ltd.) implemented several projects in Steel Sector, including power plant. He is Founder Board Member of Lloyds Group	Mr. Madhur Gupta holds a degree of MSC in Engineering and Business Studies from University of Warwick, United Kingdom. He has 8 years of experience in Real Estate and Infrastructure. His expertise are in area of Project execution, planning, finance and business development.
Disclosure of Relationships Between Directors Inter-Se, Manager & KMP	Mr. Babulal Agarwal, Managing Director of the Company is maternal uncle of Mr. Mukesh R. Gupta. Mr. Rajesh R. Gupta, Non Executive Director of the Company is brother of Mr. Mukesh R. Gupta. Mr. Madhur Gupta, Additional Non Executive Director of the Company is nephew of Mr. Mukesh R. Gupta.	Mr. Rajesh Gupta, Non Executive Director of the Company is Father of Mr. Madhur Gupta. Mr. Mukesh Gupta, Non-Executive Director of the Company is uncle of Mr. Madhur Gupta & Mr. Babulal Agarwal, Managing Director of the Company is Grandfather of Mr. Madhur Gupta.
Names of Bodies Corporates in which the person also holds the Directorship and the Membership / Chairmanship of Committees of the Board	**Directorship** Lloyds Metals and Energy Limited Thriveni Lloyds Mining Private Limited **Membership of Committees-** **Lloyds Metals and Energy Limited** Audit Committee Committee of Board of Directors Share Transfer and Shareholder's/ Investor's Grievance Committee Nomination & Remuneration Committee **Chairmanship of Committees-** **Lloyds Metals and Energy Limited** Stakeholders' Relationship Committee Corporate Social Responsibility Committee	**Directorship** Lloyds Metals and Energy Limited Trofi Chain Factory Private Limited Lloyds Health & Beauty Private Limited **Membership of Committees-** Nil **Chairmanship of Committees** Nil
No. of Shares held in the Company	7,07,300	96,00,000
No. of Board meetings attended during last Financial Year	6 (Six)	2 (Two)
Terms and conditions of appointment	Non-Executive Director (Non-Independent), liable to retire by rotation.	Non-Executive Director (Non Independent) in Promoter Category, liable to retire by rotation

E-COMMUNICATION REGISTRATION FORM

(Only for members holding shares in physical form)

Date:

To,
Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri East,
Mumbai 400059.

UNIT – LLOYDS METALS AND ENERGY LIMITED

Dear Sir,

Sub: Registration of E-mail ID for serving of Notices / Annual Reports through electronic mode by Company

We hereby register our E-mail ID for the purpose of receiving the notices, Annual Reports and other documents / information in electronic mode to be sent by the Company.

Folio No.:
E-mail ID:
Name of the First / Sole Shareholder:
Signature:

Note: Shareholder(s) are requested to notify the Company as and when there is any change in the e-mail address.

DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the Company's Forty Fourth Annual Report on the business and operations of Lloyds Metals and Energy Limited, along with the summary of the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2021.

FINANCIAL PERFORMANCE AND THE STATE OF THE COMPANY'S AFFAIRS

(Figures in ₹ Lakhs)

Particulars	Standalone		Consolidated	
	Current Year	Previous Year	Current Year	Previous Year
	2020-21	2019-20	2020-21	2019-20
Revenue from operations	**25,340.67**	**37,173.85**	**25,340.67**	**37,173.85**
Other Income	**1,990.25**	**2,562.31**	**1,990.25**	**2,562.31**
Total Income	**27,330.92**	**39,736.16**	**27,330.92**	**39,736.16**
Profit before Finance Cost, Depreciation & Amortisation Expenses and Tax Expenses	**3,077.43**	**4,675.10**	**3,077.43**	**4,675.10**
Less: Finance Cost	**1,682.22**	1,610.38	**1,682.22**	1,610.38
Depreciation	**1,382.53**	1,755.40	**1,382.53**	1,755.40
Exceptional Items	**-**	-	**-**	-
Profit/(Loss) before tax	**12.68**	**1,309.32**	**12.68**	**1,309.32**
Less Deferred Tax	-	(1,873.32)	-	(1,873.32)
Profit/(Loss) after tax	**12.68**	**3,182.64**	**12.68**	**3,182.64**
Share of Profit/(Loss) of associate/ joint venture	**-**	-	**-**	-
Profit/(Loss) for the Period	**12.68**	**3,182.64**	**12.68**	**3,182.64**
Other comprehensive income (net of tax)	**52.33**	(27.60)	**52.33**	(27.60)
Total Comprehensive Income of the Year (net of tax)	**65.01**	**3,155.04**	**65.01**	**3,155.04**

Review of Operations

On Standalone Basis

The total income of the Company was ₹ **27,330.92** during the year as against ₹ **39,736.16 Lakhs** in the previous year. The Company has reported net profit of ₹ **12.68 Lakhs** during the year under review as against profit of ₹ **3,182.64 Lakhs** in the previous year.

On Consolidated Basis

The consolidated total income of the Company was ₹ **27,330.92** during the year as against ₹ **39,736.16 Lakhs** in the previous year. The Company has reported consolidated net profit of ₹ **12.68 Lakhs** during the year under review as against profit of ₹ **3,182.64 Lakhs** in the previous year.

Setting-Up of Proposed Mineral Based Steel Plant at Konsari

The Company is awaiting necessary permissions / registrations / approvals / environmental clearance from the concerned department of the state, as per the existing policies / rules and regulations of the Government of Maharashtra required for setting up a new plant. The Company is expected to receive all clearances in coming months. The Company has received offer letter from Industries Department regarding financial incentives i.e., Industrial Promotion Subsidy, Exemption of Electricity Duty etc. from the Government of Maharashtra under Package Scheme of Incentives. Due to the political uncertainties due to central & state elections, this project in Gadchiroli, a politically sensitive area, was tentatively put on hold. Post Pandemic the company will revive this project.

Iron Ore Mining Activities

The Iron ore mining activities are carried out regularly at the Surjagarh area of Gadchiroli district. Due to security issues, mining takes place under police protection at Surjagarh. The Company is at present undertaking only surface mining and the entire mined Iron Ore is used for captive consumption. The Company plans to start open Cast Mining as per the mining plan. To get sizeable quantity, advanced machinery is being deployed for excavation.

The iron ore production for the financial year 2020-21 is nil, due to political uncertainties owing to Covid-19. The Company has entered into MOU with Thriveni Earthmovers Private Limited, for operating an MDO. Thriveni is the largest Iron ore Mining operator in India, and pursuant to this MOU the Thriveni Earthmovers Private Limited and Lloyds Metals and Energy Limited has incorporated a Joint Venture Company namely **"Thriveni Lloyds Mining Private Limited"** on 28th May, 2020 in the ratio of 60:40, for doing Mining Operations only.

Incorporation of Joint Venture Company Thriveni Lloyds Mining Private Limited

Thriveni Earthmovers Private Limited and Lloyds Metals and Energy Limited has incorporated a Joint Venture Company namely **"Thriveni Lloyds Mining Private Limited"** on 28th May, 2020 in the ratio of 60:40 pursuant to the signing of Memorandum of Understanding with Thriveni Earthmovers Private Limited dated 08th May, 2020.

The Joint Venture Company **"Thriveni Lloyds Mining Private Limited"** is incorporated for carry mining operations (MDO or similar) in Maharashtra & neighbouring states but starting with the MDO contract for Iron Ore Mining operations of Lloyds Metals and Energy Limited (LMEL).

The Iron Ore Mine of Lloyds Metals and Energy Limited is situated at Surjagarh, Dist Gadchiroli. The lease is for an area of 348 Ha (860 Acres) and has total deposits (proven & probable) of more than 91 Million MT. These reserves are of the grade of 63 Fe, approx. The mine has been operating sporadically since April 2016.

Forward Integration

The Board of Directors of the Company in their meeting held on 14th September, 2020 have approved the expansion plan for going down stream & to install an induction furnace based steel plant with a capacity of 5,00,000 MTPA along with a 5,00,000 MTPA Rolling Mill producing Wire Rods & Bars for construction, a 6,00,000 MTPA Pellet plant, 40 MW Power plants to utilise the waste gases and waste coal as well as to balance power requirement and adding 3,50,000 MTPA of DRI capacity. The entire plan would be carried out over 8 years at a total cost of ₹ 1,200 Crores in 3 Phases.

With this investment, the company shall be a totally integrated plant with captive mining in a range of 150 kms, & a steel plant with 5,00,000 MT of finished steel and 6,00,000 MT of pellet making capacity.

While approving the entire expansion, the Board of Directors have approved the implementation at the earliest of the Phase 1 which consist of installing an Induction Furnace based steel Plant with a capacity to produce 2,50,000 MTPA at a cost of ₹ 185 Crores and will be forward integration to the existing capacities utilising 100% of output of existing DRI plant & upto 90% of capacity of existing Power Plant.

Mega Project Status

The Government of Maharashtra has conferred the **"Mega Project" status** to the Proposed Expansion Project of the Company with an investment of ₹ 1,000 Crores at Ghugus, Chandrapur for the manufacture of Induction furnace electric arc furnace 2,50,000 M. tons Per annum in Phase 1, Rolling Mill for TMT Bars / Wire Rods 5,00,000 M. tons per annum in Phase 2, Billet/ Slab Induction Furnace/ Electric Arc Furnace 2,50,000 M. tons per annum, Sponge iron /DRI plant 3,00,000 M. tons per annum, WHRB Power Generation Plant 25 Mega Watt in Phase 3.

Based on the eligibility criteria and subject to certain compliances and conditions the Government of Maharashtra has granted incentives under Package Scheme of Incentives -2019 (PSI -2019) in the form of exemption on electricity duty, 100% exemption on Stamp Duty, Industrial promotion subsidy equivalent to 110% of the Fixed Capital Investment.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is set out in this Annual Report.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company and its Associate/Joint venture, prepared in accordance with the Companies Act, 2013 and applicable Indian Accounting Standards along with all relevant documents and the Auditors' Report form part of this Annual Report. The Consolidated Financial Statements presented by the Company include the financial results of its Joint Venture.

The Financial Statements as stated above are also available on the website of the Company at www.lloyds.in.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

As on 31st March, 2021, we have 1 Joint Venture Company **"Thriveni Lloyds Mining Private Limited"**.

Pursuant to Rule 8(5)(iv) of the Companies (Accounts) Rules, 2014, the names of the companies which have become and ceased to be associates/subsidiary/joint venture companies during the year are provided below.

Sr. No.	Companies which became associates/ subsidiary/joint venture during the year under review
1.	"Thriveni Lloyds Mining Private Limited" (Joint Venture/Associate)

Sr. No.	Companies which ceased to be associates/ subsidiary/joint venture during the year under review
Nil	

In accordance with Section 129(3) of the Companies Act, 2013, we have prepared the consolidated financial statements of the Company, which form part of this Annual Report. Further, a statement containing the salient features of the financial statement of our Joint Venture/ associate in the prescribed format AOC-1 is appended as **"Annexure I"** to the Board's report. The statement also provides details of the performance and financial position of the Joint Venture/ associate.

DIVIDEND

With a view to conserve the resources in long run, your Directors have not recommended any dividend for the year ended 31st March, 2021.

TRANSFER TO RESERVES

During the year under review, no amount was transferred to general reserves.

SHARE CAPITAL

The Committee of Board of Directors in their meeting held on 31st July, 2020 has allotted 40,00,000 Equity Shares each to Mr. Ravi Agarwal, Mr. Shreekrishna Gupta and Mr. Madhur Gupta pursuant to the conversion of their Warrants.

The Nomination and Remuneration Committee in its meeting held on 21st August, 2020 has allotted 25,70,820 Equity Shares to the Lloyds Employees Welfare Trust under Lloyds Metals and Energy Limited Employee Stock Option Plan – 2017.

The Committee of Board of Directors in their meeting held on 22nd August, 2020 has allotted 1,20,00,000 Equity Shares to Lloyds Metals & Minerals Trading LLP pursuant to the conversion of its Warrants.

Further to the above allotment the paid-up share capital of the company has increased from ₹ 22,69,00,685 as on 31st March, 2020 to ₹ 25,34,71,505 as on 31st March, 2021.

During the year under review, there is no change in Authorized Share Capital of the Company, which is ₹ 1,00,00,00,000 (Rupees One hundred Crores only) divided into 75,00,00,000 Equity Shares of ₹ 1/- each amounting to ₹ 75,00,00,000/- (Rupees Seventy Five Crores only) and 2,50,00,000 Preference Shares of ₹ 10/- each amounting to ₹ 25,00,00,000/- (Rupees Twenty Five Crores only).

PREFERENTIAL ISSUE OF CONVERTIBLE WARRANTS

The Company issued and allotted on 19th June, 2020 in aggregate 2,40,00,000 Convertible warrants at a price of ₹ 7.50 per warrant, each convertible into or exchangeable for One (1) equity share of face value of ₹ 1/- each at a premium of ₹ 6.50 per share to Mr. Ravi Agarwal (40,00,000 Warrants), Mr. Madhur Gupta (40,00,000 Warrants), Mr. Shreekrishna Gupta (40,00,000 Warrants) and M/s. Lloyds Metals & Minerals Trading LLP (1,20,00,000 Warrants), the Promoters/Promoter Entity of the Company, on preferential basis. The said warrants were allotted to Mr. Ravi Agarwal, Mr. Madhur Gupta, Mr. Shreekrishna Gupta & M/s Lloyds Metals & Minerals Trading LLP upon receipt of initial warrant subscription amount of ₹ 4.50 crores equivalent to 25% of the warrant issue price (i.e. ₹ 7.50 per warrant) as prescribed under provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") for allotment of the convertible warrants.

The issue of aforesaid 2,40,00,000 Convertible Warrants was approved in the Annual General Meeting of the Company held through video Conferencing on 15th June, 2020.

On 31st July, 2020 and upon the receipt of request from Mr. Ravi Agarwal, Mr. Madhur Gupta and Mr. Shreekrishna Gupta for exercising their right to convert 1,20,00,000 equity warrants and also against the receipt of balance of warrant issue price (i.e. ₹ 5.625 per warrant), the Company has considered and allotted in aggregate 1,20,00,000 equity shares to Mr. Ravi Agarwal (40,00,000 Equity Shares), Mr. Madhur Gupta (40,00,000 Equity Shares) and Mr. Shreekrishna Gupta (40,00,000 Equity Shares).

On 22nd August, 2020 and upon the receipt of request from M/s Lloyds Metals & Minerals Trading LLP for exercising its right to convert 1,20,00,000 equity warrants and also against the receipt of balance of warrant issue price (i.e. ₹ 5.625 per warrant), the Company has considered and allotted 1,20,00,000 equity shares to M/s Lloyds Metals & Minerals Trading LLP.

The Company issued and allotted on 31st October, 2020 in aggregate 6,60,00,000 Convertible warrants at a price of ₹ 9.47 per warrant, each convertible into or exchangeable for One (1) equity share of face value of ₹ 1/- each at a premium of ₹ 8.47 per share to M/s Plutus Trade & Commodities LLP, M/s Sky United LLP, M/s Teamwork Properities Developments LLP and M/s Blossom Trade & Interchange LLP, the Promoter Entities of the Company, on preferential basis. The said warrants were allotted to M/s Plutus Trade & Commodities LLP, M/s Sky United LLP, M/s Teamwork Properities Developments LLP and M/s Blossom Trade & Interchange LLP upon receipt of initial warrant subscription amount of ₹ 15.63 crores equivalent to 25% of the warrant issue price (i.e. ₹ 9.47 per warrant) as prescribed under provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") for allotment of the convertible warrants.

The issue of aforesaid 6,60,00,000 Convertible Warrants was approved in the Extra- Ordinary General Meeting of the Company held through video Conferencing on 30th October, 2020.

PREFERENTIAL ISSUE OF OFCD

The Company had issued and allotted 2,66,50,000 9% Optionally Fully Convertible Debentures (OFCD) to M/s Clover Media Private Limited belonging to the Non-Promoter Category on 26th June, 2020 at the Face Value of ₹ 7.50 each on preferential allotment basis in compliance with Chapter V of SEBI (ICDR) Regulations, 2018. The OFCDs will be converted at the option of the allottee, into one equity share of Face value of ₹ 1/- each at a price of ₹ 7.50 each at any time within 18 months from the date of allotment or shall be redeemed.

The issue of aforesaid 2,66,50,000 OFCDs was approved in the Annual General Meeting of the Company held through video Conferencing on 15th June, 2020.

UTILIZATION OF FUNDS

During the year under review, the Company raised the funds through (i) issue of 90,00,00,000 warrants convertible into equity shares on preferential basis to promoters/promoter entities; (ii) issue of 2,40,00,000 Equity shares pursuant to conversion of 2,40,00,000 Convertible warrants into Equity Shares to promoters/promoter entities and (iii) issue of 2,66,50,000 Optionally Fully Convertible Debentures to Non-Promoter on Preferential allotment basis.

The funds raised through the respective issues were utilized for the purpose for which it was raised and in accordance with the objectives of the said preferential issue stated in the explanatory statement to the notice of general meeting.

DEMATERIALIZATION OF SHARES

As on 31st March 2021, there were approximately 24,73,92,560 Equity Shares dematerialized through depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited, which represents about 98.27% of the total issued, subscribed and paid-up capital of the Company.

EMPLOYEE STOCK OPTION SCHEME 2017

The Company with the objective of introducing a long-term incentive tool to attract, motivate, retain talent and reward loyalty, formulated 'Lloyds Metals and Energy Limited Employee Stock Option Plan - 2017 ('LMEL ESOP, 2017') for grant of a maximum of 1,11,29,129 stock options to the eligible employees of the Company. During the year 2018-19, the Nomination and Remuneration Committee of the Company has granted 66,66,640 stock options to the eligible employees of the Company. During the financial year under review, the Nomination and Remuneration Committee has allotted 25,70,820 Equity Shares to the Lloyds Employees Welfare Trust under Lloyds Metals and Energy Limited Employee Stock Option Plan – 2017.

The Company has received a certificate from the auditors of the Company that the 'LMEL ESOP, 2017' have been implemented in accordance with the SEBI regulations and as per the resolution passed by the members of the Company. The necessary disclosure pursuant to section 62 of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 14 of the SEBI (Share Based Employee Benefits) with regard to Employee Stock Option Scheme of the Company is available at Company's website i.e **http://www.lloyds.in/wp-content/uploads/2021/05/ESOP_Disclosure.pdf**

CHANGE IN THE NATURE OF BUSINESS ACTIVITIES

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

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

BOARD OF DIRECTORS

During the year under review there are following changes in the Board of Directors of the Company

Mukesh Gupta (DIN 00028347)

In accordance with the provisions of Companies Act, 2013 and the Articles of Association of the Company, Mr. Mukesh Gupta, Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

Madhur Gupta (DIN 06735907)

The Board of Directors appointed Mr. Madhur Gupta as an Additional Non-Executive Non Independent Director of the Company in the promoter category w.e.f. 13th November, 2020 to hold office upto the date of 44th Annual General Meeting. Mr. Madhur Gupta being eligible has consented to act as Director of the Company and resolution for his appointment as the Non-Executive Non Independent Director of the Company in the Promoter Category is incorporated in the Notice of the ensuing Annual General Meeting.

KEY MANAGERIAL PERSONNEL

In terms of section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company are Mr. Babulal Agarwal, Managing Director, Mr. Riyaz Shaikh, Chief Financial Officer and Ms. Sneha Yezarkar, Company Secretary & Compliance Officer. During the under review, there was no change in the Key Managerial Personnel.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

1. in the preparation of the annual accounts for the year ended 31st March, 2021, the applicable accounting standards have been followed and there are no material departures from the same;
2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021 and of the profit of the Company for the year ended on that date;
3. the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
4. the Directors have prepared the annual accounts on a 'going concern' basis;
5. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

DISCLOSURE RELATED TO BOARD AND COMMITTEES

Board Meetings

The Board met 6 times during the financial year 2020-21 on 08th May, 2020, 18th May, 2020, 14th June, 2020, 14th September, 2020, 13th November, 2020 and 12th February, 2021. The meeting details are provided in the Corporate Governance Report that forms part of this Annual Report. The maximum interval between any two meetings did not exceed 120 days as prescribed in the Companies Act, 2013.

Committees of the Board

As on March 31, 2021, the Board had 6 (Six) Committees viz: Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Share Transfer and Shareholder's/ Investor's Grievance Committee and Committee of Board of Directors. A detailed note on the composition of the Board and its committees is provided in the Corporate Governance Report that forms part of this Annual Report.

Board Evaluation

Pursuant to the corporate governance requirements as prescribed in the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, the Board of Directors has carried out an annual evaluation of its own performance, Board Committees and of individual directors. In a separate meeting of independent directors, performance of non-independent directors, performance of the Board as a whole, performance of the Committee(s) of the Board and performance of the Chairman was evaluated, taking into account the views of other directors. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

Declaration by Independent Directors

The Company has received declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with Regulation 16 (1) (b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

In the opinion of the Board, there has been no change in the circumstances which may affect their status as independent directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Companies Act, 2013 and applicable rules thereunder) of all Independent Directors on the Board. In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed about their enrolment in the data bank of Independent Directors maintained with the Indian Institute of Corporate affairs.

Familiarization Programme for Independent Directors

The Company has formulated a Programme for Familiarization of Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the company operates etc. The detail of such Familiarization programme conducted during the financial year 2020-21 can be accessed on the company's website at

http://www.lloyds.in/wp-content/uploads/2021/03/Familarisation_Programme_For_ID-2020-21.pdf

During the year under review, the Independent Directors met on 12th February, 2021, inter alia, to:

a) Review the performance of Non-Independent Directors, and the Board of Directors as a whole;

b) Review the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.

c) Assess the quality, content and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at this meeting. The observations made by the Independent Directors have been adopted and put into force.

VARIOUS COMPANY'S POLICIES

In accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 the Company has formulated and implemented the following policies. All the Policies are available on Company's website (www.lloyds.in) under the heading "Policies". The policies are reviewed periodically by the Board and updated based on need and requirements.

Whistle Blower & Vigil Mechanism Policy

Whistle Blower Policy of the Company includes in its scope any instances related to Insider Trading and also provides access to the employees of the Company to report the instances of leak of Unpublished Price Sensitive Information or suspected leak of Unpublished Price Sensitive Information. The Company has established Vigil Mechanism for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy. It also provides adequate safeguards against victimization of persons, who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. None of the employees of the Company has been denied access to the Audit Committee.

Ms. Sneha Yezarkar, Company Secretary and Compliance Officer of the Company, has been designated as Vigilance and Ethics Officer for various matters related to Vigil Mechanism.

The Whistle Blower &Vigil Mechanism policy can be accessed on the company's website at

http://www.lloyds.in/wp-content/uploads/2021/02/Whistle_Blower_Policy__Vigil_Mechanism.pdf

Policy for Related Party Transactions

In line with the requirements of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Policy on Related Party Transactions. The policy regulates all transactions taking place between the Company and its related parties in accordance with the applicable provisions.

The policy on Related Party Transaction can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Policy_on_Materiality_of_Related_Party_Transaction.pdf**

Code of conduct for Director(s) and Senior Management Personnel

The Company has adopted a Code of Conduct for the Senior Management Personnel, Directors (executive / non-executive) including a code of conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Act.

The above code can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Code_of_conduct.pdf**

Risk Management Policy

The Risk Management policy is formulated and implemented by the Company in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The policy helps to identify the various elements of risks faced by the Company, which in the opinion of the Board threatens the existence of the Company.

The Risk Management Policy can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Risk_Management_Policy.pdf**

Nomination and Remuneration Policy

In line with the requirements of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Nomination & Remuneration Policy.

The Nomination & Remuneration policy provides guidelines to the Nomination & Remuneration Committee relating to the Appointment, Removal & Remuneration of Directors, Key Managerial Personnel and Senior Management. This policy formulates the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of a director (executive / non-executive) and also the criteria for determining the remuneration of the directors, key managerial personnel, senior management and other employees. It also provides the manner for effective evaluation of performance of Board, its committees and individual directors.

The Nomination and Remuneration Policy can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Remuneration_Policy.pdf**

Policy for Determination of Materiality of an Event or Information

In line with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a policy for determination of materiality-based events.

The Policy for Determination of materiality of an event or information policy can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Policy_for_materiality_of_event.pdf**

Policy on Preservation of Documents

In pursuant to Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted the policy on preservation of the documents.

The policy on preservation of documents can be accessed on the company's website at

http://www.lloyds.in/wp-content/uploads/2021/03/Policy-for-preservation-of-Documents.pdf

Insider Trading -Code of Conduct

In pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Insider Trading Code. The Code provides framework for dealing with the securities of Company in mandated manner.

The above Insider Trading-code of conduct can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Insider_Trading%E2%80%93Code_of_Conduct_Effective_from_April_12019.pdf**

Policy for Procedure of Inquiry in Case of Leak of Unpublished Price Sensitive Information ("UPSI")

In pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, the company has formulated a written policy and procedures for inquiry in case of leak of unpublished price sensitive information and initiate appropriate action on becoming aware of leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries. In pursuant to this regulation, the Company has adopted the Policy for Procedure of Inquiry in Case of Leak of Unpublished Price Sensitive Information ("UPSI").

Policy for procedure of Inquiry in case of Leak of Unpublished Price Sensitive information ("upsi") can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Policy_for_Procedure_of_Inquiry_in_case_of_Leak_of_Unpublished_Price_Sensitive_Information.pdf**

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

In pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information which includes therein the policy for determination of "Legitimate purposes for sharing UPSI"

The code of Practices and Procedures for Fair Disclosure of the Unpublished Price Sensitive Information can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Code_of_Practices_and_Procedures_for_Fair_Disclosure_of_UPSI-Effective_from_April_1_2019.pdf**

Corporate Social Responsibility Policy

The Corporate Social Responsibility Policy (hereinafter "CSR Policy) of the Company has been prepared pursuant to Section 135 of the Companies Act, 2013 and the CSR Rules. The CSR policy serves as the referral document for all CSR-related activities at the Company. CSR Policy relates to the activities to be undertaken by the Company as specified in schedule VII and other amendments/circulars thereon to the Companies Act, 2013.

The CSR Policy can be accessed on the company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Corporate_Social_Responsibility_Policy.pdf**

Corporate Social Responsibility

The Company has constituted Corporate Social Responsibility (CSR) Committee in compliance with the provisions of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The CSR Committee consists of Mr. Mukesh Gupta as Chairman and Dr. Balram Singh and Mr. Rajesh Gupta as members. The disclosures with respect to CSR activities are given in "**Annexure II**".

CORPORATE GOVERNANCE

The Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance as prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with. As per Regulation 34(3) Read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on corporate governance, together with a certificate from the Company's Statutory Auditors, forms part of this Report.

AUDITORS

Statutory Auditor

Pursuant to Section 139 of the Companies Act, 2013, rules made there under, the Board of Directors on the recommendation of the Audit Committee appointed M/s VSS & Associates, Chartered Accountants (Firm Registration No. 105787W), as the Statutory Auditors of the Company for the period of five financial years from the conclusion of 40th Annual General Meeting till the conclusion of the 45th Annual General Meeting of the Company to be held in the year 2022. Further the shareholders' approval has been accorded in the AGM held on 19th September, 2017.

Further provision of ratification of appointment of statutory auditor every year has been omitted by the Companies (Amendment) Act, 2017. Therefore, ratification of auditor is not required although your Company is proposing ratification of auditor in ensuing Annual General Meeting for the financial year 2021-22.

Statutory Audit Report

During the financial year 2020-21 there is no fraud occurred, noticed and/or reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended from time to time).

The observations made by the Statutory Auditor in their Audit Report read with the relevant notes thereof as stated in the Notes to the Audited Financial Statements of Company for the Financial Year ended 31st March, 2021 are self-explanatory and being devoid of any reservation(s), qualification(s) or adverse remark(s) etc do not call for any further information(s)/ explanation(s) or comments from the Board under Section 134(3)(f)(i) of the Companies Act, 2013.

Secretarial Auditor

Pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the Board has re-appointed M/s B. R. Gupta & Co., Practicing Company Secretary (Membership No. 43021, CP No. 20863) as the Secretarial Auditor of your Company to conduct Secretarial Audit for the financial year 2021-22.

Secretarial Audit Report

As required under provisions of Section 204 of the Companies Act, 2013, the report in respect of the Secretarial Audit carried out by M/s. B. R. Gupta & Co., Practicing Company Secretary (Membership No. 43021, CP No. 20863), in Form MR-3 for the FY 2020-21 is annexed hereto marked as **"Annexure VI"** and forms part of this Report. The said Secretarial Audit Report being devoid of any reservation(s), adverse remark(s) and qualification(s) etc. does not call for any further explanation(s)/ information or comment(s) from the Board under Section 134(3) (f)(ii) of the Companies Act, 2013.

Cost Auditor

As per the requirement of Central Government and pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company has been carrying out audit of cost records of the Company.

The Board of Directors, on the recommendation of Audit Committee, has appointed M/s Singh M K & Associates, Cost Accountants as Cost Auditor to audit the cost accounts of the Company for the financial year 2021-22 at a remuneration of ₹ 30,000/- per annum. As required under the Companies Act, 2013 a Resolution seeking members approval for the remuneration payable to the Cost Auditors forms part of the Notice convening the Annual General Meeting.

Cost Audit Report

The Cost audit report for the financial year 2019-20 was filed with the Ministry of Corporate Affairs.

MAINTENANCE OF COST RECORDS

The Company has maintained required cost accounts and records as prescribed under sub-section (1) of section 148 of the Companies Act, 2013.

INTERNAL FINANCIAL CONTROLS

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE GIVEN AND SECURITIES PROVIDED

During the year under review, the company has made investment of ₹ 40,000/- in Thriveni Lloyds Mining Private

Limited in accordance with section 186 of the Companies Act, 2013. However the Company has not given any loan to any person or other body corporate or given any guarantee or provided any security in connection with a loan to any other person or body corporate pursuant to section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

Particulars of contracts or arrangements or transactions with related party referred to in section 188 of the Companies Act, 2013, in the prescribed form AOC-2, are enclosed with this report as "**Annexure III**".

There were no materially significant related party transactions entered by the Company which may have a potential conflict with the interest of Company. All related party transaction(s) are first placed before Audit Committee for approval and thereafter such transactions are also placed before the Board for seeking their approval. The details of Related Party Transactions, as required pursuant to respective Indian Accounting Standards, have been stated in Note No. 32 to the Audited Financial Statement of Company forming part of this Annual Report.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended are annexed hereto marked as "**Annexure IV**" and forms part of this report.

DISCLOSURE RELATING TO EQUITY SHARES WITH DIFFERENTIAL RIGHTS

The Company has not issued any equity shares with differential rights during the year under review and hence no information as per provisions of Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE RELATING TO SWEAT EQUITY SHARES

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

COMPLIANCE WITH SECRETARIAL STANDARDS

The company confirms compliance with the applicable requirements of secretarial standards 1 and 2.

DEPOSITS

During the year under review, your Company neither accepted any deposits nor there were any amounts outstanding at the beginning of the year which were classified as 'Deposits' in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

PREVENTION OF SEXUAL HARASSMENT

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 have been provided in the Report on Corporate Governance.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The Information on conservation of energy, technology absorption, foreign exchange earnings and out go, which is required to be given pursuant to the provisions of section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of Companies (Account) Rules, 2014 is annexed hereto marked as "**Annexure- V"** and forms part of this report.

ANNUAL RETURN

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and is accessible at the weblink: **http://www.lloyds.in/wp-content/uploads/2021/05/Annual_Return_for_Financial_Year_2020-21.pdf**

LISTING FEES

The listing fees payable for the financial year 2021-2022 will be paid to Bombay Stock Exchange and Metropolitan Stock Exchange of India Limited within due date.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation and gratitude for the assistance and generous support extended by all Government authorities, Financial Institutions, Banks, Customers and Vendors during the year under review. Your Directors wish to express their immense appreciation for the devotion, commitment and contribution shown by the employees of the company while discharging their duties.

For and on behalf of the Board of Directors
Lloyds Metals and Energy Limited

Sd/-
Mukesh Gupta
Chairman
DIN: 00028347

Date: 12th April, 2021
Place: Mumbai

Annexure - I

Part B: Associates and Joint Ventures

AOC-1

(Figures in ₹)

Name of Associates/ Joint Ventures	Latest Audited Balance Sheet Date	Date on which the Associate or /Joint Ventures was associated or Acquired	Shares of Associate/ JointVentures held by the company on the year end			Networth	Description of how there is significant influence	Reason why the associate/ Joint Ventures is not consolidated	Net worth attributable to shareholding as per latest audited Balance Sheet	Profit/Loss for the year	
			No.	Amount of Investment in Associates/ Joint Ventures	Extent of Holding%					Considered in Consolidation	Not Considered in Consolidation
Thriveni Lloyds Mining Private Limited	31st March, 2021*	28th May, 2020	4,000	40,000	40%	₹ 1,00,000	Due to percentage of Shareholding	N.A.	40,000	Nil	Nil

* Based on the unaudited accounts for the Year 2020-21

For and behalf of the Board of Directors
Lloyds Metals and Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh Gupta
Director
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
ACS 43338

Date: 12th April, 2021
Place : Mumbai

1. Names of associates or joint ventures which are yet to commence operations.- Thriveni Lloyds Mining Private Limited

2. Names of associates or joint ventures which have been liquidated or sold during the year.- None

Annexure - II

Annual Report on CSR Activities

1. **A brief outline of the company's CSR policy.**

   The Company is actively working towards providing education support to the poor students, making available fresh drinking water, meeting the medical requirements, food and clothing for hungry and poor people in rural areas around the Surjagarh and Chandrapur districts, Maharashtra.

2. **Composition of CSR Committee**

Sl. No	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Mukesh Gupta	Chairman – Non Executive Director	12/02/2021 (One Meeting)	1
2.	Mr. Rajesh Gupta	Member Non-Executive Director		1
3.	Dr. Balram Singh	Member- Independent Director		1

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

   http://www.lloyds.in/wp-content/uploads/2021/02/Corporate_Social_Responsibility_Policy.pdf

4. 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- **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- **Not Applicable**

Sl. No	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1.			
2.			
3.		N.A.	
	Total		

6. **Average net profit of the company as per Section 135 (5): - ₹ 16,92,02,241**

7. (a) Two percent of average net profit of the company as per section 135(5): - ₹ **33,84,044**

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: - **Nil**

   (c) Amount required to be set off for the financial year :- **Not Applicable**

   (d) Total CSR obligation for the financial year (7a+7b-7c) :- ₹ **33,84,044**

8. (a) Details of CSR spent or Unspent for the financial year**.**

Total Amount Spent for the Financial Year (In ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per Sec 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of fund	Amount	Date of Transfer
34,87,706	NA	NA	NA	NA	NA

(b) Details of CSR amount spent against **ongoing projects** for the financial year: **Not Applicable**

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

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

Sl. No	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in ₹)	Mode of implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1	ProvidingBooks andpayingSchool Fees of the Children	Promoting Education	Yes	Maharashtra	Ghugus, Dist-Chandrapur&Mining site, Surjagarh - Gadchiroli	72,000	Yes	NA	NA
2.	ProvidingMedical AidandMedicines to the people at Mine Area	PromotingHealth Care including preventivehealth care	Yes	Maharashtra	Miningsite,Surjagarh – Gadchiroli & Chandrapur	2,01,000	Yes	NA	NA
3	Distribution of Food to the Poor people	Eradicating hunger,poverty andmalnutrition	Yes	Maharashtra	Miningsite,Surjagarh – Gadchiroli & Chandrapur	32,14,706	Yes	NA	NA
	Total					**34,87,706**			

(d) Amount spent in Administrative Overheads- **Nil**

(e) Amount spent on Impact Assessment, if applicable- **Not Applicable**

(f) Total amount spent for the Financial Year- ₹ **34,87,706**
(8b+8c+8d+8e)

(g) Excess amount for Set off, if any

Sl. No	Particulars	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	**33,84,044**
(ii)	Total amount spent for the Financial Year	**34,87,706**
(iii)	Excess amount spent for the financial year [(ii)-(i)]	**1,03,661**
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	**None**
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	**1,03,661**

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

Sl. No	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	2019-20	Nil	33,84,863	NA	NA	NA	Nil
2.	2018-19	Nil	45,80,474	NA	NA	NA	Nil
3.	2017-18	Nil	21,51,849	NA	NA	NA	Nil
	TOTAL	**Nil**	**1,01,17,186**				

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s): **Not Applicable**

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

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created acquired through CSR spent in the financial year **(asset-wise details). - Not Applicable**

(a) Date of creation or acquisition of the capital asset(s). - **NA**

(b) Amount of CSR spent for creation or acquisition of capital Asset - **NA**

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. - **NA**

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).- **NA**

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). - **Not Applicable**

Sd/-
Mukesh Gupta
Chairman, CSR committee
DIN:00028347

Sd/-
Babulal Agarwal
Managing Director
DIN:00029389

Date: 12th April, 2021
Place: Mumbai

Annexure - III

RELATED PARTY TRANSACTIONS
FORM NO. AOC 2

(Pursuant to clause (h) of subsection (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. **Details of contracts or arrangements or transactions not at Arm's length basis.**

   There were no contracts or arrangements or transactions not at Arm's length basis for the year ended 31st March, 2021.

2. **Details of contracts or arrangements or transactions at Arm's length basis.**

SL No	Particulars	Details
a	Name (s) of the Related Party	Snowwhite Realty Developers LLP
b	Nature of Relationship	Mr. Madhur Gupta who is the Director of the Company is Designated Partner of Snowwhite Realty Developers LLP and Mr. Mukesh Gupta, Mr. Rajesh Gupta & Mr. Babulal Agarwal who are directors in the Company is the relative of Mr. Shreekrishna Gupta, Mr. Madhur Gupta & Mr. Ravi Agrawal Designated Partners of Snowwhite Realty Developers LLP.
c	Nature of Contracts/ Arrangements/ Transaction	Selling or otherwise disposing of, or buying, property of any kind
d	Duration of the Contracts/ Arrangements/ Transaction	Not Applicable
e	Salient terms of the Contracts or Arrangements or Transaction including the value, if any	Purchase of Property of the Value of ₹ 1,513.56 Lakhs from Snowwhite Realty Developers LLP
f	Date of approval by the Board	12th February, 2021
g	Amount paid as advances, if any	-

For and on Behalf of the Board of Directors
Lloyds Metals and Energy Limited

Sd/-
Mukesh Gupta
Chairman
DIN:00028347

Date: 12th April, 2021
Place : Mumbai

Annexure - IV

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

(i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2020-21 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2020-21 are as under:

Sr. No	Name of Director/ KMP and Designation	Remuneration of Director/KMP for Financial year 2020-21 (in ₹)	% increase in Remuneration in the Financial Year 2020-21	Ratio of Remuneration of each Director/ to median remuneration of employees
1.	Mr. Babulal Agarwal Managing Director	64,94,004	Nil	21.70
2.	Mr. Riyaz Shaikh Chief Financial Officer	26,60,842	Nil	Not Applicable
3.	Ms. Sneha Yezarkar Company Secretary and Compliance Officer	3,81,026	Nil	

Note: ***Except Key Managerial Personnel i.e. Managing Director, Chief Financial Officer and Company Secretary, no other directors received any remuneration from the Company other than sitting fees for attending Board meetings and Committees meetings.***

(ii) The median remuneration of employees of the Company during the financial year was ₹ 2,99,322/-

(iii) In the Financial Year, there was a decrease of (9.54)% in the median remuneration of Employees.

(iv) There were 302 permanent employees on the rolls of Company as on 31st March, 2021.

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

During the year, there has been no change in the salary of the employees and Key Managerial Personnel. However there has been an increase in the remuneration of some employees other than the key managerial personnel only due to the exercise of esop by them during the year under review.

(vi) It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Annexure - IV

Particulars of Employees

Information as per Rule 5(2) & 5(3) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

Top Ten Employees in terms of remuneration drawn during the year

Sr. No.	Name	Designation / Nature of Duties	Remuneration	Qualification	Experience (in years)	Date of Commencement of Employment	Age (in years)	Last Employment Held	Percentage of equity shares held by the employees
1	Mr. Atul M Khadilkar	President Mines	2,29,79,151	B.com	30	2-Jan-2014	51	-	NA
2	Mr. Babulal Agarwal	Managing Director	64,94,004	B.com, LLB	52	18-Apr-1992	75	-	NA
3	Mr. Deepak Mehta	Senior Vice President-Plant	39,63,488	BE (Civil)	34	19-Dec-2018	56	Varsana Ispat Limited	NA
4	Dinesh Kumar Patidar	Senior Vice President- CPP , Reservoir Management & Township	27,49,001	B.E. Electrical	34	12-Sep-2015	57	UGML Wardha	NA
5	Prashant Puri	Vice President- Commercial , HRD, Project,Yard Management	27,44,211	B.E. Mech.	30	1-Apr-2018	54	Indrajit Properties Private Limited	NA
6	Mr. Riyaz Shaikh	Chief Financial Officer	26,60,842	B.com, PGDBA	28	1-Sep-2012	47	Lloyds Steels Industries Limited	NA
7	Vinod Kumar Pandey	Senior General Manager- CPP (Operation & Reservoir Management)	24,32,384	B.E. Electrical	27	20-Jan-2011	49	Crest Steel and Power (P) Ltd., Durg (M.P.)	NA
8	K.N.V. Ramana	General Manager	21,98,124	Dip. Mettu	25	1-Jan-2019	47	Ind Synergy Ltd.	NA
9	Rajneesh Balram Tripathi	Joint General Manager-CPP (E & I) ,MSDCL, & ISO)	17,68,057	B.E.- Electronics	22	16-Sep-2005	48	Adhunik Alloys & Power Ltd. Jamshedpur	NA
10	Sunil Kumar Jha	DGM - Head (F & A) & IT	15,89,223	B.com C.A.	19	21-Sep-2017	49	Electrosteel Steels Ltd., Bokaro	NA

Notes:

1 Details of Employees who were :

(A) Employed throughout the Financial Year under review and in receipt of remuneration for the Financial Year in the aggregate of not less than ₹ 1,02,00,000 per annum-

During the year under review, Mr. Atul Khadilkar, employee of the Company is in receipt of remuneration of ₹ 2,29,79,151 per annum. However there has been an increase in the remuneration of Mr. Atul Khadilkar as compared to previous year, only due to exercise of ESOP by him.

(B) Employed for the part of the Financial Year under review and in receipt of remuneration at the rate of not less than ₹ 8,50,000/- per month : None

2 There was no employee either throughout the financial year or part thereof who was in receipt of remuneration which in the aggregate was in excess of that drawn by the Managing Director or Whole-time Director and who held by himself or along with his spouse or dependent children two percent or more of the Equity Shares of the Company.

3 Mr. Babulal Agarwal,Managing Director of the company is maternal uncle of Mr. Mukesh Gupta & Mr. Rajesh Gupta, Directors of the Company and Grandfather of Mr. Madhur Gupta, Additional Director of the Company.

4 The aforementioned employees have/ had permanent employment contracts with the company.

Annexure V

Conservation of Energy and Technology Absorption

A. Conservation of energy-

Power Plant

i. The steps taken or impact on conservation of energy

Replacement of Conventional Lighting fixtures with Energy Efficient LED Lamps in plant lighting which contributes in Electrical Energy Saving.

Sponge Iron Plant

i. The steps taken or impact on conservation of energy

Truck Tippler has been installed due to which there is saving in fuel consumption. The conveying system has been altered due to which there is a decrease in power consumption.

B. Technology absorption-

Power Plant

i. The efforts made towards technology absorption;

As a development and Technology absorption, a Magnetic Separator unit with a High Gauss value magnet drum is installed to separate out magnetic particles from +8mm Char, a by-product of DRI.

ii. The benefits derived like product improvement, cost reduction, product development or import substitution

In the process, Char is processed through the magnetic separator from which magnetic particles are separated out and non-magnetic portion of Char is fed to Power Plant which is used in AFBC boiler as a Fuel.

Sponge Iron Plant

i. The efforts made towards technology absorption;

New super magnet is installed in product separation system to get beneficiated char for power plant use and higher product yield in sponge iron plant.

Installation of mobile screen for iron ore screening, so that better iron ore is being feed to kiln for better product quality

C. Foreign exchange earnings and outgo-

(Figures in ₹ Lakhs)

Particulars	2020-21	2019-20
Foreign Exchange earned in terms of Actual Inflows	-	-
Foreign Exchange outgo in terms of Actual Outflows- Travelling Expenses	10.17	72.03

For and on behalf of the Board of Directors
Lloyds Metals and Energy Limited

Sd/-
Mukesh Gupta
Chairman
DIN: 00028347

Date: 12th April, 2021
Place: Mumbai

Annexure VI

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Company's Financial Year from 01st April, 2020 to 31st March, 2021

[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,
Lloyds Metals and Energy Limited
Plot No. A 1-2, MIDC Area,
Ghugus, Dist. Chandrapur - 442 505,
Maharashtra

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Lloyds Metals and Energy Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct / statutory compliances and expressing our opinion thereon.

Based on our verification of **Lloyds Metals and Energy Limited'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 **March 31, 2021**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2021** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. 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, were not attracted to the Company during the financial year under report.
4. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
5. 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 Acquisitions of Shares and Takeovers) Regulations, 2011;
   b. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   c. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
   d. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014
   e. Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018
   f. Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agent) Regulations, 1993
6. The Employees Compensation Act, 1923
7. Bombay Industrial Relation Act, 1946
8. Weekly Holiday Act, 1942
9. Industrial Employment (Standing Orders) Act, 1946
10. Maharashtra Private Security Guards Act, 1981
11. Environment Protection Act, 1986 and other environmental laws;
12. Factories Act, 1948;
13. Minimum Wages Act, 1948;
14. Payment of Bonus Act, 1965;
15. Payment of Gratuity Act, 1972;
16. Payment of Wages Act, 1936 and other applicable labour laws.
17. Indian Boiler Regulations,1950;
18. Indian Electricity Act, 2003.

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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the Board/Committee decisions are taken unanimously.

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

We further report that during the audit period, the Company has complied with the applicable laws in respect of Preferential issue of Convertible Warrants and subsequent Conversion of Warrants into Equity Shares and Preferential issue of Optionally Fully Convertible Debentures and allotment of Equity Shares to the Lloyds Employees Welfare Trust under Lloyds Metals and Energy Limited Employee Stock Option Plan – 2017.

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

(i) Public / Rights 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.

For B.R Gupta & Co

Sd/-
Rahul Gupta
Practicing Company Secretary
ACS No.: 43021
C P No.: 20863
UDIN: A043021C000068332

Date: 12/04/2021
Place: Thane

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

To,
The Members
Lloyds Metals and Energy Limited
Plot No. A 1-2, MIDC Area,
Ghugus, Dist. Chandrapur – 442 505,
Maharashtra.

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 as opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about 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 procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For B.R Gupta & Co

Sd/-
Rahul Gupta
Practicing Company Secretary
ACS No.: 43021
C P No.: 20863
UDIN: A043021C000068332

Date: 12/04/2021
Place: Thane

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Steel Industry Scenario

India was the world's second largest steel producer in 2019. India surpassed Japan to become the world's second largest steel producer in 2019 with crude steel production of 111.2 million tonnes (MT).

In FY20, crude steel production and finished steel production in India was 108.5 MT and 101.03 MT, respectively.

Between April–September 2020, India's cumulative production of crude steel was 52.37 MT and finished steel was 47 MT. In the month of October 2020, India produced 9.06 MT of crude steel.

Export and import of finished steel stood at 8.42 MT and 6.69 MT, respectively, in FY20.

Export and import of finished steel stood at 7.01 MT and 2.35 MT, respectively, during April and October 2020.

Some recent policy decisions of the central government are likely to badly impact small and mid-sized steel producers. The Ministry of Urban Development has issued a notification that CPWD will be buying rebars from the sponge EAF units with a minimum EAF size of 100 tonnes. It implies that 100 tonnes or more capacity EAF-based plants and that only the five major producers will be able to participate in the CPWD purchase programme and the remaining steel producers, whether a small induction furnace or a medium-size EAF with less than 100 tonnes, will not be able to participate. It also implies that this important segment of the Indian steel industry is out of the ambit of the purchase programme of the Urban Development Ministry.

The second development which will likely impact the secondary steel and, in turn, the sponge iron sector is the recent notification of the Ministry of Road Transport and Highways that says rebars produced from integrated steel plants will only be entitled to participate in the government purchase programme. It means that the induction furnace industry which produces around 30 MnT is out from this programme.

The steel industry suffered a setback due to the COVID19 pandemic outbreak and the consequent lock downs. The industry's key customer sectors like automobiles, construction and oil & gas drillers struggled hard to survive due to prolonged shutdowns, disrupted supply chains, collapsing confidence and delayed investment and construction projects, as well as a decline in consumption activity across the globe. The domestic automotive industry production has been facing a series of challenges on account of regulatory changes (Bharat Stage Emission Standards - BSVI, Corporate Average Fuel Efficiency - CAFE norms, Crash standards, revised axle norms etc.), Societal trends (ride sharing, traffic congestion, cost of ownership etc.), technological upheavals (electric vehicle) and liquidity crunch. The COVID-19 pandemic further exacerbated the situation as the supply chain got disrupted and there was suspension in production. Automotive, which is one of the most important end markets for the steel industry, saw severe sales plunge globally.

As a step towards supporting the economy, the Government of India unleashed policy stimulus equivalent to INR 20 trillion consisting of the following measures:

a. Liquidity injection and favorable business environment for the MSMEs

b. Impetus on the rural economy as measures are directly focused on increasing income and consumption

c. Structural reforms in the mining and manufacturing sector

The Govt. of India approved an incentive program worth 1.46 trillion rupees ($20 billion) to attract companies to set up manufacturing in the South Asian nation. The government will offer production-linked incentives to 10 sectors including automobile, solar panel and specialty-steel makers over a five-year period.

The stimulus package and incentive program with increased government spending will strengthen the demand situation in the country in the coming times.

Government Initiatives

Government has taken various steps to boost the sector including the introduction of National Steel Policy 2017 and allowing 100% Foreign Direct Investment (FDI) in the steel sector under the automatic route. According to the data released by Department for Promotion of Industry and Internal Trade (DPIIT), the Indian metallurgical industries attracted Foreign Direct Investment (FDI) to the tune of US$ 14.24 billion in the period April 2000-September 2020.

Some of the other government initiatives in this sector are as follows:

- In December 2020, the Minister for Petroleum & Natural Gas and Steel, Mr. Dharmendra Pradhan, has appealed to the scientific community to Innovate for India (I4I) and create competitive advantages to make India 'Aatmanirbhar'.
- In September 2020, the Ministry of Steel prepared a draft framework policy for development of steel clusters in the country.
- On October 1, 2020, Directorate General of Foreign Trade (DGFT) announced that steel manufacturers in the country can avail duty drawback benefits on steel supplied through their service centres, distributors, dealers and stock yards.
- Government introduced Steel Scrap Recycling Policy aimed to reduce import.
- An export duty of 30 per cent has been levied on iron ore^ (lumps and fines) to ensure supply to domestic steel industry.

- Government of India's focus on infrastructure and restarting road projects is aiding the boost in demand for steel. Also, further likely acceleration in rural economy and infrastructure is expected to lead to growth in demand for steel.
- The Union Cabinet, Government of India has approved the National Steel Policy (NSP) 2017, as it seeks to create a globally competitive steel industry in India. NSP 2017 envisages 300 million tonnes (MT) steel-making capacity and 160 kgs per capita steel consumption by 2030-31.
- The Ministry of Steel is facilitating setting up of an industry driven Steel Research and Technology Mission of India (SRTMI) in association with the public and private sector steel companies to spearhead research and development activities in the iron and steel industry at an initial corpus of ₹ 200 crore (US$ 30 million).
- The Government of India raised import duty on most steel items twice, each time by 2.5 per cent and imposed measures including anti-dumping and safeguard duties on iron and steel items.

The National Steel Policy, 2017, has envisaged 300 million tonnes of production capacity by 2030-31. The per capita consumption of steel has increased from 57.6 kg to 74.1 kg during the last five years. The government has a fixed objective of increasing rural consumption of steel from the current 19.6 kg/per capita to 38 kg/per capita by 2030-31.

Huge scope for growth is offered by India's comparatively low per capita steel consumption and the expected rise in consumption due to increased infrastructure construction and the thriving automobile and railways sectors.

Sponge Iron Industry Scenario

Due to Covid 19 pandemic and as a result of country wide lockdown from 24th March, 2020 all sponge iron plants were either closed or were operating at a low capacity. From June 2020 onwards, the situation started improving. Sponge iron producers began ramping up their operation despite facing a lot of problems like labour migration, liquidity and demand slowdown and, of course, the adverse impact of the coronavirus. In spite of these factors, plants' capacity utilisation in the subsequent months started improving.

But acute shortage of iron ore is prevailing due to the cancellation of the iron ore mines in March, 2020 and subsequent reduction in mining activities from the 19 auctioned mines in Odisha. Sponge iron producers were expecting that the timely auction process would give a lot of relief and things would be back to the pre-cancellation scenario.

However, the 19 mines, which were successfully auctioned, are not able to mine 80% of their environment clearance (EC) capacity and are not despatching to 80% of their EC capacity. This has seriously impacted availability and has resulted in a drastic increase in prices

Sponge iron makers also faced a raw material crisis this year. Iron ore lumps and pellets prices are increasing drastically.

As per JPC data, the negative growth in the sponge iron sector and crude steel from April to September, 2020, was around 21.5%, which has come down to around 17% during April to October, 2020.

Soon after March 21, 2020, when prices were at around INR 16,750/MT, the Indian government announced a nationwide lockdown and production was stopped everywhere. As per reports, plants had either curtailed or shut down production amidst the lockdown period.

When the stringent lockdown (which was extended multiple times), was lifted, prices were reported at a low of around INR 15,600/MT on May 7, 2020. In 2019, prices were at around INR 18,800/MT during the same time.

On June 22, 2020, ex-Raipur prices touched a low of around INR 14,600/MT. In June, offers were under pressure due to low capacity utilisation in major markets, which saw prices nosedive by INR 200-1,000//MT.

In July 2020, prices started climbing up slowly and by month-end, reached INR 17,300/MT. In July, it was observed that sponge iron prices plunged owing to falling billets prices on lack of demand and curtailed capacity utilisation by ingots/ billets manufacturers (at about 60-70%).

In August, 2020, sponge iron offers rose sharply by INR 1,500-3,200/MT due to rising raw material prices along with much better demand for sponge iron on account of high-cost substitute products. On August 17, 2020, prices touch INR 21,500/MT. On the same date in 2019, prices were reported at around INR 16,000/MT. By end-August, prices got good support from supply shortage and high-cost substitutes. A price gap of around INR 4,000/MT remained between the prices of 2020 and 2019 by the end of August.

In September prices fell slightly but maintained an average of INR 19,400/MT. Rising raw material prices amid less availability of material due to the rainy season significantly affected prices. The average price for September 2019 was at around INR 16,280/MT.

In October, prices started climbing up again and by the end of the month peaked at INR 21,900/MT while maintaining an average of INR 20,150/MT against around INR 15,680/MT in October last year.

November prices reached INR 25,500/MT and in March, 2021 prices reached INR 30,000+/MT.

This sector directly derives its demand from the performance of the steel sector. The fortune of the industry is linked with the growth of the secondary steel sector.

There are over 400 sponge iron units in India. Indian sponge iron industry is highly fragmented. Top 20 producers contribute about 60-65% of total production whereas rest contributes 35-40% of the production.

The National Steel Policy 2017 lays out an ambitious growth path for the sponge iron sector. The production capacity is expected to reach 80 million tonnes by 2030-31.

The sponge iron sector is linked to the nation's steel sector in such a way that a rise in demand for steel would increase the demand for sponge iron. The various sectors that are expected to contribute to the growing demand are infrastructure, roads, railways, bridges, airports, industrial plants, buildings, automobiles, etc.

Power Industry Scenario

Power is one of the most critical components of infrastructure crucial for the economic growth and welfare of nations. The existence and development of adequate infrastructure is essential for sustained growth of the Indian economy.

India's power sector is one of the most diversified in the world. Sources of power generation range from conventional sources such as coal, lignite, natural gas, oil, hydro and nuclear power to viable non-conventional sources such as wind, solar, and agricultural and domestic waste. Electricity demand in the country has increased rapidly and is expected to rise further in the years to come. In order to meet the increasing demand for electricity in the country, massive addition to the installed generating capacity is required.

Indian power sector is undergoing a significant change that has redefined the industry outlook. Sustained economic growth continues to drive electricity demand in India. The Government of India's focus on attaining 'Power for all' has accelerated capacity addition in the country. At the same time, the competitive intensity is increasing at both the market and supply sides (fuel, logistics, finances, and manpower).

Government Initiatives

The Government of India has identified power sector as a key sector of focus so as to promote sustained industrial growth. Some initiatives by the Government of India to boost the Indian power sector:

- As per the Central Electricity Authority (CEA) estimates, by 2029-30 the share of renewable energy generation would increase from 18% to 44%, while that of thermal is expected to reduce from 78% to 52%.
- Solar tariffs in India have reduced from ~ ₹ 7.36/kWh (US 10 cents/kWh) in FY15 to ₹ 2.63/kWh (US 3.57 cents/kWh) in FY20.
- On November 17, 2020, Energy Efficiency Services Limited (EESL), a joint venture of PSUs under the Ministry of Power and Department of New & Renewable Energy (DNRE), Goa, signed a memorandum of understanding to discuss roll-out of India's first Convergence Project in the state.
- In October 2020, the government announced a plan to set up an inter-ministerial committee under NITI Aayog to forefront research and study on energy modelling. This, along with a steering committee, will serve the India Energy Modelling Forum (IEMF) jointly launched by NITI Aayog and the United States Agency for International Development (USAID).
- The Government of India has allocated ₹ 111 lakh crore (US$ 1.4 trillion) under the National Infrastructure Pipeline for FY 2019-25. The energy sector is likely to account for 24% capital expenditure over FY 2019-25.
- The Union Budget 2020-21 has allocated ₹ 15,875 crore (US$ 2.27 billion) to Ministry of Power and ₹ 5,500 crore (US$ 786.95 million) towards the Deen Dayal Upadhyay Gram Jyoti Yojana (DDUGJY).
- Government plans to establish renewable energy capacity of 500 GW by 2030.
- The Pradhan Mantri Sahaj Bijli Har Ghar Yojana-Saubhagya, launched by the Government of India with the aim of achieving universal household electrification by March 2019.
- As of September 2018, a draft amendment to Electricity Act, 2003 has been introduced. It discusses separation of content & carriage, direct benefit transfer of subsidy, 24*7 Power supply is an obligation, penalisation on violation of PPA, setting up Smart Meter and Prepaid Meters along with regulations related to the same.
- Ujwal Discoms Assurance Yojana (UDAY) was launched by the Government of India to encourage operational and financial turnaround of State-owned Power Distribution Companies (DISCOMS), with an aim to reduce Aggregate Technical & Commercial (AT&C) losses to 15 per cent by FY19.
- As of August 2018, the Ministry of New and Renewable Energy set solar power tariff caps at ₹ 2.50 (US$ 0.04) and ₹ 2.68 (US$ 0.04) unit for developers using domestic and imported solar cells and modules, respectively.
- The Government of India approved National Policy on Biofuels – 2018, the expected benefits of this policy are health benefits, cleaner environment, employment generation, reduced import dependency, boost to infrastructural investment in rural areas and additional income to farmers.

The Government of India has released its roadmap to achieve 227 GW capacity in renewable energy (including 114 GW of solar power and 67 GW of wind power) by 2022. The Union Government of India is preparing a 'rent a roof' policy for supporting its target of generating 40 gigawatts (GW) of power through solar rooftop projects by 2022.

Coal-based power-generation capacity in India, which currently stands at 199.5 GW, is expected to witness total installed capacity addition of 47.86 GW by 2022.

Industry Structure and Developments

India is the world's largest producer of Sponge Iron (or DRI) and has over 400 manufacturing units. Sponge iron is produced from Iron ore and used in steel making primarily through the secondary route. Sponge iron is an intermediate product; a source of metallic's for the secondary steel making through EAF or EOF/IF route. Other sources of metallics are either steel scrap or hot metal produced in the blast furnace. Steel scrap becomes a direct substitute of sponge iron; since both of them are tradable commodities, unlike hot metal. Further, sponge iron industry is also classified into two categories (i) gas based and (ii) coal based using coal as reductant. Lloyds Metals and Energy Limited is a coal based sponge iron producer. The core business of the Company is manufacturing of Sponge Iron and generation / distribution of Power.

Covid 19 Impact on the Company

The COVID-19 breakdown has led to unprecedented socioeconomic disruption worldwide. The nation-wide stringent lockdown got imposed from March 25, 2020 which brought the economic activities to a standstill. While Steel and mining activities were kept exempt subject to certain guidelines, the steel demand got impacted adversely as key consuming segments struggled to operate amidst weakening economic activities, major hubs in red/containment zones, working capital constraints, migrant labour issues and logistic challenges.

The lockdowns and restrictions imposed on various activities due to COVID – 19 pandemic have posed challenges to the business of the Company.

The Company's operations were hit substantially from 23rd March, 2020. The Corporate office in Mumbai was fully shut down from 20th March, 2020. The Company suspended all its operations except critical operations at the plant from 23rd March, 2020. From 01st April, 2020 to 31st May, 2020 all operations were shut. This unproductive lockdown has adversely affected the business and overall operations of the Company. The depressed market conditions due to Covid 19 has further resulted in decrease in manpower requirement resulting in idling of work force.

With the lifting of the lockdown, the Company restarted its operations at the plant from 01st June, 2020 onwards. This being a large plant, with integrated operations, production was started by 15th June 2020.

There was an adverse impact on liquidity due to idle stocks. The liquidity position improved with the commencement of sales. Though the cash position was challenging, with our limits and tight control over expenditure, the Company was able to serve its debt and other financing arrangement. In addition, the Company is continuously focusing upon the cash conservation and adequate liquidity for the smooth operations. The Company has undertaken various commercial arrangements to ensure further viability.

As economic activities have started recovering with the removal of the lockdown and gradual relaxation in mobility restrictions, the Company is continuously leveraging the opportunities to increase penetration in the domestic market.

<u>Opportunities</u>

The sponge iron sector is linked to the nation's steel sector in such a way that a rise in demand for steel would increase the demand for sponge iron. The various sectors that are expected to contribute to the growing demand are infrastructure, roads, railways, bridges, airports, industrial plants, buildings, automobiles, etc.

The renewed importance given by Government on affordable housing, roads, sagarmala projects and other infrastructure projects are expected to create steel demand, this will augur well for sponge iron industry also.

As per the National steel policy crafted during FY 2017-18, the crude steel production target for India is set at 300 MT by 2030. Share of sponge iron in steel making will be 80MT, which will create huge opportunity for sponge iron industry. The current low per capita steel consumption in the country shall provide ample scope for growth in the industry.

<u>Threats</u>

India's sponge iron industry, the largest in the world, is going through an acute shortage of labour that threatens to bring it to a halt.

Apart from the labour issue, another key threat to the sponge iron industry continues to be the smooth availability and the price volatility of iron ore, which is the key raw material. Due to the expiry of a large number of iron ore mining licenses in March, 2020, Sponge iron makers faced a raw material crisis this year. Iron ore lumps and pellets prices are increasing drastically. The non- availability of non-coking coal and the rising prices of Iron Ore might pose significant challenge in the future.

However, in order to overcome the raw material crises, your Company and Thriveni Earthmovers Private Limited has incorporated a Joint Venture Company **"Thriveni Lloyds Mining Private Limited"** for carry mining operations in Maharashtra & neighbouring states but starting with the Iron Ore Mining operations of the Company.

<u>Segment-Wise Performance</u>

The Company has two separate business segments -- manufacturing of sponge iron, and generation of power. These are reportable segments in accordance with the Ind AS 108 issued by the Companies (Indian Accounting Standards), Rules, 2015. The Segment wise results are given at Note No. 37 of significant accounting policies and notes to the financial statements.

<u>Sponge Iron Division</u>

The production of Sponge Iron Division during the year under review was 90956 MT against 167286 MT in the previous year showing decrease of 45.63%. The total income of the division was ₹ 241.87 Crores (including trading) as against ₹ 333.83 Crores during the previous year, showing decrease of 27.55% due to lesser production of sponge iron.

Iron Ore Mining Acitivities

The Iron ore mining activities are carried out regularly at the Surjagarh area of Gadchiroli district. Due to security issues, mining takes place under police protection at Surjagarh.

The iron ore production for the financial year 2020-21 is nil, due to political uncertainties owing to Covid-19. The Company has entered into MOU with Thriveni Earthmovers Private Limited, for operating an MDO. Thriveni Earthmovers Private Limited is the largest Iron ore Mining operator in India, and pursuant to this MOU the Thriveni Earthmovers Private Limited and Lloyds Metals and Energy Limited has incorporated a Joint Venture Company namely **"Thriveni Lloyds Mining Private Limited"** on 28th May, 2020 in the ratio of 60:40, for doing Mining Operations only.

Power Division

The production of the division was 12.37 MWH during the year under review as compared to 22.32 MWH for the previous year. The total income of the division was ₹ 36.41 Crores during the year under review as against ₹ 71.51 Crores during the previous year showing a decrease of 49.09% due to less production.

Outlook

The basic aim of the Company is to be able to produce Sponge Iron as per market requirements and be able to manage market trends to its advantage. "Opportunities abound in growing economies and opening of economy in India has created opportunities for Indian enterprise to move beyond national boundaries as well to create productive assets".

The Company is currently engaged in sponge iron and is looking for new avenues of business in various areas like infrastructure trading and Mining. Thriveni Earthmovers Private Limited and Lloyds Metals and Energy Limited has incorporated a Joint Venture Company namely **"Thriveni Lloyds Mining Private Limited"** on 28th May, 2020 in the ratio of 60:40 pursuant to the signing of Memorandum of Understanding with Thriveni Earthmovers Private Limited dated 08th May, 2020. The Joint Venture Company **"Thriveni Lloyds Mining Private Limited"** is incorporated for carry mining operations (MDO or similar) in Maharashtra & neighbouring states but starting with the MDO contract for Iron Ore Mining operations of Lloyds Metals and Energy Limited (LMEL).

Since Infrastructure has linkages to other industries like cement, brick and steel through backward and forward linkages. The outlook for the industry looks reasonable, since India has good iron ore deposits, skilled manpower and growing demand for steel. The improved demand is expected to continue in the current fiscal as well on the back of ongoing government funded infrastructure projects. In spite of a downturn in the Global Steel demand, Indian steel demand could survive showing an upward trend, setting a road ahead for the growth of the domestic steel industry in the long run. The upward trend is expected to be continued on account of fiscal measures taken by the Government such as infusion of funds for development of infrastructure sector, introduction of stimulus packages for revival of industry besides factors like increase in consumption and production of steel, upcoming infrastructure and Greenfield projects, stabilization of prices etc.

Risk and concerns:

The Key risks are global steel demand scenario, domestic steel demand, economic slowdown, increase in financial charges, non-availability (or undue increase in cost) of raw materials, such as iron ore, coal and labour etc., coupled with market fluctuations. The Company does not apprehend any inherent risk in the long run, with the exception of certain primary concerns that have afflicted the progress of our industry in general, like:

- Shortage of Labour
- Rising manpower and material costs
- Approvals and procedural difficulties
- Lack of adequate sources of finance.

Apart from this the Industry is highly labour intensive and is subject to stringent labour laws

Mitigation of Risk /Risk Management

The Board identifies and categorizes risks in the areas of operations, finance, marketing, regulatory compliances and corporate matter. The Company annually re-views the 'List of Risk Area' to identify potential business threats and takes suitable corrective actions. Confirmations of compliance with appropriate statutory requirements are obtained from the respective units/divisions. The Internal Auditor expresses his opinion on the level of risks during the audit of a particular area and reports to the Audit Committee.

The Company is also taking necessary short term and long term steps like exploring Open Access Market for sale of power, expanding customer base, forward integration and energy management etc. The Company has already taken effective steps for raw material security in the long term.

Internal Control Systems and their Adequacy

The Company believes in systematic working and placing of proper checks. The Company has proper and adequate system of internal controls commensurate with its size and nature of operations to provide reasonable assurance that all assets are safeguarded, transactions are authorised, recorded and reported properly. The internal auditors of the company conducts audit of various department and areas. The Internal Audit Department reports its findings and observations to the Audit Committee which meets to review the audit issues and to follow up implementation of corrective actions. The statutory auditors also provide assurance on the adequacy of the internal control systems in the Company.

Discussion on financial performance with respect to operational performance.

The financial performance of the Company has been discussed in Directors Report under the heading 'Financial Performance and the State of the Company's Affairs'.

Human Resources and Industrial Relations

Human Resources Department ("HRD") works continuously for maintaining healthy working relationship with the workers and other staff members. The underlying principle is that workers and staff at all levels are equally instrumental in attaining the Company's goals. Training programmes are regularly conducted to update their skills and apprise them of latest techniques. Senior management is easily accessible for counseling and redressal of grievances. The HR department continuously strives to maintain and promote harmony and co-ordination among workers, staff and members of the senior management. The total number of employees as on 31st March, 2021 was 302.

Considering the health and safety of the employees of the Company and in line with the advisories, orders and directions issued by both State and Central Government in order to prevent the spread of the coronavirus (Covid 19) outbreak, the Company has suspended its operations except critical operations at plant level till the lockdown period. Further the Company has also implemented Work from Home Policy to ensure the safety of employees post covid 19 issue. The HR department of the Company is continuously in touch with the employees to guide them and solve their problems. The HR Department of the Company has continuously created the awareness of Covid 19 among the employees of the Company through E-mails and has also educated the employees in respect of personal hygiene and precautions which needs to be taken in this situation of pandemic. The company has conducted the interviews through telephone and skype and meetings through Video Conferencing in order to maintain social distancing which is most essential due to the spread of Covid 19. The Company has implemented a systematic operating plan to deal with Covid 19 issue. The HR Department has also placed digital interventions to ensure smooth functioning of the working of the employees from their home. The Company has maintained healthy and cordial industrial relations during the year

Key Financial Ratios

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company is required to give details of significant changes (change of 25% or more as compared to the immediately previous financial year) in key financial ratios.

The Company has identified the following ratios as key financial ratios :

Particulars	2020-21	2019-20
Debtor Turnover Ratio	34.25	23.99
Inventory Turnover Ratio	2.61	4.25
Interest Coverage Ratio	1.01	1.81
Current Ratio	1.68	1.56
Debt to Equity Ratio	4.98	4.87
Operating Profit Margin	6.69	7.85
Net Profit Margin	0.05	8.56
Revenue Growth	-31.83	-22.11

Ratios where there has been a significant change as compared to immediately preceding financial year

There has been a change of more than 25% in Debtor Turnover Ratio and Revenue Growth due to Covid 19 pandemic.

Return on Networth

The details of return on net worth are given below :

Particulars	2020-21	2019-20
Return on networth (%)	0.01	1.42

The return on networth has decreased due to the decrease in the profits of the Company owing to Covid 19 pandemic from ₹ 3,182.64 Lakhs in the previous Financial Year 2019-20 to ₹ 12.68 Lakhs in the Current Financial Year 2020-21.

Cautionary Statement*:*

The Management Discussions and Analysis describe Company's projections, expectations or predictions and are forward looking statements' within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand and supply and price conditions in domestic and international market, changes in Government regulations, tax regimes, economic developments and other related and incidental factors.

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED 31ST MARCH, 2021

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operation, and all its interactions with the stakeholders including shareholders, employees, customers, government and suppliers.

Your Company is in compliance with the requirements on Corporate Governance as they stood during FY 2020-21.

A report on the compliances of Corporate Governance requirements under the Listing Regulations and the practices/ procedures followed by your Company for the year ended 31st March, 2021 is detailed below:

BOARD OF DIRECTORS AND ITS COMMITTEES

1. **Composition and Category of Directors / Attendance at Meetings/Directorships and Committee Memberships in other companies as on 31st March, 2021**

Your Company has the combination of Executive and Non-Executive Directors in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The present strength of the Board of Directors is a mix of Seven Non-Executive Directors including a woman director, and One Executive Director. Of the Seven Non-Executive Directors, Four Directors are Independent Directors.

The Chairman of the Board is a Non- Executive Director.

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(2) of the Companies Act, 2013.

The Independent Directors of the Company are in compliance with the provisions of Regulation 16(1)(b) of the Listing Regulations. Further, disclosures have been made by the Directors regarding their Chairmanships/ Memberships of the Committees of the Board and that the same are within the maximum permissible limit as stipulated under Regulation 26(1) of the Listing Regulations.

The composition of Board of Directors as on 31st March, 2021 and other relevant details is as follows:

Sr. No	Name and Designation (DIN)	Status /Category	Attendance in FY 2020-21		Number of Directorships in other Companies		Committee Membership and Chairmanship in other public companies $		Shareholding in the Company
			Board Meetings (6 Meetings held)	AGM	Private	Public	Chairmanship	Membership	
1.	Mr. Mukesh Gupta Chairman (DIN: 00028347)	Promoter and Non Executive	6	Yes	1	-	-	-	7,07,300
2.	Mr. Rajesh Gupta Director (DIN: 00028379)	Promoter and Non Executive	6	Yes	-	1	-	-	12,08,460
3.	Mr. Babulal Agarwal Managing Director (DIN:00029389)	Promoter and Executive	6	Yes	-	-	-	-	-
4.	Mr. Madhur Gupta Additional Director (DIN:06735907) (Appointed as on 13th November,2020)	Promoter and Non Executive	2	No	2	-	-	-	96,00,000
5.	Mr.DevidasKambale Director (DIN:00020656)	Non Executive and Independent	6	Yes	-	2	0	2	-
6.	Mr.JagannathDange Director (DIN:01569430)	Non Executive and Independent	6	Yes	3	1	1	1	-

Sr. No	Name and Designation (DIN)	Status /Category	Attendance in FY 2020-21		Number of Directorships in other Companies		Committee Membership and Chairmanship in other public companies $		Shareholding in the Company
			Board Meetings (6 Meetings held)	AGM	Private	Public	Chairmanship	Membership	
7.	Dr. Balram Singh Director (DIN:02843001)	Non Executive and Independent	6	Yes	1	-	-	-	-
8.	Mrs.BhagyamRamani Director (DIN:00107097)	Non Executive and Independent	6	No	1	6	-	7	-

Note:

$ Includes only Audit Committee and Shareholders' / Investors' Grievance Committee in all public limited companies (whether listed or not) and excludes Lloyds Metals and Energy Limited, private limited companies, foreign companies and Section 8 companies.

Convertible Instruments held by Non -Executive Directors:-

The Company issued and allotted on 19th June, 2020, the 40,00,000 Convertible Warrants to Mr. Madhur Gupta. On receipt of request from Mr. Madhur Gupta, the Company allotted 40,00,000 Equity Shares to him on 31st July, 2020 in lieu of Conversion of his Warrants.

As on 31st March, 2021, the Non- Executive Directors of the Company are not holding any Convertible instruments.

Relationship between the Directors inter-se

Mr. Babulal Agarwal is matenal uncle of Mr. Rajesh Gupta and Mr. Mukesh Gupta and Mr. Rajesh Gupta and Mr. Mukesh Gupta are brothers and Mr. Madhur Gupta is a Son of Mr. Rajesh Gupta. Mr. Mukesh Gupta is uncle of Mr. Madhur Gupta and Mr. Babulal Agarwal is Grandfather of Mr. Madhur Gupta. None of the other Directors are related to each other.

The names of the listed entities where the person is a director and the category of directorship

Sr. No	Name and Designation (DIN)	Indian-Listed Companies	
		Name of the company	Category of Directorship
1.	Mr. Mukesh Gupta	Lloyds Metals and Energy Limited	Promoter and Non–Executive Non-Independent Director
2.	Mr. Rajesh Gupta	Lloyds Metals and Energy Limited	Promoter and Non–Executive Non-Independent Director
		Shree Global Tradefin Limited	Chairman & Managing Director
3.	Mr. Babulal Agarwal	Lloyds Metals and Energy Limited	Managing Director
4.	Mr. Madhur Gupta (Appointed as on 13th November, 2020)	Lloyds Metals and Energy Limited	Promoter and Additional Non–Executive Non-Independent Director
5.	Mr. Devidas Kambale	Lloyds Metals and Energy Limited	Non –Executive Independent Director
		Sanghi Industries Limited	Non –Executive Independent Director
6.	Mr. Jagannath Dange	Lloyds Metals and Energy Limited	Non –Executive Independent Director
		Gujarat Foils Limited	Non –Executive Independent Director
7.	Dr. Balram Singh	Lloyds Metals and Energy Limited	Non –Executive Independent Director
8.	Mrs. Bhagyam Ramani	Lloyds Metals and Energy Limited	Non –Executive Independent Director
		Gujarat Sidhee Cement Limited	Non –Executive Independent Director
		Saurashtra Cement Limited	Non –Executive Independent Director
		Capri Global Capital Limited	Non –Executive Independent Director

2. Board & Independent Directors' Meeting

Board Meeting

The Board meets at regular intervals to discuss and decide on Company's business policies and strategy apart from other regular business matters. Board Meetings are usually held at the Corporate Office of the Company at Mumbai. During the financial year ended on 31st March, 2021, **Six** Meetings of the Board of Directors were held on 08th May, 2020; 18th May, 2020; 14th June, 2020, 14th September, 2020, 13th November, 2020 and 12th February, 2021. Maximum time gap between two consecutive meetings had not exceeded 120 days.

The agenda and notes are circulated to the Directors in advance. All material information is included in the agenda for facilitating meaningful discussions at the meeting. In case of urgent necessity, resolutions are passed by circulation in accordance with the provisions of Companies Act, 2013. Business Unit heads and senior management personnel make presentations to the Board. The Board is updated on the discussions held at the Committee meetings and the recommendations made by various Committees.

The information as required under Regulation 17(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is made available periodically to the Board. The Board periodically reviews the compliance status of the Company.

Independent Director Meeting

During the year under review, the Independent Directors met on 12th February, 2021, inter alia, to:

a) Review the performance of Non- Independent Directors, and the Board of Directors as a whole;

b) Review the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.

c) Assess the quality, content and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at this meeting. The observations made by the Independent Directors have been adopted and put into force.

Familiarization Programme for Independent Directors

Whenever any person joins the Board of the Company as an Independent Director, an induction programme is arranged for him / her wherein he / she is familiarized with the Company, their roles, rights and responsibilities in the Company, the code of conduct to be adhered, nature of the industry in which the Company operates, business model of the Company, meeting with the senior management team members, etc.

The detail of such familiarization programme conducted during the financial year 2020-21 can be accessed on the Company's website at

http://www.lloyds.in/wp-content/uploads/2021/03/Familarisation_Programme_For_ID-2020-21.pdf

Board Committees

The Board Committees play a vital role in strengthening the Corporate Governance practices and focus effectively on the issues and ensure expedient resolution of the diverse matters. The Committees also make specific recommendations to the Board on various matters when required. All observations, recommendations and decisions of the Committees are placed before the Board for information or for approval. The Board of Directors has, from time to time, constituted the following Committees, namely:

Audit Committee

The Company had re-constituted Audit Committee in the Board meeting held on 12th November, 2019 in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the expiry of the tenure of Mr. Shantanu Mohapatra, Independent Director and Chairman of the Audit Committee of the Company w.e.f. 28th December, 2019.

Role of the Audit Committee, inter alia, includes the following

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible

2. Recommending the appointment, remuneration and terms of appointment of statutory auditors including cost auditors of the Company

3. Approving payment to statutory auditors, including cost auditors, for any other services rendered by them
4. Reviewing with the management, the annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:
   - Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
   - Changes, if any, in accounting policies and practices and reasons for the same;
   - Major accounting entries involving estimates based on the exercise of judgment by the management;
   - Significant adjustments made in financial statements arising out of audit findings;
   - Compliance with listing and other legal requirements relating to financial statements;
   - Disclosure of any related party transactions; and
   - Modified opinions in draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval
6. Monitoring and reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process
8. Approval or any subsequent modification of transactions of the Company with related parties
9. Scrutiny of inter-corporate loans and investments
10. Valuation of undertakings or assets of the Company, wherever it is necessary
11. Evaluation of internal financial controls and risk management systems
12. Reviewing, with the management, the performance of statutory auditors and internal auditors, adequacy of internal control systems Formulating the scope, functioning, periodicity and methodology for conducting the internal audit
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit
14. Discussion with internal auditors of any significant findings and follow-up thereon
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern
17. To look into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
18. To review the functioning of the Whistle Blower mechanism
19. Approval of appointment of the CFO (i.e., the whole time Finance Director or any other person heading the finance function or discharging that function) after assessing qualifications, experience and background, etc. of the candidate
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
21. Reviewing the following information:
   - The Management Discussion and Analysis of financial condition and results of operations;
   - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
   - Management letters/letters of internal control weaknesses issued by the statutory auditors;

- Internal audit reports relating to internal control weaknesses; and
- Reviewing the appointment, removal and terms of remuneration of the Chief internal auditor / internal auditor(s)
- Statement of deviations:
  (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
  (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

Powers of the Audit Committee

a. To investigate any activity within its terms of reference

b. To seek information from any employee

c. To obtain outside legal or other professional advice

d. To secure attendance of outsiders with relevant expertise, if it considers necessary

Recommendations by the Audit Committee

All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.

The composition of the Audit Committee and the details of meetings attended by the Directors during FY 2020-21, are given below

Sr. No	Name of Directors	Status	Category	Meetings held (4 Meetings Held)	Meetings Attended
1.	Mr. Jagannath Dange	Chairman	Non-executive & Independent	4	4
2.	Mr. Mukesh Gupta	Member	Non-executive & Non-Independent	4	4
3.	Mr. Devidas Kambale	Member	Non-executive & Independent	4	4
4.	Dr. Balram Singh	Member	Non-executive & Independent	4	4

The Company Secretary acts as Secretary to the Audit Committee. During the year under review, the Audit Committee met four times on 18th May, 2020; 14th September, 2020; 13th November, 2020 and 12th February, 2021.

Mr. Jagannath Dange, Chairman of the Audit Committee was present at the last Annual General Meeting held on 15th June, 2020.

Audit Committee meetings are attended by the Chief Financial Officer, Statutory Auditor and Internal Auditor. The Managing Director/other persons are invited to the meetings as and when required.

Nomination and Remuneration Committee

The Company had re-constituted Remuneration Committee as '**Nomination and Remuneration Committee**' in the Board meeting held on 06th November, 2015 in line with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Terms of Reference of the Committee, inter alia, includes the following:

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal
- To carry out evaluation of every Director's performance
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees
- To formulate the criteria for evaluation of Independent Directors and the Board
- To decide whether to extend or continue the term of appointment of Independent Director, on the basis of the report of performance evaluation of independent directors.
- To devise a policy on Board diversity

- To recommend / review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria
- To recommend to the board, all remuneration, in whatever form, payable to senior management.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;

The composition of the Nomination and Remuneration Committee and the details of meetings attended by the Directors are given below

Sr. No	Name of Directors	Status	Category	Meetings held (3 Meetings Held)	Meetings Attended
1.	Dr. Balram Singh	Chairman	Non-executive & Independent	3	3
2.	Mr. Devidas Kambale	Member	Non-executive & Independent	3	3
3.	Mr. Mukesh Gupta	Member	Non-executive & Non-Independent	3	3

During the year under review, the Nomination and Remuneration Committee met three times on 21st August, 2020, 13th November, 2020 & 12th February, 2021.

Dr. Balram Singh, Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting held on 15th June, 2020.

Appointment and Nomination and Remuneration Policy for Directors, Key Managerial Personnel and Senior Management

The Nomination and Remuneration Committee ("NRC") has adopted a policy which, inter alia, deals with the manner of selection of Board of Directors, Managing Director/Executive Director, other Key Managerial Personnel and their remuneration. The Nomination and Remuneration Policy can be accessed on the Company's website **http://www.lloyds.in/wp-content/uploads/2021/02/Remuneration_Policy.pdf**

Performance Evaluation Criteria for IDs

The performance evaluation criteria for IDs are determined by the NRC. An indicative list of factors on which evaluation was carried out includes participation and contribution by the director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement.

Stakeholders' Relationship Committee

The Company has constituted "Stakeholders' Relationship Committee" in compliance with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 20 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for redressal of Shareholders' grievances like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividend etc.

Role of the Stakeholders' Relationship Committee, inter alia, includes the following

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

The composition of the Stakeholders' Relationship Committee and the details of meetings attended by the Directors are given below :

Sr. No	Name of Directors	Status	Category	Meetings held (1 Meeting Held)	Meetings Attended
1.	Mr. Mukesh Gupta	Chairman	Non-executive & Non Independent	1	1
2.	Dr. Balram Singh	Member	Non-executive & Independent	1	1
3.	Mr. Devidas Kambale	Member	Non-executive & Independent	1	1

Mr. Mukesh Gupta, Non-Executive Director is heading the Committee and Ms. Sneha Yezarkar, the Company Secretary, is the Compliance Officer under the Listing Regulations.

During the year under review, the Stakeholders' Relationship Committee met once on 12th February, 2021.

Mr. Mukesh Gupta, Chairman of the Stakeholders' Relationship Committee was present at the last Annual General Meeting held on 15th June, 2020.

Report on number of shareholder complaints received and resolved by the Company during the year ended 31st March, 2021

No. of complaints pending as on 1st April, 2020.	0
No. of complaints identified and reported during FY 2020-21	2
No. of Complaints disposed of during the year ended 31st March, 2021	2
No. of pending complaints as on 31st March, 2021	0

Corporate Social Responsibility ("CSR") Committee

The purpose and the role of Corporate Social Responsibility (CSR) Committee of the Company is to

- formulate and recommend to the Board a CSR Policy indicating the activities to be undertaken by the Company,
- recommend the amount of expenditure to be incurred on the activities,
- recommend an action plan which shall include list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act, 2013, the manner of execution of such projects or programmes as specified in sub-rule (1) of rule 4 of The Companies (Corporate Social Responsibility Policy) Rules, 2014, the modalities of utilisation of funds and implementation schedules for the projects or programmes, monitoring and reporting mechanism for the projects or programmes, and details of need and impact assessment, if any, for the projects undertaken by the Company
- monitor the CSR Policy of the Company from time to time.
- monitor the CSR Activities of the Company from time to time.

The Committee also encourages the employees to voluntarily participate in the CSR initiatives undertaken by the Company.

The CSR Policy can be accessed on the Company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Corporate_Social_Responsibility_Policy.pdf**

The composition of this Committee as on 31st March, 2021 is as follows:

Sr. No	Name of Directors	Status	Category	Meetings held (1 Meeting Held)	Meetings Attended
1.	Mr. Mukesh Gupta	Chairman	Non-executive & Non Independent	1	1
2.	Dr. Balram Singh	Member	Non-executive & Independent	1	1
3.	Mr. Rajesh Gupta	Member	Non-executive & Non Independent	1	1

During the year under review, the Corporate Social Responsibility Committee met once on 12th February, 2021. All the members were present in the meeting.

Committee of Board of Directors

The Committee of Board of Directors was constituted by the Board of Directors of the Company for handling day-to-day operations and activities of the Company and to ensure smooth functioning and providing authority to executives / signatories for regular operations.

The composition of this Committee as on 31st March, 2021 and the details of meetings attended by the Directors are given below:

Sr. No	Name of Directors	Status	Category	Meetings held (6 Meetings Held)	Meetings Attended
1.	Mr. Babulal Agarwal	Chairman	Managing Director	6	6
2.	Mr. Mukesh Gupta	Member	Non-executive & Non-Independent	6	6
3.	Mr. Rajesh Gupta	Member	Non-executive & Non-Independent	6	6
4.	Mrs. Bhagyam Ramani	Member	Non-executive & Independent	6	6

During the year under review, the Committee of Board of Directors met Six times on 19th June, 2020, 26th June, 2020, 31st July, 2020, 22nd August, 2020, 31st October, 2020 and 11th January, 2021.

Share Transfer and Shareholder's/Investor's Grievance Committee

The Share Transfer and Shareholder's/Investor's Grievance Committee comprises of Mr. Babulal Agarwal as the Chairman of the Committee, Mr. Mukesh Gupta and Mr. Rajesh Gupta as Members of the Committee. The Share Transfer and Shareholder's/ Investor's Grievance Committee meets as and when required to consider the transfer proposals and attend to Investors' grievances, transmission of shares, split, consolidation, issue of duplicate share certificate, rematerialisation of shares etc.

Recommendations of Committees of Board of Directors:

During the year ended, March 31, 2021, all recommendations made by the Committees of the Board of Directors (viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Committee of Board of Directors) were accepted by the Board of the Company.

4. Directors' Appointment, Tenure and Remuneration

In terms of Section 152 read with Section 149(13) of the Companies Act, 2013, Mr. Mukesh Gupta is liable to retire by rotation. The said Director has offered himself for reappointment. The Board of Directors appointed Mr. Madhur Gupta as an Additional Non-Executive Non Independent Director of the Company in the promoter category w.e.f. 13th November, 2020 to hold office upto the date of 44th Annual General Meeting. Mr. Madhur Gupta being eligible has consented to act as Director of the Company. The resolution for the appointment/ reappointment of Mr. Mukesh Gupta and Mr. Madhur Gupta, is incorporated in the Notice of the ensuing Annual General Meeting. The brief profile and other information as required under Regulation 36(3) of the Listing Regulations relating to Mr. Mukesh Gupta and Mr. Madhur Gupta forms part of the Notice of ensuing Annual General Meeting.

The remuneration paid for the financial year ended 31st March, 2021 to Mr. Babulal Agarwal as the Managing Director of the Company is in accordance with the terms and conditions of his appointment. The tenure of office of Mr. Babulal Agarwal, Managing Director is for five years w.e.f. 01st January, 2018. There is no provision for notice period and payment of severance fees.

Details of remuneration / sitting fees paid to Executive and Non-Executive Directors for the year ended 31st March, 2021 is as follows:

Sr. No	Name of the Director	Salary	Perquisites and allowances	Performance Linked Incentive	Sitting Fees$	Total	Stock options granted
1.	Mr. Babulal Agarwal	64,94,004	-	-	-	**64,94,004**	-
2.	Mr. Mukesh R. Gupta	-	-	-	42,000	**42,000**	-
3.	Mr. Rajesh R. Gupta	-	-	-	26,000	**26,000**	-
4.	Mr. Madhur Gupta	-	-	-	4,000	**4,000**	-
5.	Mr. Devidas Kambale	-	-	-	30,000	**30,000**	-
6.	Mr. Jagannath Dange	-	-	-	22,000	**22,000**	-
7.	Dr. Balram Singh	-	-	-	32,000	**32,000**	-
8.	Mrs. Bhagyam Ramani	-	-	-	26,000	**26,000**	-

$ The Non-Executive Directors are paid only sitting fees on the recommendation of Nomination and Remuneration Committee.

Criteria of making payment to Non- Executive Directors

*Criteria of making payments of sitting fees or commission to non-executive directors can be accessed on the Company's website at **www.lloyds.in** under the heading "Policies".*

Note: There were no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company. The Company has not granted any stock option to any of its Directors.

5. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and in compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

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

6. Skills/Expertise/ Competence of the Board of Directors of the Company

The following is the list of core skills/expertise/competencies possessed by the Board of Directors of the Company, which are essential for the functioning of the Company in an effective manner.

a) Market Exploration & Potential Marketing: -

Experience in developing promotional strategies to increase the sales in the existing and explore potential market for the Company.

b) Service on the Boards of Various Companies: -

Experience of serving on the Boards of different companies in order to develop insights about Corporate Governance, Management Responsibility, Protecting Stakeholders interest.

c) Financial Expertise: -

Expertise in accounting and financial control functions. Possessing analytical skills. Expertise in preparation of financial strategies for the long-term growth of the business of the Company.

d) Law & policies: -

Awareness of the existing law and economic policies applicable to the Company thereby ensuring proper legal and statutory compliances and appropriate application of policies to the advantage of the Company.

e) Expansion, Modification & Updation:

A significant background about the technology applicable to the company resulting in how to implement technological updates into the Business of the Company.

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

Director	Market Exploration & Potential Marketing	Service on the Boards of Various Companies	Financial Expertise	Law & policies	Expansion Modification & Updation
Mukesh R. Gupta Chairman	✓	✓	✓	✓	✓
Babulal Agarwal Managing Director	✓	-	✓	✓	✓
Rajesh R. Gupta Non–Executive Director	✓	✓	✓	✓	✓
Madhur R. Gupta Additional Non–Executive Director	✓	-	✓	✓	✓
Devidas Kambale Independent Director	✓	✓	✓	-	✓
Balram Singh Independent Director	✓	-	✓	✓	-
Jagannath Dange Independent Director	✓	✓	✓	✓	✓
Bhagyam Ramani Independent Director	-	✓	✓	✓	✓

OTHER DISCLOSURES

1. **Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;**

   During the year under review, there were no materially significant related party transactions that may have potential conflict with the interests of listed entity at large. However, the Company has entered into a related party transaction as per section 188 of the Companies Act, 2013 with Snowwhite Realty Developers LLP. Particulars of transactions with Snowwhite Realty Developers LLP in the prescribed form AOC-2, is enclosed with the Directors Report as **"Annexure III"**. The policy on dealing with related party transaction is placed on the Company's website at www.lloyds.in.

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

   The Company has always believed in providing a safe and harassment-free workplace for every individual working in the Company. The Company has complied with the applicable provisions of the aforesaid Act and the Rules framed thereunder, including constitution of the Internal Complaints Committee (ICC). The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees, etc.) are covered under this Policy. The Policy is gender neutral. During the year under review, no complaint of sexual harassment was filed with the Internal Complaints Committee.

3. **Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years**:

   Neither there were any non- compliances, nor any penalties or strictures have been imposed on your company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

4. **Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the audit committee:**

   The Company has formulated Whistle Blower Policy & established Vigil Mechanism for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy.

   During the year under review no personnel have either approached the Audit Committee or been denied access to the Audit Committee.

5. **Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:**

   The company has complied with all the mandatory requirements. As regards the Non-Mandatory requirements they are complied with to the extent possible.

6. **Web link where policy for determining material subsidiaries is disclosed**

   Not Applicable.

7. **Web link where policy on dealing with Related Party Transactions**

   http://www.lloyds.in/wp-content/uploads/2021/02/Policy_on_Materiality_of_Related_Party_Transaction.pdf

8. **Disclosure of Commodity Price Risks and Commodity Hedging Activities**:

   Not Applicable

9. **Details of total fees paid to statutory auditors**

   The details of total fees for all services paid by the Company, on a consolidated basis, to the statutory auditor are as follows:

(Figures in ₹ Lakhs)

Type of Service	2020-21	2019-20
Audit fees	2.75	2.75
Tax Audit Fees & Certifications	0.75	0.75
Expenses Reimbursed	0.08	0.10
Cost Audit Fees	0.30	0.30
Secretarial Audit Fees	0.25	0.40
Total	**4.13**	**4.30**

DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

GENERAL SHAREHOLDERS INFORMATION

1. General Body Meeting

i. Annual General Meeting

The Annual General Meetings of the Company for the financial year 2017-18 and 2018-19 were held at the registered office of the Company at Plot No. A 1-2, MIDC Area, Ghugus, Dist – Chandrapur, 442 505, Maharashtra and the Annual General Meeting of the Company for the financial year 2019-20 was held through Video Conferencing on the following dates and times, wherein the following special resolutions were passed:

Financial Year Ended	Date	Time	Brief Description of Special Resolution
31st March, 2020	15th June, 2020	11:00 a.m.	Preferential Allotment of Convertible Warrants
			Preferential Allotment of Optionally Fully Convertible Debentures (OFCDs)
31st March, 2019	24th July, 2019	12.30 p.m.	Re-appointment of Mr. Jagannath Dange as an Independent Non-Executive Director.
			Re-appointment of Mr. Devidas Kambale as an Independent Non-Executive Director
			Re-appointment of Dr. Balram Singh as an Independent Non-Executive Director.
			Re-appointment of Mrs. Bhagyam Ramani as an Independent Non-Executive Director
			Continuation of existing term of Mr. Shantanu Mohapatra, Independent Director of the Company upto 28th December, 2019.
31st March, 2018	08th August, 2018	12.30 p.m.	To amend the "Lloyds Metals and Energy Limited Employee Stock Option Plan – 2017' of the Company.

ii. Extra Ordinary General Meeting (EGM)

An Extra Ordinary General Meeting (EGM) of the Company was held during the last financial year 2020-21 on 30th October, 2020.

iii. Postal Ballot

During the financial year 2020-21, Company has not passed any resolution through postal ballot.

None of the businesses proposed to be transacted at the ensuing AGM require passing a Special Resolution through Postal Ballot as the Company is providing the facility to members to vote by electronic means in the manner provided under section 108 of the Companies Act, 2013.

2. Company's Means of Communication

Website	Information like quarterly / half yearly / annual financial results and press releases on significant developments in the Company that have been made available from time to time, are hosted on the Company's website www.lloyds.in and have also been submitted to the Stock Exchanges to enable them to put them on its website and communicate to its members.
Quarterly/ Annual Financial Results	The quarterly / half-yearly / annual financial results are published in Business Standard (English) and Chandrapur Mahasagar (Marathi) newspapers. The results are also uploaded by BSE on its website www.bseindia.com and MSEI on its website www.msei.in.
Stock exchange	All periodical information, including the statutory filings and disclosures, are filed with BSE and MSEI. The filings required to be made under the Listing Regulations, including the Shareholding pattern and Corporate Governance Report for each quarter are also filed on BSE Listing Centre and MSEI.

3. Other Information

CIN	L40300MH1977PLC019594
Registered office address	Plot No. A 1-2, MIDC Area, Ghugus, Dist Chandrapur, 442 505, Maharashtra.
Corporate office address	A2, 2nd Floor, Madhu Estate, Pandurang Budhkar Marg, Lower Parel (W), Mumbai- 400013.
Date, Time and Venue of Annual General Meeting	The AGM will be held on 14th June, 2021 at 11.30 a.m. through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 14/2020, dated 08th April, 2020, MCA General Circular No. 17/2020, dated 13th April, 2020, MCA Circular No. 20/2020 dated 05th May, 2020, MCA General Circular No. 02/2021 dated 13th January, 2021, SEBI Circular dated 12th May, 2020 and SEBI Circular dated 15th January, 2021.
Financial Year	The financial year of the Company starts from April 1st and ends on March 31st of the succeeding year
Rate of dividend and dividend declaration date	No Dividend was declared during the financial year 2020-21.
Dates of Book Closure	08th June, 2021 to 14th June, 2021 (both days inclusive)
Listing on stock exchanges	The Equity Shares of the Company are listed on BSE Limited and MSEI Limited. **Address:-** **BSE Limited (BSE)** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. **MSEI Limited (MSEI)** Vibgyor Towers, 4th Floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai – 400 098
Listing fees	The listing fees of BSE and MSEI for FY 2021-22 will be paid within the due date
Stock code	The BSE scrip code of equity shares is **512455 and** MSEI Symbol of equity shares is **LLOYDSME**
ISIN Number	**INE281B01032**
Custodian fees	The custodian fees is payable to each of the depositories based on the number of folios as on 31st March, 2021. The custodian fees to CDSL and NSDL will be paid within the due date.
Subsidiary Company	There is no subsidiary Company. However the Company has associate/joint venture Company i.e Thriveni Lloyds Mining Private Limited
Suspension of trading in securities	There was no suspension of trading in securities of the Company during the year under review.
Registrar and Transfer agents	Bigshare Services Private Limited 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,Makwana Road, Marol, Andheri East, Mumbai 400059. Phone: 022- 6263 8200 Fax : 022- 6263 8299 E-mail: investor@bigshareonline.com

Share Transfer system	98.27 % of the equity shares of the Company are in electronic form. In terms of Regulation 40(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Share transactions in electronic form can be effected in a much simpler and faster manner. After a confirmation of a sale/purchase transaction from the broker, shareholders should approach the Depository Participant ("DP") with a request to debit or credit the account for the transaction. The DP will immediately arrange to complete the transaction by updating the account. There is no need for a separate communication to the Company to register these share transfers. Shareholders should communicate with Bigshare Services Private Limited, the Company's Registrars and Transfer Agents ('RTA') quoting their folio number or Depository Participant ID ('DP ID') and Client ID number, for any queries to their securities. Requests for dematerialisation of shares are processed and confirmation is given to the respective depositories i.e. NSDL and CDSL within 21 days.
Liquidity	The Company's Shares are traded on the Bombay Stock Exchange and Metropolitan Stock Exchange of India Limited
Information on Deviation from Accounting Standards, if any	There has been no deviation from the Accounting Standards in preparation of annual accounts for the financial year 2020-21.
Outstanding GDRs/ ADRs/ Warrants/ Convertible Instruments and their impact on Equity	**Convertible Warrants & OFCDs:-** **Outstanding:** There are outstanding 6,60,00,000 convertible warrants, 2,66,50,000 Optionally Fully Convertible Debentures (OFCDs) as on 31st March, 2021. **Impact on Equity:** If the outstanding 6,60,00,000 convertible warrants and 2,66,50,000 Optionally Fully Convertible Debentures (OFCDs) get converted into Equity Shares, the paid up equity Share Capital of the Company will increase by a like number of shares i.e. 9,26,50,000 Equity Shares. **Redemption/Maturity Date:** The redemption date of 2,66,50,000 OFCDs if not converted into equity shares is 25th December, 2021. The Maturity date of 6,60,00,000 convertible warrants is 30th April, 2022. **ESOP:-** **Outstanding:** As on 31st March, 2021 the number of options outstanding for vesting is 7,90,000 and Number of options exercisable is 13,25,820 pursuant to Lloyds Metals and Energy Limited Employee Stock Option Plan – 2017 (LMEL ESOP 2017). **Impact on Equity:** Since the underlying aforementioned 13,25,820 equity shares represented by way of Number of options exercisable have been already issued and allotted in favour of Lloyds Employees Welfare Trust there will be no impact on the equity share capital of the Company in respect of 13,25,820 options. However as per LMEL ESOP 2017 the number of options outstanding for vesting is 7,90,000. On vesting of 7,90,000 options as per LMEL ESOP 2017, the paid up equity Share Capital of the Company will increase by a like number of shares i.e. 7,90,000 Equity Shares. The ESOP details are available on the Company's website at http://www.lloyds.in/wp-content/uploads/2021/05/ESOP_Disclosure.pdf **The Company has not issued any GDRs / ADRs.**
Commodity price risk or foreign exchange risk and hedging activities	Not Applicable

Plant locations	**Sponge Iron & Power Plant** Plot No. A-1/2, MIDC Area, Ghugus, Dist. Chandrapur- 442 505. Maharashtra.
Tentative calendar of the Board Meetings for FY 2021-22	**For the quarter ended June 30, 2021** – On or before 14th August, 2021 **For the quarter and half year ended September 30, 2021** – On or before 14th November, 2021 **For the quarter ended December 31, 2021** – On or before 14th February, 2022 **For the quarter and year ended March 31, 2022** - On or before 30th May, 2022 **Annual General Meeting** – On or before 30th September, 2022

4. Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital to reconcile the total capital held with the National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The Audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges. The report, inter alia, confirms that the number of shares issued, listed on the Stock exchange and that held in demat and physical mode are in agreement with each other.

5. Market Price Data

Since the shares of the Company were not traded on Metropolitan Stock Exchange of India Limited during the financial year 2020-21, Market price data of Metropolitan Stock Exchange of India Limited is not available.

The market price data and the volume of your Company's shares traded on BSE during the year ended 31st March, 2021 are as follows:

The monthly movement of Equity Share Price on Bombay Stock Exchange			
2020-2021	**Share Price (In ₹)**		**BSE Sensex**
Months	**High**	**Low**	**Close**
April	5.90	4.12	33,717.62
May	8.97	4.41	32,424.10
June	10.85	6.60	34,915.80
July	12.42	9.31	37,606.89
August	12.24	9.94	38,628.29
September	12.50	9.22	38,067.93
October	12.08	9.81	39,614.07
November	10.80	9.25	44,149.72
December	11.90	9.31	47,751.33
January	17.49	9.80	46,285.77
February	13.00	10.70	49,099.99
March	13.00	10.48	49,509.15

6. **Distribution of Shareholding as on 31st March, 2021**

Shareholding of Nominal Value (INR)	Number of Shareholders	Percentage (%)	Number of Shares Held	Percentage (%)
1 – 5,000	12,196	94.93	1,13,82,388	4.52
5,001 – 10,000	264	2.05	20,58,075	0.82
10,001 – 20,000	126	0.98	19,26,340	0.77
20,001 – 30,000	68	0.53	17,21,166	0.68
30,001 – 40,000	26	0.20	9,29,190	0.37
40,001 – 50,000	30	0.23	14,09,178	0.56
50,001 – 1,00,000	55	0.43	40,55,294	1.61
1,00,001 and above	83	0.65	22,82,67,589	90.67
Total	**12,848**	**100.00**	**25,17,49,220**	**100.00**

7. **Categories of shareholders on 31st March, 2021**

Category	Category of Shareholder	Total Number of Shares	Total Shareholding as a Percentage of Total Number of Shares
PROMOTER & PROMOTER GROUP			
Indian	Promoter	16,59,12,177	65.90
	Promoter Group	-	-
	Total (Promoter & Promoter Group)	**16,59,12,177**	**65.90**
PUBLIC			
Institutions	Mutual Funds	2,000	0.00
	Financial Institutions/ Banks	13,829	0.01
	Foreign Portfolio Investor/ Foreign Institutional Investors	-	-
	Total (Institutions)	**15,829**	**0.01**
Non-institutions	Bodies Corporate	1,45,84,615	5.79
	Individuals & HUF	6,57,45,987	26.12
	Clearing Members	1,47,971	0.06
	Non-Resident Indian	10,96,471	0.43
	Trusts	1,000	0.00
	Unclaimed Account	29,19,350	1.16
	Total (Non-Institutions)	**8,44,95,394**	**33.56**
Total (Public)		**8,45,11,223**	**33.57**
NON-PROMOTER & NON-PUBLIC			
Lloyds Employees Welfare Trust (ESOP Trust)		13,25,820	0.53
Total (Non-Promoter & Non-Public)		**13,25,820**	**0.53**
GRAND TOTAL		**25,17,49,220**	**100.00**

8. Top Ten Shareholders across all categories as on 31st March, 2021

Sr. No.	Name of Shareholders	No of Shares	% of Holding
1	ASP Technologies Private Limited	3,64,00,340	14.46
2	Lloyds Metals & Minerals Trading LLP	3,57,41,529	14.20
3	Triumph Trade & Properties Developers Private Limited	2,91,58,208	11.58
4	Shree Global Tradefin Limited	2,88,90,380	11.48
5	Ravi Agarwal	1,17,30,000	4.66
6	Shreekrishna Gupta	96,02,000	3.81
7	Madhur Gupta	96,00,000	3.81
8	Halan Properties Private Limited	65,23,000	2.59
9	Om Hari Mahabir Prasad Halan	59,00,000	2.34
10	Kamal Khetan	38,10,000	1.51

9. Status of dematerialisation of shares

As on 31st March, 2021, all except 43,56,660 equity shares of the Company are held in dematerialized form. The breakup of the equity shares held in dematerialized and physical form as on 31st March, 2021 is as follows:

Particulars	No. of shares	Percent of equity
NSDL	22,10,96,560	87.82
CDSL	2,62,96,000	10.45
Physical	43,56,660	1.73
Total	**25,17,49,220**	**100.00**

10. Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disclose the following details in its annual report, as long as there are shares in the unclaimed suspense account. The details of Lloyds Metals and Energy Limited unclaimed suspense account are as follows: -

Sr. No	Particulars	Demat	
		Number of Shareholders	Number of Unclaimed Equity shares
1	Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 01st April, 2020	2,551	29,24,350
2	Unclaimed shares transferred to unclaimed suspense account during the financial year 2020-21	Nil	Nil
Total (1+2)		**2,551**	**29,24,350**
3	Number of shareholders to whom shares were transferred from suspense account during the financial year 2020-21	5	5,000
4	Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 31st March, 2021 (1+2-3)	**2,546**	**29,19,350**
Number of shareholders who approached listed entity for transfer of shares from suspense account during the financial year 2020-21;		5	5,000

The voting rights on the shares in the unclaimed suspense accounts as on 31st March, 2021 shall remain frozen till the rightful owners of such shares claim the shares.

11. Disclosure by key managerial personnel about related party transactions:

The Board has received disclosures from key managerial personnel relating to transactions where they and/or their relatives have personal interest. There were no materially significant related party transactions, which have potential conflict with the interest of the company at large. The related party transactions have been disclosed in form AOC 2 and in the notes to Balance Sheet and Statement of Profit and Loss for the year ended 31st March, 2021.

The Company has laid down a policy for dealing with Related Party Transactions. The Policy on Related Party Transactions can be accessed on the Company's website at

http://www.lloyds.in/wp-content/uploads/2021/02/Policy_on_Materiality_of_Related_Party_Transaction.pdf

12. Related Party Disclosure

The disclosure of related party transactions of the Company in the format prescribed in the Indian Accounting Standard is mentioned in Note No. 32 of the Audited Financial Statement of the Company forming part of this Annual Report.

13. Disclosure of Accounting Treatment

The Company follows Indian Accounting Standards (Ind AS) issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

14. Proceeds from public issues, rights issues, preferential issues etc.

During the year under review, the Company raised the funds through (i) issue of 90,00,00,000 warrants convertible into equity shares on preferential basis to promoters/promoter entities; (ii) issue of 2,40,00,000 Equity shares pursuant to conversion of 2,40,00,000 Convertible warrants into Equity Shares to promoters/promoter entities and (iii) issue of 2,66,50,000 Optionally Fully Convertible Debentures to Non- Promoter on Preferential allotment basis. The total funds of ₹ 53,61,30,000/- raised through aforesaid preferential allotment has been fully utilized by the Company during the year 2020-21 and the company affirms that there has been no deviation or variation in utilization of such proceeds raised through the preferential allotment.

15. Matters related to Capital Markets

The company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the company by any Stock Exchange or SEBI or any statutory authority, on any matter relating to capital markets, during the last three years.

16. Management Discussion & Analysis Report

The Management Discussion & Analysis Report is a part of Director's Report.

17. Credit Rating

During the year under review, Brickwork Ratings India Private Limited has reaffirmed the Credit Rating of the **Banks Fund Based Loan Facilities** (Long Term) as **BWR BBB-/Stable** (BWR Triple B minus) and **Banks Non Fund Based Loan Facilities** (Short Term) as **BWR A_3** (BWR A three).

18. Green Initiative

Pursuant to section 101 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended, the Company can send Notice of Annual General Meeting, financial statements and other Communication in electronics forms. This Company is sending the Annual Report including the Notice of Annual General Meeting, Audited Standalone & Consolidated Financial Statements, Directors Report, Auditors Report along with their annexure etc. for the financial year 2020-21 in the electronic mode to the shareholders who have registered their e-mail ids with the Company and/or their respective Depository Participates (DPs).

Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail addresses with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with the Company's Registrar and Share Transfer Agent "Bigshare Services Private Limited"

19. Address for Correspondence

For transfer/dematerlisation of shares and any other query relating to the shares of the Company.

Bigshare Services Private Ltd

1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai–400059.
Tel No.: - 022–6263 8200; Fax No:- 022–6263 8299. E-mail: **investor@bigshareonline.com**.

Any query on Annual Report

Secretarial Department:

A2, 2nd Floor, Madhu Estate, Pandurang Budhkar Marg, Lower Parel (W), Mumbai- 400013.
Tel. No. 022-6291 8111. E mail: **investor@lloyds.in**

20. Independent Director Confirmation

In terms of Schedule V(C)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the declaration of independence received from the Independent Directors of the Company, we are of the opinion that the Independent Directors of the Company fulfills the conditions specified under Regulation 16(b) of Listing Regulations and are independent of Management

21. Compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is annexed hereto marked as **"Annexure I"** and forms part of this report.

22. CEO and CFO Certification

The Managing Director and CFO of the Company have given the certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The requisite certificate from the Managing Director and CFO of the Company is annexed hereto marked as **"Annexure II"** and forms part of this report.

23. Certification from Company Secretary in Practice

M/s B. R. Gupta & Co., Practicing Company Secretary, has issued a certificate as required under the Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this report as **"Annexure III".**

24. Certificate on Compliance with Code of Conduct

This Code has been laid down with a view to promote good corporate governance and exemplary personal conduct and is applicable to all the Directors and Senior Managerial Personnel of the Company. This Code can be accessed on the Company's website at **http://www.lloyds.in/wp-content/uploads/2021/02/Code_of_conduct.pdf**.

The Declaration of compliance of the Code of Conduct in terms of Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto marked as **"Annexure IV"** and forms part of this report.

For and on behalf of the Board of Directors
Lloyds Metals and Energy Limited

Sd/-
Mukesh Gupta
Chairman
DIN: 00028347

Date: 12th April, 2021
Place: Mumbai

Annexure I

Auditors' Certificate regarding compliance of conditions of Corporate Governance

To the Members,
Lloyds Metals and Energy limited
CIN: L40300MH1977PLC019594
Plot No. A 1-2, MIDC Area,
Ghugus, Dist. Chandrapur - 442 505,
Maharashtra

We have examined the compliance of conditions of corporate governance by Lloyds Metals and Energy Limited ('the Company') for the year ended 31st March, 2021, as prescribed in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and para-C and D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

We state that the compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned LODR.

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

For M/s VSS & Associates

Sd/-
ICAI Firm Registration No. 105787W
Sanjay Jain
Partner
Membership No 046565
UDIN:21046565AAAAED8609

Date: 12th April, 2021
Place: Mumbai

Annexure II

CEO/CFO CERTIFICATE
[Regulation 17(8)]

To,
The Board of Directors
Lloyds Metals and Energy Limited

We hereby certify that we have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended 31st March, 2021 and that to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the aforesaid period which are fraudulent, illegal or violative of the Company's Code of Conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal control systems, if any, of which we are aware, and that we have taken the required steps to rectify these deficiencies.
5. We have indicated to the Auditors and the Audit Committee that:
   (a) There have been no significant changes in internal control over financial reporting during the year.
   (b) There have been no significant changes in accounting policies during the year.
   (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Riyaz Shaikh
Chief Financial Officer

Date: 12th April, 2021
Place: Mumbai

Annexure III

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

(Pursuant to clause 10 of Part C of Schedule V of LODR)

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of The Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015; (LODR) in respect of Lloyds Metals and Energy Limited (CIN: L40300MH1977PLC019594) I hereby certify that:

On the basis of the written representation/declaration received from the directors of the Company and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary, that none of the Directors on the Board of the Company as on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

Sd/-
Rahul Gupta
B.R. Gupta & Co
Practicing Company Secretary
ACS: 43021
C.P. No: 20863
UDIN: A043021C000068211

Date: 12th April, 2021
Place: Mumbai

Annexure IV

Declaration of Compliance of the Code of Conduct in terms of Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given hereunder:

In terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per 'affirmation of compliance' letters received from the Directors and the members of senior managerial personnel of the Company, I hereby declare that members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management during the financial year 2020-21.

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Date: 12th April, 2021
Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

To the Members of **M/s. Lloyds Metals and Energy Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **M/s. Lloyds Metals and Energy Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on 31st March, 2021, 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 Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the Rules 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.

Emphasis of Matter

We draw your attention to Note 38 to the financial statements.

No provision has been made during the year ended on 31st March 2021 for Deferred Tax. Ind AS 12 requires recognition of tax consequences of difference between the carrying amounts, of assets and liabilities and their tax base. With reference to the above, the company has not adhered with measurement criteria as per Ind AS 12.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. **Optionally Fully Convertible Debenture**

   Refer Notes 12 and 16(iii) to the Standalone Financial Statements

   The company has entered into an agreement during the F.Y. 2020-21, with Clover Media Private Limited for the issue of 9% Optionally Fully Convertible Debenture ("OFCDs") amounting to ₹ 19,98,75,000/- These may be converted at the option of Debenture holder within a time frame of not exceeding 18 months from the date of allotment into one fully paid-up Equity shares of ₹ 1/- each of the Company at a price of ₹ 7.50 (including premium of ₹ 6.50) per share. The OFCDs shall carry simple interest @ 9% p.a. payable on half yearly basis commencing from 26th June 2020.

   A compound financial instrument is a debt instrument with an embedded conversion option into ordinary equity shares. The management has considered the above instrument as a Compound Financial Instrument which comprises two components: a financial liability and an equity instrument.

   As at 31st March 2021, the carrying value of OFCDs liability component and an equity component is ₹ 1972.26 lakhs and ₹ 127.69 lakhs respectively, based on the provisions of IND AS 32.

   The management has used its judgements and estimates in presentation and disclosure of the aforementioned instrument in accordance with the principles of IND AS 32, Financial Instrument: Presentation.

   Auditors Response:

   Our audit procedures to assess the accounting of the OFCDs included the following:

   1) Obtained understanding of the contractual terms of the OFCD agreement. 2) Obtained accounting analysis of OFCDs from the management and reviewed the same in light of appropriate accounting guidance. 3) Performed audit procedures on valuation inputs and accounting entries of the transaction as per IND AS 109. 4) Assessing the appropriateness of the presentation as per IND AS 32 of the financial instruments.

2. **Inventory for Trading**

   Refer Notes 8 to the Standalone Financial Statements

   During the F.Y.2020-21, the company has purchased land worth ₹ 1559.61 lakhs. The management estimates that the land so acquired is to be held for sale and not for use in the ordinary course of business.

   As per the IND AS 2: Inventories, inventories are assets held for sale in the ordinary course of business; in the process of production for such sale; or in the form of materials or supplies to be consumed in the production process or in the rendering of services.

Of the company's ₹ 11,571 lakhs of inventory on hand as at 31st March, 2021, the company has classified the aforementioned land as inventory for trading in accordance with the principles of IND AS 2.

Auditors Response:

Our audit procedures include, among others, assessing the appropriateness of the management's judgment in estimating the value and classification of inventory, evaluating the completeness of transaction.

3. **Evaluation of Contingent Liabilities**

Refer Note 34 to the Standalone Financial Statements

Claims against the company not acknowledged as debts is disclosed in the Standalone Financial Statements. The existence of the payments against these claims requires management judgment to ensure disclosure of most appropriate values of contingent liabilities.

Auditors Response: Our audit procedures include, among others, assessing the appropriateness of the management's judgment in estimating the value of claims against the company not acknowledged as debts as given in the Note 34.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Corporate Governance Report but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the 'Annexure B', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extend applicable.
2. As required by section 143(3) of the Act, we report that:
   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 Company has no branch office and hence the company is not required to conduct audit under section 143 (8) of the Act;
   d. The Balance Sheet, the Statement of Profit and Loss, the Cash flow statement dealt with by this Report are in agreement with the books of account;
   e. In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (As amended);
   f. On the basis of the written representations received from the directors as on 31st March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
   g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's Internal Financial Controls over financial Reporting; and
   h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us (As amended):
      i. The Company has disclosed the impact of pending litigations on its financial position in Note 34 of the Standalone Financial Statements.
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. During the year, no amounts were required to be transferred to the Investor Education and Protection Fund by the Company. So, the question of delay in transferring such sums does not arise.

For **VSS & Associates**
Chartered Accountants
ICAI Firm Reg. no.: 105787W

Sd/-
Sanjay Jain
Partner
M.No.: 046565
UDIN: 21046565AAAAEG7134

Dated: 12th April 2021
Place: Mumbai

Annexure – A to the Independent Auditors' Report

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

Opinion

We have audited the internal financial controls over financial reporting of **M/s Lloyds Metals and Energy Limited** ("the Company") as of 31st March 2021 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these Standalone Financial Statements and such internal financial controls over financial reporting were operating effectively as at 31st March 2021, 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.

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 (the "Guidance Note") 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. 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 Standalone Financial Statements, whether due to fraud or error.

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

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 Standalone 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 Standalone 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 Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting with Reference to Standalone Financial Statements

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.

For **VSS & Associates**
Chartered Accountants
ICAI Firm Reg. no.: 105787W

Sd/-
Sanjay Jain
Partner
M.No.: 046565
UDIN: 21046565AAAAEG7134

Dated: 12th April 2021
Place: Mumbai

Annexure - B to Independent Auditor's Report

The 'Annexure B' referred to in Independent Auditor's Report to the Members of the Company on the Standalone Financial Statements for the year ended 31st March 2021, we report that:

i. a.) According to the information and explanation given to us and based on the records produced before us, we are of the opinion that the Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.

b.) According to the information and explanation given to us, fixed assets were not physically verified by the management according to a designed to cover all the locations which in our opinion, is reasonable having regard to the size of the company and the nature of its assets.

c.) According to the information and explanation given to us and on verification, the title deeds of immovable properties are held in the name of the company.

ii. According to the information and explanation given to us Inventory has been physically verified by the management during the year. No material discrepancies were noticed that would have an impact over the Standalone Financial Statements.

iii. According to the information and explanation given to us, the Company has not granted during the year any unsecured loans. Hence this clause is not applicable to the Company.

iv. The Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185 of the Act. The Company has complied with the provisions of section 186 of the Act in respect of investments made or loans or guarantee or security provided to the parties covered under Section 186.

v. According to the information and explanation given to us, the company has not accepted any deposits within the meaning of Section 73 to 76 of the Act and the rules framed there under.

vi. According to the information and explanation given to us, the Company has maintained cost records as specified by the Central Government under sub-section (1) of section 148 of the Act.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues including provident fund, employees state insurance, income tax, goods and service tax, duty of customs, cess, professional tax and other material statutory dues, as applicable, with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, goods and service tax, duty of customs, cess, professional tax and other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.

(b) The details of dues of Excise duty which have not been deposited as at 31st March, 2021 on account of dispute are given below.

Sr. No.	Name of the Statute	Forum where dispute is pending	Amount (in lakhs)
1.	The Central Excise Act, 1944	Supreme Court	5.20
2.	The Central Excise Act, 1944	CESTAT, Mumbai	584.46
		Total	**589.66**

viii. According to the information and explanation given to us and based on the records before us, the company has not defaulted in repayment of dues to financial institutions and banks.

ix. According to the information and explanation given to us and the record produced before us, the company has not raised moneys by way of initial public offer or further public offer. The Company has raised funds under term loans this year and they have been applied for the purpose for which they were raised.

x. During the course of our examination of the books of account carried in accordance with the generally accepted auditing standards in India, we have neither come across any instance of fraud on or by the Company by its officers or employees, either noticed or reported during the year, nor have we been informed of such case by the Management.

xi. According to the information and explanation given to us and the record produced before us, managerial remuneration has been paid during the year as per the provisions of section 197 read schedule V to the Act.

xii. The Company is not a Nidhi Company as specified in the Nidhi Rules, 2014. Hence the provision of this clause is not applicable to the company.

xiii. According to the information and explanation given to us and the record produced before us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Standalone Financial Statements, required by the applicable Indian Accounting Standards and AOC-2 marked as Annexure III in the Board's Report.

xiv. According to the information and explanation given to us and the record produced before us, the company has made preferential allotment of optionally fully convertible debentures during the year under review and the requirements of Sec 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised.

xv. As per the information and explanation given to us and the record produced before us, the company has not entered into any non-cash transactions with directors or persons connected with him.

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

For **VSS & Associates**
Chartered Accountants
ICAI Firm Reg. no.: 105787W

Sd/-
Sanjay Jain
Partner
M.No.: 046565
UDIN: 21046565AAAAEG7134

Dated: 12th April 2021
Place: Mumbai

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2021

(₹ in Lakhs)

	Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
	ASSETS			
(1)	**Non-Current Assets**			
	(a) Property, Plant and Equipment	4	**36,088.63**	37,094.58
	(b) Capital Work in Progress		**8,471.00**	4,236.59
	(c) Right to Use Account		**78.83**	298.15
	(d) Financial Assets			
	(i) Investments	5	**13.55**	13.15
	(e) Deferred tax assets	6	**1,873.32**	1,873.32
	(f) Other Non-current Assets	7	**72.67**	64.89
	Total Non Current Assets		**46,598.00**	**43,580.68**
(2)	**Current Assets**			
	(a) Inventories	8	**11,571.00**	8,411.68
	(b) Financial Assets			
	(i) Trade Receivables	9(i)	**691.12**	788.75
	(ii) Cash and Cash Equivalent	9(ii)	**39.90**	1,182.33
	(iii) Bank Balances Other than (ii) above	9(iii)	**763.86**	677.44
	(iv) Other Financial Assets	9(iv)	**1,758.06**	1,824.04
	(v) Prepayments	9(v)	**154.09**	110.01
	(c) Other Current Assets	10	**10,449.32**	7,635.70
	Total Current Assets		**25,427.35**	**20,629.95**
	TOTAL ASSETS		**72,025.35**	**64,210.63**
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share Capital	11	**2,534.72**	2,269.01
	(b) Other Equity	12	**15,675.81**	12,171.54
	Total Equity		**18,210.53**	**14,440.55**
	LIABILITIES			
(1)	**Non Current Liabilities**			
	Financial Liabilities			
	(a) Borrowings	13	**9,316.62**	8,089.57
	(b) Provisions	14	**573.70**	573.08
	(c) Other Non-Current Liabilities	15(i)	**28,217.29**	27,570.32
	(d) Lease Liability	15(ii)	**63.84**	252.68
	Total Non Current Liabilities		**38,171.45**	**36,485.65**
(2)	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	16(i)	**969.36**	1,798.81
	(ii) Trade Payables			
	a) total outstanding dues of micro enterprises and small enterprises; and		**-**	-
	b) total outstanding dues of creditors other than micro enterprises and small enterprises	16(ii)	**3,525.22**	6,112.38
	(iii) Other Financial Liabilities	16(iii)	**7,772.48**	2,682.20
	(b) Provisions	17	**1,033.86**	1,437.60
	(c) Other Current Liabilities	18	**2,324.65**	1,196.32
	(d) Lease Liability	18 (i)	**17.80**	57.12
	Total Current Liabilities		**15,643.37**	**13,284.43**
	TOTAL EQUITY AND LIABILITIES		**72,025.35**	**64,210.63**

See accompanying Notes 1 to 40 are integral part of these Financial Statements

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

(₹ in Lakhs)

		Particulars	Note No.	For the Year ended 31st March, 2021	For the Year ended 31st March, 2020
		INCOME			
I		Revenue from Operations	19	**25,340.67**	37,173.85
II		Other Income	20	**1,990.25**	2,562.31
III		**Total Income (I+II)**		**27,330.92**	**39,736.16**
IV		**EXPENSES**			
	(a)	Cost of Materials Consumed	21	**21,742.74**	29,764.91
	(b)	Changes in Inventories of Finished goods, Stock-in-Trade and Work-in-progress	22	**(1,445.01)**	(977.44)
	(c)	Employee Benefit Expenses	23	**1,469.31**	2,271.09
	(d)	Finance Cost	24	**1,682.22**	1,610.38
	(e)	Depreciation	25	**1,382.53**	1,755.40
	(f)	Other Expenses	26	**2,486.45**	4,002.50
		Total Expenses(IV)		**27,318.24**	**38,426.84**
V		**PROFIT /(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III-IV)**		**12.68**	**1,309.32**
VI		Exceptional Items		**-**	-
VII		**PROFIT / (LOSS) BEFORE TAX (V-VI)**		**12.68**	**1,309.32**
VIII		**Tax Expenses:**			
	(1)	Current Tax		**-**	-
	(2)	Deferred Tax	27	**-**	**(1,873.32)**
IX		**PROFIT / (LOSS) FROM ORDINARY ACTIVITIES AFTER TAX (VII-VIII)**		**12.68**	**3,182.64**
X		**OTHER COMPREHENSIVE INCOME**			
	(a)	(i) Items that will be reclassified subsequently to the statement of profit and loss		**52.33**	**(27.60)**
		(ii) Income tax on items that will be reclassified subsequently to the statement of profit and loss		**-**	-
	(b)	(i) Items that will not be reclassified subsequently to the statement of profit and loss		**-**	-
		(ii) Income tax on items that will not be reclassified subsequently to the statement of profit and loss		**-**	-
		TOTAL OTHER COMPREHENSIVE INCOME/(LOSSES)		**52.33**	**(27.60)**
XI		**TOTAL COMPREHENSIVE INCOME OF THE YEAR (IX+X)**		**65.01**	**3,155.04**
XII		**EARNING PER EQUITY SHARES:**			
	(1)	Basic (in ₹)		**0.01**	**1.42**
	(2)	Diluted (in ₹)		**-**	**-**

See accompanying Notes 1 to 40 are integral part of these Financial Statements

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

(₹ in Lakhs)

	Particulars	For the Year ended 31st March, 2021	For the Year ended 31st March, 2020
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit/(Loss) Before Tax	**12.68**	1,309.32
	Adjustments for:		
	Depreciation	**1,382.53**	1,755.40
	Other comprehensive Income	**52.33**	(27.60)
	SBP Reserve	**111.90**	356.33
	Loss on disposal of Property, Plant and equipment	**0.07**	-
	Interest/Dividend Income	**(49.52)**	(45.07)
	Interest & Financial Charges	**704.71**	1,043.90
	Operating Profit Before Working Capital Changes	**2,214.70**	**4,392.28**
	Change in operating assets and liabilities		
	(Increase)/Decrease in Trade and other Receivables	**97.63**	1,521.22
	(Increase)/Decrease in Financial Assets	**65.98**	(660.30)
	(Increase)/Decrease in Other Current Assets	**(2,795.24)**	175.64
	(Increase)/Decrease in Inventories	**(1,599.71)**	(1,047.59)
	(Increase)/Decrease in Other Non Current Assets	**(7.78)**	(2.10)
	(Increase)/Decrease in Prepayments	**(44.08)**	(2.72)
	Increase/(Decrease) in Borrowings	**(829.45)**	1,531.72
	Increase/(Decrease) in Trade Payable	**(2,587.16)**	(291.84)
	Increase/(Decrease) in Other Financial Liabilities	**4,323.94**	1,077.79
	Increase/(Decrease) in Lease Liabilities	**(39.32)**	(34.22)
	Increase/(Decrease) in Other Current Liabilities	**(529.44)**	736.76
	Increase/(Decrease) in Non Current Liabilities	**646.97**	(2,924.38)
	Increase/(Decrease) in Provisions	**(403.12)**	674.20
	Cash Generated from Operations	**(1,486.08)**	**5,146.47**
	Direct Taxes (Paid)/ Net of Refunds	**(7.97)**	10.06
	Net cash inflow (outflow) from operating activities	**(1,494.05)**	**5,156.53**
B	**CASH FLOW FROM INVESTING ACTIVITIES :**		
	Purchase of Property, Plant & Equipment	**(1,892.69)**	(2,986.47)
	(Increase)/Decrease on FDR	**(86.42)**	147.97
	(Increase)/Decrease on Investment in Joint Venture	**(0.40)**	-
	Sale of Property, Plant & Equipment	**(43.57)**	-
	Interest/Dividend Received	**39.13**	30.85
	(Increase)/Decrease in Capital WIP	**(4,234.41)**	(616.92)
	Net cash inflow (outflow) from investing activities	**(6,218.36)**	**(3,424.57)**
C	**CASH FLOW FROM FINANCING ACTIVITIES :**		
	Interest & Financial Charges Paid	**(773.93)**	(1,016.85)
	Proceeds from issue of Shares under ESOP	**265.71**	103.83
	Proceeds from issue of Shares warrant money	**1,562.55**	-
	Proceeds from Share Premium	**1,980.84**	-
	Proceeds From Borrowing	**4,327.98**	1,957.66
	(Repayment) of Borrowing	**(793.17)**	(1,614.02)
	Net cash inflow /(outflow) from financing activities	**6,569.98**	(569.38)
	Net Increase /(Decrease) in Cash & Cash Equivalents (A+B+C)	**(1,142.43)**	1,162.57
	Cash & Cash Equivalents as at the beginning of Period	**1,182.33**	19.76
	Cash & Cash Equivalents as at the end of Period	**39.90**	1,182.33
	Net Increase / (Decrease) in Cash & Cash Equivalents	**(1,142.43)**	1,162.57
	Components of Cash and Cash equivalents		
	(a) Cash on Hand	23.51	23.47
	(b) Balance with Schedule Bank in : Current account	16.39	1,158.86
	Total cash and Cash Equivalents	**39.90**	1,182.33

Notes :

1 Cash Flow Statement has been prepared following the indirect method as set out in Ind AS -7 specified under Section 133 of the Companies Act, 2013 except in case of interest paid / received, purchase and sale of Investments which have been considered on the basis of actual movements of cash with necessary adjustments in the corresponding assets and liabilities.

2 Cash and Cash Equivalents represent Cash & Bank balances.

See accompanying notes 1 to 40 are integral part of these Financial Statements

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

STANDALONE STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

A. Equity Share Capital

(₹ in Lakhs)

Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
Equity Share at the beginning of the year		**2,269.01**	**2,243.05**
Changes in Equity share Capital	**11**	265.71	25.96
Equity Share at the end of the year		**2,534.72**	**2,269.01**

B. Other Equity

(₹ in Lakhs)

Particulars	Note No.	Reserves and Surplus					Other comprehensive income	Total
		Capital Reserve	Share premium	Share warrant Application money	Retained Earnings	SBP Reserves		
As at 1st April, 2019		**7,756.22**	**-**		**521.73**	**292.89**	**11.46**	**8,582.30**
Profit for the year		-			3,182.64	-	-	3,182.64
Add during the Year			77.87			356.33		434.20
Share Based Payment (Refer Note No.36)		-	343.72		-	(343.72)	-	0.00
Actuarial Gain/ (Loss) for the year		-			-	-	(27.60)	(27.60)
As at 31st March, 2020	**12**	**7,756.22**	**421.59**	**-**	**3,704.37**	**305.50**	**(16.14)**	**12,171.54**
Profit for the year		-			12.68	-	-	12.68
Add during the Year			1,637.13	1,562.55		111.89		3311.57
Share Based Payment (Refer Note No.36)		-	347.06	127.69	-	(347.06)	-	127.69
Actuarial Gain/ (Loss) for the year		-			-	-	52.33	52.33
As at 31st March, 2021		**7,756.22**	**2,405.78**	**1,690.24**	**3,717.05**	**70.33**	**36.19**	**15,675.81**

See accompanying Notes 1 to 40 are integral part of these Financial Statements

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of
Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

1. Background

Lloyds Metals and Energy Limited was incorporated in 1977 having it's registered office at Plot No A 1-2, MIDC Area Ghugus Chandrapur - 442505, Maharashtra State. The Company is into the business of manufacturing of Sponge Iron, Power generation and mining activities.

2. Significant Accounting Policies

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

a) Basis of preparation

i) These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year-end figures reported in this statement.

ii) Historical cost convention the financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value;
- Defined benefit plans – plan assets measured at fair value;

b) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company has identified Managing Director and Chief Financial Officer as chief operating decision maker. Refer Note 37 for segment information presented.

c) Foreign currency transaction

i) Functional and presentation currency: Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian National rupee (`), which is the Company's functional and presentation currency.

ii) Transactions and balances: Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Exchange differences arising from foreign currency fluctuations are dealt with on the date of payment/receipt. Assets and Liabilities related to foreign currency transactions remaining unsettled at the end of the period/year are translated at the period/ year end rate. The exchange difference is credited / charged to Profit & Loss Account in case of revenue items and capital items.

Forward exchange contracts entered into, to hedge foreign currency risk of an existing asset/ liability. The premium or discount arising at the inception of forward exchange contract is amortized and recognized as an expense/ income over the life of the contract. Exchange differences on such contracts, except the contracts which are long-term foreign currency monetary items, are recognized in the statement of profit and loss in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognized as income or as expense for the period.

d) Revenue Recognition

Revenue from Sales of Goods & Services

The company recognizes revenue in accordance with Ind- AS 115. Revenue is recognized when a customer obtains control of goods or services and thus has the ability to direct the use and obtained the benefits of the goods or services. Any advance received against supply of the goods and services is recognized under the head current liabilities, sub head trade and other payable.

Under Ind AS 115, revenue is recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The new revenue standard will supersede all current revenue recognition requirements under Ind AS.

Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

asset to that asset's net carrying amount on initial recognition.

e) Government grants

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs they are intended to compensate and presented within other income.

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

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

f) Taxes

Income tax expenses comprise current tax expense and the net changes in the deferred tax asset or inability during the year. Current & deferred taxes are recognized in the statement of Profit & Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current & deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

1) Current income tax

Income tax expense is the aggregate amount of Current tax. Current tax is the amount of income tax determined to be payable in respect of taxable income for an accounting period or computed on the basis of the provisions of Section 115JB of Income Tax Act, 1961 by way of minimum alternate tax at the prescribed percentage on the adjusted book profits of a year, when Income Tax Liability under the normal method of tax payable basis works out either a lower amount or nil amount compared to the tax liability u/s 115JA.

2) Deferred Tax

Deferred tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. However, deferred tax are not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. However, if these are unabsorbed depreciation, carry forward losses and items relating to capital losses, deferred tax assets are recognised when there is reasonable certainty that there will be sufficient future taxable income available to realize the assets. Deferred tax assets in respect of unutilized tax credits which mainly relate to minimum alternate tax are recognised to the extent it is probable that such unutilized tax credits will get realized.

The unrecognized deferred tax assets/carrying amount of deferred tax assets are reviewed at each reporting date for recoverability and adjusted appropriately.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the balance sheet, if and only when, (a) the Company currently has a right to set-off the current income tax assets and liabilities, and (b) when it relate to income tax levied by the same taxation authority and where there is an intention to settle the current income tax balances on net basis. Ref. Note No.38

g) Leases

The Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

leases. Payments made under operating leases are charged to Statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

In March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting

Standards) (Amendments) Rules, 2019, notifying Ind AS 116 - 'Leases'. This standard is effective from 1st April, 2019. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Ind AS 116 - Leases amends the rules for the lessee's accounting treatment of operating leases. According to the standard all operating leases (with a few exceptions) must therefore be recognized in the balance sheet as lease assets and corresponding lease liabilities. The lease expenses, which were recognised as a single amount (operating expenses), will consist of two elements: depreciation and interest expenses. The standard has become effective from 2019 and the Company has assessed the impact of application of Ind AS 116 on Company's financial statements and provided necessary treatments and disclosures as required by the standard.(Refer Note No 39).

h) Impairment of assets

At the end of each reporting year, the company reviews the carrying amounts of its tangible assets and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Property plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverable amount of assets to be held and used is the higher of fair value less cost of disposal or value in use as envisaged in Ind-AS 36. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the asset exceeds the recoverable value of the asset. Impairment loss is recognized in the statement of profit and loss except for properties previously revalued with revaluation taken to other comprehensive income. For such properties impairment loss is recognized in other comprehensive income up to the amount of any previous revaluation.

i) Inventories

The general practice adopted by the company for valuation of inventory is as under:-

i) Raw Materials	*At lower of cost and net realizable value.
ii) Stores and spares	At cost
iii) Work-in-process/ semi-finished goods	At material cost plus labour and other appropriate portion of production and administrative overheads and depreciation
iv) Finished Goods/ Traded Goods	At lower of cost and market value.
v) Finished Goods at the end of trial run	At net realizable value.
vi) Scrap material	At net realizable value.
vii) Tools and equipments	At lower of cost and disposable value.

*Material and other supplies held for use in the production of the inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost.

Costs of inventories are determined on weighted average basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

j) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

k) Trade receivables

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

l) Investments and other financial assets

i. Classification

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

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

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

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

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

ii. Measurement

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

Debt instruments:

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

Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

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

Equity instruments:

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

Changes in the fair value of financial assets at fair value through profit or loss are recognized in the other income. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

iii. Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Ref Note 30 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

iv. De-recognition of financial assets

Financial asset is derecognized only when:

- The Company has transferred the rights to receive cash flow from the financial asset or

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

- retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay cash flows to one or more recipients.

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

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

m) Cost recognition

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Company are broadly categorized in to material consumption, cost of trading goods, employee benefit expenses, depreciation and amortization, other operating expenses and finance cost. Employee benefit expenses include employee compensation, gratuity, leave encashment, contribution to various funds and staff welfare expenses. Other expenses broadly comprise manufacturing expenses, administrative expenses and selling and distribution expenses.

n) Derivatives

The derivative contracts to hedge risks which are not designated as hedges are accounted at fair value through profit or loss and are included in profit and loss account.

o) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

p) Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and impairment loss, if any in accordance with Ind-AS 16. The Company reviews the fair value with sufficient frequency to ensure that the carrying amount does not differ materially from its fair value.

Cost excludes Input credit under GST and such other taxes which can utilize against GST liabilities. Depreciation on assets is claimed on such 'reduced' cost. All items of repairs and maintenance are recognized in the statement of profit and loss, except those meet the recognition principle as defined in Ind-AS 16 Any revaluation of an asset is recognized in other comprehensive income and shown as revaluation reserves in other equity

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation/Amortisation methods, estimated useful lives and residual value.

Depreciation is calculated using the straight-line basis at the rates arrived at based on the useful lives prescribed in Schedule II of the Companies Act, 2013. The company follows the policy of charging depreciation on pro-rata basis on the assets acquired or disposed off during the year. Leasehold assets are amortized over the period of lease.

The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains or losses on disposal are determined by comparing proceeds with carrying amount.

q) Intangible assets

i) Recognition

Intangible assets are recognized only when future economic benefits arising out of the assets flow to the enterprise and are amortized over their useful life. Intangible assets purchased are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

ii) Amortization methods and periods

The Company amortizes intangible assets on a straight line method over their estimated useful life not exceeding 5 years. Software is amortized over a period of three years.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

iii) Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of intangible assets recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets

r) Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

s) Borrowings

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

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

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognized in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instrument issued.

t) Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as defined in Ind-AS 23 are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost eligible for capitalization. Any related foreign currency fluctuations on account of qualifying asset under construction is capitalized and added to the cost of asset concerned. Other borrowing costs are expensed as incurred.

u) Employee benefits

i) Short-term obligations

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

ii) Other long-term employee benefit obligations

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

Remeasurements as a result of the experience adjustments and changes in actuarial assumptions are recognized in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

iii) Post-employment obligations

The Company operates the following post-employment schemes:

(a) Defined benefit plans such as gratuity; and

(b) Defined contribution plans such as provident fund and superannuation fund.

(c) Defined benefit plans such as Leave encashment.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Gratuity & Leave Encashment obligations

The liability or assets recognized in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss.

Defined contribution plans

The company pays provident fund contributions to publicly administered funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

iv) Equity settled share-based payments

Equity-settled share based payments to employee are measured at the fair value (i.e. excess of fair value over the exercise price of the option) of the Employee Stock Options Plan at the grant date. The fair value of option at the grant date is calculated by Black- Scholes model. In case the options are granted to employees of the company, the fair value determined at the grant date is expensed on a straight line basic over the vesting period, based on the Company's estimate of options that will eventually vest, with a corresponding increase in equity.

v) Bonus plans

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

v) Contributed equity

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

w) Dividends

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

x) Earnings per share

i) **Basic earnings per share:** Basic earnings per share are calculated by dividing:

- The profit attributable to owners of the company.
- By the weighted average number of equity shares outstanding during the financial year.

ii) **Diluted earnings per share:** diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

y) Custom duty and its benefits

Customs Duty payable on imported raw materials, components and stores and spares is recognized to the extent assessed by the customs department.

Customs duty entitlement eligible under pass book scheme / DEPB is accounted on accrual basis. Accordingly, import duty benefits against exports effected during the year are accounted on estimate basis as incentive till the end of the year in respect of duty free imports of raw material yet to be made.

z) The Treatment of expenditure during construction period

All expenditure and interest cost during the project construction period, are accumulated and shown as Capital Work-in- Progress until the project/assets

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

commences commercial production. Assets under construction are not depreciated. Expenditure/ Income arising out of trial run is part of pre-operative expenses included in Capital Work-in-Progress.

(aa) Fair value measurement

The Company reviews the fair value of Land with sufficient frequency to ensure that the carrying amount does not differ materially from its fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company uses valuation techniques that are appropriate in circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant absorbable inputs and minimizing the use of un-absorbable inputs. External valuers are appointed for valuing land. The selection criteria for these valuers include market knowledge, reputation, independence and whether professional standards are maintained.

(ab) Amortization of expenses

Equity Issue expenses: Expenditure incurred in equity issue is being treated as Deferred and Revenue Expenditure to be amortized over a period of 10 years;

Debenture Issue Expenses: Debenture Issue expenditure is amortized over the period of 10 years.

Deferred Revenue Expenses: Deferred Revenue expenses are amortized over a period of 5 years.

(ac) Research and development expenses

Research and Development costs (other than cost of fixed assets acquired) are expensed in the year in which they are incurred.

(ad) Investment in Associates:

Investments in associates are recognized at cost. The company provides for any permanent diminution, if any, in value of such investment.

(ae) Accounting for Provisions, Contingent Liabilities & Contingent Assets

In conformity with Ind-AS 37, 'Provisions, Contingent Liabilities and Contingent Assets', issued by the ICAI. A provision is recognized when the Company has a present obligation as a result of past even and it is probable than an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in financial statements.

(af) Provision for doubtful debts

The management reviews on a periodical basis the outstanding debtors with a view to determine as to whether the debtors are good, bad or doubtful after taking into consideration all the relevant aspects. On the basis of such review and in pursuance of other prudent financial considerations the management determines the extent of provision to be made in the accounts.

(ag) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

3. Critical estimates and Judgments

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected. Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

Impairment of Investments

The Company reviews its carrying value of investments carried at amortized cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 4 : Property, Plant and Equipment

(₹ in Lakhs)

Particulars	Gross carrying amount				Accumulated depreciation/amortisation				Net carrying amount	
	As at 1st April, 2020	Additions	Deletions	As at 31st March 2021	As at 1st April, 2020	For the Year	On disposals	As at 31st March 2021	As at 31st March 2021	As at 31st March 2020
Owned Assets										
Land	1,050.96	-	-	1,050.96	-	-	-	-	1,050.96	1,050.96
Factory Building & Site Development	2,694.42	126.61	-	2,821.03	1,204.82	96.43	-	1,301.25	1,519.78	1,489.60
Residential Building: Housing Complex	784.09	-	-	784.09	435.87	41.24	-	477.11	306.98	348.22
Mining Road	498.74	-	-	498.74	71.20	94.81	-	166.01	332.73	427.54
Plant and Machinery	43,904.27	109.56	-	44,013.83	25,350.25	551.83	-	25,902.08	18,111.75	18,554.02
Plant and Machinery- Power	19,997.21	-	-	19,997.21	5,564.48	463.80	-	6,028.28	13,968.93	14,432.73
Furniture & Fixture	208.77	90.50	-	299.27	110.71	17.30	-	128.01	171.26	98.06
Motor Vehicles	578.14	-	-	578.14	108.83	67.03	-	175.86	402.28	469.31
Office Equipments	134.92	1.61	0.58	135.95	84.04	3.84	0.42	87.46	48.49	50.88
Computers	144.99	2.52	-	147.51	140.33	2.59	-	142.92	4.59	4.66
Assets Taken on Lease										
Leasehold Land	168.60	2.28	-	170.88	-	-	-	-	170.88	168.60
Total - Property, Plant and Equipment	**70,165.11**	**333.08**	**0.58**	**70,497.61**	**33,070.53**	**1,338.87**	**0.42**	**34,408.98**	**36,088.63**	**37,094.58**

Refer Note 36 for charge created on Property, Plant and Equipments.

Note 5 (i) : Investments- Non Current

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Investments in Equity Instruments (unquoted - fully paid up)		
i) Shine Trade & Properties Developers Private Limited (Previously known as Gadchiroli Metals & Minerals Ltd.) 19,000 Equity Shares of ₹ 10/- Each (Previous Year 19,000 Equity Shares of ₹ 10 Each)	1.90	1.90
ii) Vimala Infrastructure Private Limited 12,500 Equity Shares of ₹ 10/- Each (Previous Year 12,500 Equity Shares of ₹ 10 Each)	1.25	1.25
iii) Punjab & Maharashtra Co-op. Bank Limited 40,000 Equity Shares of ₹ 25/- Each (Previous Year 40,000 Equity Shares of ₹ 25/- Each)	10.00	10.00
Investments in Equity Instruments of Joint Venture Companies		
Unquoted - fully paid up		
i) Thriveni Lloyds Mining Private Limited	0.40	-
Total Investment in Equity Shares	**13.55**	**13.15**
Less: Provision for Diminution of value of Investments	-	-
Aggregate amount of unquoted investments	**13.55**	**13.15**

Note 6 : Deferred Tax Asset

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Deferred Tax Asset		
Deferred Tax Asset (Ref. Note No.38)	1,873.32	1,873.32
Total - Deferred Tax Asset	**1,873.32**	**1,873.32**

Note 7 : Other Non-Current Assets

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Advances other than capital advances		
Deposits with MSEB & Others	72.67	64.89
Total Other Non Current Assets	**72.67**	**64.89**

Note 8 : Inventories

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(a) Raw Materials	1,664.26	1,334.76
(b) Work-in-Progress	25.32	-
(c) Finished Goods	1,871.26	1,369.01
(d) Stores and Spares	901.29	1,076.08
(e) Saleable Scrap & By products	4,659.55	3,742.12
(f) Intangible Inventory - Energy Saving certificate	836.88	836.88
(g) Intangible Inventory - Certified Emission Reduction (CER's)	52.83	52.83
(h) Inventory for trading	1,559.61	0.00
Total - Inventories	**11,571.00**	**8,411.68**

For valuation of inventories Refer Note 2(i) of Standard Accounting policy and for hypothecation and charges refer Note No. 16(i)(a) of Notes to Account.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 9 : (i) Trade Receivables - Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Unsecured		
Considered Good	691.12	788.75
Total - Trade Receivables	**691.12**	**788.75**

Note 9 : (ii) Cash and Cash Equivalents (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Cash and Cash Equivalents		
Cash on hand	23.51	23.47
Balances with banks In Current Accounts	16.39	1,158.86
Total - Cash and Cash Equivalents	**39.90**	**1,182.33**

Note 9 :(iii) Other Balances with Banks (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Other Bank Balances		
i) Balances in the form of FDR*	759.19	675.38
ii) Margin money against bill discounting	4.67	2.06
Total - Other Balances with Banks	**763.86**	**677.44**

* Held against various Bank Guarantees and letter of credit facilities.

Note 9 : (iv) Other Financial Assets -Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Advance to Suppliers	1,758.06	1,824.04
Total - Other Financial Assets	**1,758.06**	**1,824.04**

Note 9 : (v) Prepayments (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Prepaid Expenses	154.09	110.01
Total - Prepayments	**154.09**	**110.01**

Note 10 : Other Current Assets (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Other than Capital Advance		
i) Advance to Others	488.40	189.55
ii) Interest Receivable	41.43	31.04
iii) Balance Receivable from Govt. Authorities	9,915.44	7,411.06
iv) Balance Receivable against NSC	4.05	4.05
Total - Other Current Assets	**10,449.32**	**7,635.70**

Advances to others in the comparative statement as at 31st March, 2020 was ₹ 148.48 lakhs has now been reclassified to ₹ 189.55 Lakhs on account of Net of Credit parties balances.

Note 11 : Equity Share Capital (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
AUTHORIZED		
Equity Shares:		
75,00,00,000 Equity Shares of ₹ 1/- Each	7,500.00	7,500.00
(Previous year 75,00,00,000 Equity Shares of ₹ 1/- each)		
Preference Shares :		
2,50,00,000 Preference Shares of ₹ 10/- each	2,500.00	2,500.00
(Previous year 2,50,00,000 Preference Shares of ₹ 10/- each)		
Total	**10,000.00**	**10,000.00**
ISSUED, SUBSCRIBED & PAID-UP CAPITAL		
22,25,82,580 Equity Shares of ₹ 1/- each	2,225.83	2,225.83
(Previous year 22,25,82,580 Equity Shares of ₹ 1/- each)		
Add : 2,65,70,820 Equity Shares of ₹ 1/- each	291.67	25.96
(Previous year 25,95,820 Equity Shares of ₹ 1/- each)		
Add: Shares forfeited - 3,97,875 Equity Shares of ₹10/- each (Amount originally paid-up)	17.22	17.22
Total - Equity Share Capital	**2,534.72**	**2,269.01**

(A) Movement in Equity Share Capital:

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Numbers of Shares	Amount in Lakhs	Numbers of Shares	Amount in Lakhs
At the beginning of the year	**22,51,78,400**	**2,251.79**	22,25,82,580	2,225.83
Movement during the year	**2,65,70,820**	**265.71**	25,95,820	25.96
Issued during the year	**-**	**-**	-	-
Outstanding at the end of the year	**25,17,49,220**	**2,517.50**	22,51,78,400	2,251.79

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

(B) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a face value of ₹ 1/- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(C) The Company has not issued any share as fully paid up without payment being received in cash or as bonus shares nor any share has been bought back by the Company in last 5 years.

(D) Details of the shareholders holding more than 5% shares in the Company

Name of Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	% holding	No. of Shares	% holding
Equity shares of ₹ 1/- each fully paid up				
ASP Technologies Private Ltd.	**3,64,00,340**	**14.46**	3,64,00,340	16.17
Lloyds Metals & Minerals Trading LLP	**3,57,41,529**	**14.20**	2,37,41,529	10.54
Triumph Trade & Properties Developers Private Ltd.	**2,91,58,208**	**11.58**	2,91,58,208	12.95
Shree Global Tradefin Ltd.	**2,88,90,380**	**11.48**	2,88,90,380	12.83

Note 12 : Other Equity **(₹ in Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Reserves and surplus		
(a) Capital Reserve	**7,756.22**	**7,756.22**
(b) Share premium	**2,405.78**	**421.59**
(c) Share Warant application money	**1,562.55**	**-**
(d) Equity Component of Optionally Fully convertible Debentures	**127.69**	**-**
(e) Retained Earnings		
As per last Financial Statement	3,704.37	521.73
Add: Profit for the year	12.68	3,182.64
Closing Balance	**3,717.05**	**3,704.37**
(f) Other Comprehensive Income (OCI)		
As per last Financial Statement	(16.14)	11.46
Add: Movement in OCI (Net) during the year	52.33	(27.60)
Closing Balance	**36.19**	**(16.14)**
(g) Share Based Payment Reserve		
As per last Financial Statement	**305.50**	**292.89**
Add: Movement during the year	**111.89**	**356.33**
Less : Transfer to Share premium	**(347.06)**	**(343.72)**
Closing Balance	**70.33**	**305.50**
Total - Other Equity	**15,675.81**	**12,171.54**

The Share Based Payment Reserve in the comparative statement as at 31st March,2020 was ₹ 649.22 lakhs has now been reclassified to ₹ 305.50 Lakhs and Share Premium as at 31st March,2020 was ₹ 77.87 lakhs has now been re-classified to ₹ 421.59 lakhs on account of Employee Stock Option Plan vested and exercised in the F.Y.2019-20.

Note 13 : Borrowings - Non- current **(₹ in Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Secured		
Term Loan from Banks and Financial Institutions (Ref. Note 13(i)(a)	6,714.34	5,852.65
	6,714.34	**5,852.65**
Unsecured		
Deferral payment Loans (Sales Tax)	-	141.44
From Body corporates	2,602.28	2,095.48
Total -Non-Current Borrowings	**9,316.62**	**8,089.57**

Note No. 13(i)(a) : The term loans from Banks and financial institutions are secured by way of hypothecation on respective Plant & Machinery & motor vehicles. Refer Note 36.

Note 14 : Provisions - Long Term **(₹ in Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Provision for employee benefits		
Unfunded Gratuity Liability (Refer Note no. 28)	474.55	477.70
Unfunded Compensated Absences Liability	99.15	95.38
Total - Long Term Provisions	**573.70**	**573.08**

Note 15 (i) : Other Non Current Liabilities **(₹ in Lakhs)**

Particulars	As at 31st March, 2021	As at 31st March, 2020
Other Long Term Liabilities	28,217.29	27,570.32
Total - Other Non Current Liabilities	**28,217.29**	**27,570.32**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 15 (ii) : Lease Liability - Non Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Lease liability (Ref. Note No.39)	63.84	252.68
Total - Lease Liability	**63.84**	**252.68**

Lease Liability in the comparative statement as at 31st March, 2020 was ₹ 309.80 lakhs has now been reclassified to ₹ 252.68 Lakhs on account of Non Current Lease Liability & ₹ 57.12 Lakhs on account of Current Lease Liability.

Note 16 : (i) Borrowings - Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Secured:		
Working Capital Loans: From Bank		
Rupee Loans (Refer Note No.16(i)(a))	969.36	1,798.81
Total - Short Term Borrowings	**969.36**	**1,798.81**

Note No. 16(i)(a) Working Capital Loans from Banks of ₹ 969.36 Lakhs (Previous Year ₹ 1798.81 Lakhs) are primarily secured by hypothecation of present and future current assets of the company and present and future Fixed assets at plot no. A-1 and A-2 Ghugus, Dist. Chandrapur with building & structures thereon except assets/Machinery exclusively charged with other lenders.

Note 16(ii) Trade Payables - Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Micro, Small and Medium Enterprises (Refer note no. 16(ii)(a))	-	-
Acceptances-Secured (Refer note no. 16(ii)(b))	-	2,779.83
Dues to creditors other than Micro, Small and Medium Enterprises	3,525.22	3,332.55
Total - Trade Payables	**3,525.22**	**6,112.38**

Note no. 16(ii)(a): There are no amounts outstanding to Micro, Small and Medium Enterprises as at March 31, 2021 and no amount were over due during the year for which disclosure requirements under Micro, Small and Medium Enterprises Development Act, 2006 are applicable.

Note no. 16(ii)(b): Inland letter of credit limits are primarily secured by hypothecation on all current assets of the company namely, Stock of raw materials, work-in-progress, finished goods, stores and spares , Bill receivable and book debts and all other moveable assets present and future and are also secured by way of collateral security in the form of Second Charge on all fixed assets of the company -all that piece and parcel of land or ground together with all building and structure thereon and all moveable plant and machinery both present and future.

Note 16 : (iii) Other Financial Liabilities - Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Current Maturity of long term debts - Securred (Refer note no. 13(i)(a))	1,974.19	1,237.79
Current Maturity of long term debts - Unsecurred	3,152.71	931.00
Optionally Fully Convertible Debentures	1,972.26	-
Advances from Customers - from Others	643.38	486.36
Interest Accrued but not due	29.94	27.05
Total - Other Financial Liabilities	**7,772.48**	**2,682.20**

Note 17 : Provisions -Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(i) Provision for employee Benefits		
Unfunded Gratuity & Compensated absences	35.20	32.92
(ii) Others- Bonus & Expenses	998.66	1,404.68
Total - Provisions	**1,033.86**	**1,437.60**

Note 18 : Other Current Liabilities (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(a) Statutory Remittances (Contributions to PF and ESIC, Withholding Taxes, TDS, GST etc.)	687.37	943.85
(b) Other payables	1,518.05	122.43
(c) Salaries and Wages payable	119.23	130.04
Total - Other Current Liabilities	**2,324.65**	**1,196.32**

Other payables in the comparative statement as at 31st March, 2020 was ₹ 81.56 lakhs has now been reclassified to ₹ 122.43 Lakhs on account of Net of Debit parties balances.

Note 18(i) : Lease - Current Liabilities (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Lease liability	17.80	57.12
Total - Lease Liability	**17.80**	**57.12**

Note 19 : Revenue From Operations (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
(a) Sale of Products		
Finished Goods	20,770.26	29,772.66
Power Sales	3,143.63	6,352.80
(b) Other Operating Revenues	1,426.78	1,048.39
Total - Revenue from Operations	**25,340.67**	**37,173.85**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 20 : Other Income (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Interest Income	49.52	45.07
Other Non-Operating Income	19.48	6.04
Industrial Promotion Subsidy Refund	1,916.87	2,490.33
Sundry Balance Written back	4.38	20.87
Total - Other Income	**1,990.25**	**2,562.31**

Note 21 : Cost of Materials Consumed (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
(a) Iron Ore/Pellet	13,963.57	16,869.13
(b) Coal	7,555.52	12,658.59
(c) Dolomite	223.65	237.19
Total - Cost of Material Consumed	**21,742.74**	**29,764.91**

Note 22 : Changes in Inventories of Finished Goods, Stock-in-trade and Work-in-Progress (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
(a) Opening inventory:		
(i) Finished Goods	1,369.01	1,039.77
(ii) Saleable Scrap & By products	3,742.12	3,028.50
(iii) Work-in-Process	-	65.42
(iv) Traded Goods	889.71	889.71
Total (a)	**6,000.84**	**5,023.40**
(b) Closing inventory:		
(i) Finished Goods	1,871.26	1,369.01
(ii) Saleable Scrap & By products	4,659.56	3,742.12
(iii) Work-in-Process	25.32	-
(iv) Traded Goods	889.71	889.71
Total (b)	**7,445.85**	**6,000.84**
Total (a-b)	**(1,445.01)**	**(977.44)**

Note 23 : Employees Benefits Expenses (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Salaries and Wages	1,098.76	1,587.35
Contributions to Provident and other Funds	75.39	123.71
Expense on Employee Stock Option Scheme (ESOP) (Refer Note No.35)	112.41	356.40
Staff Welfare Expenses	10.38	47.92
Gratuity & Leave Encashment Expenses (Refer Note No. 28)	108.81	92.15
Remuneration to Managing Director	63.56	63.56
Total - Employee Benefit Expenses	**1,469.31**	**2,271.09**

Note 24 : Finance Cost (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Interest Expense:		
(i) Fixed Loans	704.71	1,043.90
(ii) Others	714.01	339.61
Finance Charges :		
(i) Bill Discounting Charges	256.67	210.12
(ii) Bank Charges & Commission	6.83	16.75
Total - Finance Cost	**1,682.22**	**1,610.38**

Note 25 : Depreciation (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Depreciation (Refer Note No. 4)	1,338.87	1,709.53
Depreciation Lease Ind AS 116 (Refer Note No.39)	43.66	45.87
Total -Depreciation	**1,382.53**	**1,755.40**

Note 26 : Other Expenses (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Manufacturing Expenses		
Power Consumption	147.49	121.82
Fuel Consumption	47.81	38.64
Water Charges	30.00	85.69
Stores & Spares Consumed	331.89	466.38
Repairs & Maintenance to Plant	122.47	123.25
Other Manufacturing Expenses	537.35	1,067.41
Total - Manufacturing Expenses	**1,217.01**	**1,903.19**
Selling and Distribution Expenses		
Local Freight	540.17	1,029.82
Rebate & Discount	205.78	159.23
Selling Expenses	65.13	241.81
Total - Selling and Distribution Expenses	**811.08**	**1,430.86**
Administrative Expenses		
Insurance	90.75	34.35
Travelling & Conveyance	28.18	171.99
Rent, Rates & Taxes	49.47	79.21
Legal , Professional & Consultancy Charges	77.32	79.11
Repairs & Maintenance to Building	6.27	5.47
Repairs & Maintenance to others	18.86	23.05
Other Expenses	131.60	227.02
Sundry Balance Written Off	15.01	8.80
Payment to Auditors (Refer Note 26(a))	4.13	4.30
Director Sitting Fees	1.82	1.30
Corporate social responsibility (CSR) expenditure (refer Note 26(b))	34.88	33.85
Loss on Sale of Fixed Assets	0.07	-
Total - Administrative Expenses	**458.36**	**668.45**
Total - Other Expenses	**2,486.45**	**4,002.50**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 26(a) Payment to Auditor (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
(a) To statutory auditors		
-Statutory Audit Fees	2.75	2.75
-Tax Audit & Certifications	0.75	0.75
-Expenses Reimbursed	0.08	0.10
(b) To others		
-Cost Audit fees	0.30	0.30
-Secretarial Audit fees	0.25	0.40
Total - Payment to auditor	**4.13**	**4.30**

Note 26(b) Corporate Social Responsibility (CSR) Expenditure (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Amount required to be spent as per Section 135 of the Act	33.84	29.13
Amount spent during the year on :		
1) Construction/acquisition of any assets	-	-
2) On purposes other than (1) above	34.88	33.85
Total - Corporate Social Responsibility (CSR) Expenditure	**34.88**	**33.85**

Note 27 : Deferred Tax (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Deferred Tax	-	(1,873.32)
Total -Deferred Tax	**-**	**(1,873.32)**

28. Disclosure as required by the Ind AS -19 "Employees Benefit" is given below:

Defined benefit plan: The Company operates one defined benefit plan, viz., gratuity & Leave Encashment benefit, for its employees. The Gratuity & Leave Encashment plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days basic salary payable for each completed year of service. The company does not have any fund for gratuity liability & Leave liability and the same is accounted for as provision.

Under the other long term employee benefit plan, the company extends benefit of compensated absences to the employees, whereby they are eligible to carry forward their entitlement of earned leave for encashment upon retirement / separation or during tenure of service. The Plan is not funded by the company.

The details of defined benefit obligations are as under:

(₹ in Lakhs)

Sr. No.	Particulars	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
1.	Obligation as at beginning of the year	508.90	437.17	97.10	92.01
2.	Current service cost	42.23	48.15	27.19	8.02
3.	Interest cost	33.08	29.73	6.31	6.26
4.	Liabilities transferred	0.00	0.00	0.00	0.00
5.	Benefits paid	(43.62)	(33.75)	(9.96)	(9.18)
6.	Remeasurements	(32.66)	27.60	(19.67)	0.00
7.	Obligation as at Close of the year	507.93	508.90	100.97	97.10
8.	Current portion	33.38	31.21	1.82	1.72
9.	Non-current portion	474.55	477.70	99.15	95.38
	Total	**507.93**	**508.90**	**100.97**	**97.10**

(₹ in Lakhs)

Sr. No.	Particulars	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
1.	Current service cost	42.23	48.15	27.19	8.02
2.	Interest cost	33.08	29.73	6.31	6.26
	Total	**75.31**	**77.88**	**33.50**	**14.28**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Amount recognized in other comprehensive income:

(₹ in Lakhs)

Sr. No.	Particulars	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
1.	Remeasurements	(32.66)	27.60	(19.67)	0.00
	Total	**(32.66)**	**27.60**	**(19.67)**	**0.00**

Due to its defined benefit plans, the Company is exposed to the following significant risks:

Changes in bond yields - A decrease in bond yields will increase plan liability.

Salary risk - The present value of the defined benefit plans liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Existing assumptions:

Sr. No.	Particulars	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
1.	Discount rate	6.50%	6.80%	6.50%	6.80%
2.	Rate of salary increase	8.50%	8.50%	8.50%	8.50%
3.	Withdrawal / Attrition rate	1.00%	1.00%	1.00%	1% to 1%
4.	Mortality rate	Indian Assured Lives (2012-14)	Indian Assured Lives (2006-08)	Indian Assured Lives (2012-14)	Indian Assured Lives (2006-08)
5.	Retirement age	60 years	62 years	60 years	62 years

Note: The Company regularly assesses these assumptions with the projected long-term plans and prevalent industry standards.

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

(₹ in Lakhs)

Particulars	Change in assumption	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
Discount Rate	+1%	458.52	456.48	89.88	85.79
	-1%	565.58	570.50	114.10	110.54
Salary Growth Rate					
	+1%	563.88	568.86	113.71	110.18
	-1%	458.94	456.80	89.97	82.86

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, as a result of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a particular under-lying actuarial assumption, while assuming all other assumptions to be constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

The table below summarizes the maturity profile and duration of the Gratuity & Leave encashment liability:

(₹ in Lakhs)

Particulars	Gratuity		Leave Encashment	
	31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
Within one year	33.38	31.21	1.82	1.72
Within one-three years	30.59	34.36	6.30	5.59
Within three-five years	22.21	23.57	3.72	3.62
Above five years	421.75	419.77	89.13	86.17
Weighted average duration (in years)	12.97 years	13.34 years	12.97 years	13.34 years

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

29. Financial instrument and risk management

Fair values

1. The carrying amounts of trade payables, other financial liabilities (current), borrowings (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
2. Borrowings (non-current) consists of loans from banks and government authorities, other financial liabilities (noncurrent) consists of interest accrued but not due on deposits other financial assets consists of employee advances where the fair value is considered based on the discounted cash flow.
3. The fair value of forward foreign exchange contracts is calculated as the present value determined using forward exchange rates, currency basis spreads between the respective currencies and interest rate curves.

The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

(₹ in Lakhs)

Particulars	At amortized Cost		At Fair value through Profit & Loss		Designated at fair value through OCI	
	As at 31st March, 2021		As at 31st March, 2021		As at 31st March, 2021	
	Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets						
Non-current						
(i) Investments	-	-	-	-	13.55	13.55
Current						
(i) Trade Receivables	691.12	691.12	-	-	-	-
(ii) Cash and Cash Equivalent	39.90	39.90	-	-	-	-
(iii) Bank Balances Other than (ii) above	763.86	763.86	-	-	-	-
(iv) Other Financial Assets	1,758.06	1,758.06	-	-	-	-
(v) Prepayments	154.09	154.09	-	-	-	-
Total Financial assets	**3,407.03**	**3,407.03**	**-**	**-**	**13.55**	**13.55**
Financial Liabilities						
Non-current						
(i) Borrowings	9,316.62	9,316.62	-	-	-	-
Current						
(i) Borrowings	969.36	969.36	-	-	-	-
(ii) Trade Payables	3,525.22	3,525.22	-	-	-	-
(iii) Other Financial Liabilities	7,772.48	7,772.48	-	-	-	-
Total Financial liabilities	**21,583.68**	**21,583.68**	**-**	**-**	**-**	**-**

30. Financial risk and capital risk management

1) Financial Risk

The business activities of the Company expose it to a variety of financial risks, namely market risks (that is, foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's risk management strategies focus on the un-predictability of these elements and seek to minimize the potential adverse effects on its financial performance.

The financial risk management for the Company is driven by the Company's senior management and internal/ external experts subject to necessary supervision.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

The Company does not undertake any speculative transactions either through derivatives or otherwise. The senior management is accountable to the Board of Directors and Audit Committee. They ensure that the Company's financial risk-taking activities are governed by appropriate financial risk governance frame work, policies and procedures. The Board of Directors periodically reviews the exposures to financial risks, and the measures taken for risk mitigation and the results thereof.

2) Foreign currency Risk

Foreign exchange risk arises on all recognised monetary assets and liabilities and on highly probable forecasted transactions which are denominated in a currency other than the functional currency of the Company. The Company does not have any foreign currency trade payables and receivables.

The foreign exchange risk management policy of the Company requires it to manage the foreign exchange risk by transacting as far as possible in the functional currency.

No Forward contracts were entered into by the company either during the year or previous years since the company has very minimum exposure to foreign currency risk.

i. Price risk

The company uses surplus fund in operations and for further growth of the company. Hence, there is no price risk associated with such activity.

ii. Credit risk

Credit risk refers to the risk of default on its obligation by the counter-party the risk of deterioration of creditworthiness of the counter-party as well as concentration risks of financial assets, and thereby exposing the Company to potential financial losses. The Company is exposed to credit risk mainly with respect to trade receivables.

Trade receivables

The Trade receivables of the Company are typically non-interest bearing un-secured. As there is no independent credit rating of the customers available with the Company, the management reviews the credit-worthiness of its customers based on their financial position, past experience and other factors. The credit risk related to the trade receivables is managed / mitigated by concerned team based on the Company's established policy and procedures and by setting appropriate payment terms and credit period. The credit period provided by the Company to its customers depend upon the contractual terms with the customers.

The ageing analysis of trade receivables as at the reporting date is as follows:

(₹ in Lakhs)

Particulars	Less than six months	More than six months
Trade Receivables as at March 31, 2021	509.44	181.68
Trade Receivables as at March 31, 2020	**655.42**	**133.33**

The Company performs on-going credit evaluations of its customers' financial condition and monitors the credit-worthiness of its customers to which it grants credit in its ordinary course of business. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount due or there are some disputes which in the opinion of the management is not in the Company's favour. Where the financial asset has been written-off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit and loss.

iii. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system.

Based on past performance and current expectations, the Company believes that the Cash and cash equivalents and cash generated from operations will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

The table below summaries the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:-

(₹ in Lakhs)

Particulars	As at 31st March, 2021	
	Less than six months	More than six months
Trade payables	2,802.03	723.19
Other financial liabilities	4,293.88	3,478.60
Total Financial liabilities	**7,095.91**	**4,201.79**
Particulars	**As at 31st March, 2020**	
	Less than six months	**More than six months**
Trade payables	2,421.98	3,690.40
Other financial liabilities	1,497.13	1,185.07
Total Financial liabilities	**3,919.11**	**4,875.47**

3) Capital Risk

The Company's objective while managing capital is to safeguard its ability to continue as a going concern (so that it is enabled to provide returns and create value for its shareholders, and benefits for other stakeholders), support business stability and growth, ensure adherence to the covenants and restrictions imposed by lenders and/ or relevant laws and regulations, and maintain an optimal and efficient capital structure so as to reduce the cost of capital. However, the key objective of the Company's capital management is to, ensure that it maintains a stable capital structure with the focus on total equity, uphold investor; creditor and customer confidence, and ensure future development of its business activities. In order to maintain or adjust the capital structure, the Company may issue new shares, declare dividends, return capital to shareholders, etc.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

31. Capital Management

Capital management and Gearing Ratio

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is debt divided by total capital. The Company includes within debt, interest bearing loans and borrowings.

(₹ in Lakhs)

Particulars	31st March, 2021	31st March, 2020
Borrowing		
Current	969.36	1,798.81
Non-Current	9,316.62	8,089.57
Total Debts	**10,285.98**	**9,888.38**
Cash and Marketable Securities	39.90	1,182.33
Net Debts	**10,246.08**	**8,706.05**
Equity		
Equity Share capital	2,534.72	2,269.01
Other Equity	15,675.81	12,171.54
Total capital	**18,210.53**	**14,440.55**
Gearing ratio in % (Net Debts/capital)	**56.26%**	**60.29%**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

32. Related party transactions under Ind AS -24

Names of related parties and nature of relationships:

Names of the related parties	Nature of relationship
Key Managerial Persons (KMP)	
Mr. Babulal Agarwal	Managing Director
Mr. Mukesh Gupta	Chairman & Non-Executive Director
Mr. Rajesh Gupta	Non-Executive Director
Mr. Madhur Gupta	Executive Director
Mr. Devidas Kambale	Independent Director
Mr. Jagannath Dange	Independent Director
Dr. Balram Singh	Independent Director
Mrs. Bhagyam Ramani	Independent Director
Mr. Riyaz Shaikh	CFO
Mr. Sneha Yezarkar	Company Secretary & Compliance Officer
Joint Venture	
Thriveni Lloyds Mining Private Limited	Joint Venture
Other Related Parties	
Aeon Trading LLP	
Shree Global Tradefin Ltd.	
Trofi Chain Factory Pvt. Ltd.	
Snowwhite Realty Developers LLP.	
Lloyds Employees Welfare Trust	

Details of compensation & remuneration to Key Managerial Persons (KMPs)

Particulars	Year ended 31st March 2021	Year ended 31st March 2020
Nature of transaction		
Short-term employee benefits	96.58	105.38
Post-employment benefits	29.92	30.75
Other Long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-
Total compensation to key management person	**126.50**	**136.13**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Details of transactions during the year and outstanding at year end where related party relationship existed:

Particulars	Other Related parties		Total	
Party's name	Year ended 31st March 2021	Year ended 31st March 2020	Year ended 31st March 2021	Year ended 31st March 2020
Purchases				
M/s. Aeon Trading LLP	-	27.13	-	27.13
M/s. Shree Global Tradefin Ltd.	-	56.90	-	56.90
M/s. Snowwhite Realty Developers LLP.	1,513.36	-	1,513.36	-
Total	**1,513.36**	**84.03**	**1,513.36**	**84.03**
Expenses				
M/s. Trofi Chain Factory Pvt. Ltd.	-	29.86	-	29.86
Total	**-**	**29.86**	**-**	**29.86**
Trade payable				
M/s. Aeon Trading LLP	-	28.49	-	28.49
M/s. Shree Global Tradefin Ltd.	-	59.74	-	59.74
Total	**-**	**88.23**	**-**	**88.23**

1. Key Managerial Personnel are under the employment of Company are entitled to post employment benefits and other long term employee benefits recognized as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above. Further re-imbursement of expenses to KMP are not included above.
2. Director's remuneration for the year 2020-2021 is as per limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013.
3. All related party contracts / arrangements have been entered in ordinary course of business and are approved by the board of directors.

33. Earnings per share (EPS)

Particulars			2020-2021	2019-2020
Weighted average number of equity share for basic EPS	(A)	Nos	24,20,43,021	22,42,98,942
Add : Potential equity shares		Nos	2,61,66,246	3,21,882
Weighted average number of equity shares for diluted EPS	(B)	Nos	26,82,09,267	22,46,20,824
Face value of equity share (fully paid)		1	1	1
Profit attributable to equity shareholders for Basic Diluted EPS	(C)	₹ Lakhs	 12.68 156.91	 3,182.64 3182.64
Earnings per equity share				
Basic	(C/ A)	₹	0.01	1.42
Diluted	(C/ B)	₹	0.06	1.42

*Since the Diluted Earnings Per Share is in excess of the Basic Earnings Per Share, it has become anti-dilutive in nature and hence the Diluted Earnings Per Share is Nil for the year ended 31st March, 2021.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

34. Contingent Liability

(₹ in Lakhs)

Sr. No.	Particulars	As at 31st March, 2021	As at 31st March, 2020
(a)	Letter of Credit/Guarantees issued by Banks	557.37	580.79
(b)	Disputed claims of Excise	589.66	589.66
(c)	Claims against the Company not acknowledged as Debts	162.00	149.46

35. Share Based Payments Plans (ESOP)

The Company introduced "LLOYDS METALS AND ENERGY LTD. ESOP – 2017"which covers the eligible employees of the Company and its subsidiaries. The options granted under Plan shall vest based upon the performance of the Employee, subject to completion of minimum 1 (One) year from the date of Grant and as may be decided by the Committee subject to maximum period of 5 (Five) years.

Details of "LLOYDS METALS AND ENERGY LTD. ESOP – 2017"

Date of Grant	Options granted	Weighted average fair value of options	Exercise Price
20-Sep-2018	63,61,640	₹ 13.39/-	4.00
31-Jan-2019	3,05,000	₹ 10.61/-	4.00

The fair value of the options was estimated on the date of grant using the Black Scholes Model with the following assumptions:

Grant date	Vest date	Historical Volatility	Average life of the options (in Years)	Risk-free interest rate	Dividend Yield
20-Sep-2018	20-Sep-2019	64.49%	2.50 Years	8.02%	0.00%
20-Sep-2018	20-Sep-2020	71.77%	3.50 Years	8.08%	0.00%
20-Sep-2018	20-Sep-2021	72.44%	4.50 Years	8.09%	0.00%
20-Sep-2018	20-Sep-2022	73.77%	5.50 Years	8.12%	0.00%
31-Jan-2019	20-Sep-2020	66.72%	3.14 Years	6.98%	0.00%
31-Jan-2019	20-Sep-2021	70.13%	4.14 Years	7.18%	0.00%
31-Jan-2019	20-Sep-2022	70.54%	5.14 Years	7.22%	0.00%

The information covering stock options is as follows:-

Particulars	ESOP 2017	
	As at 31st March, 2021	As at 31st March, 2020
Outstanding at the beginning of the year (A)	33,85,820	62,66,640
Exercisable at the beginning of the year (B)	25,70,820	-
Granted (C)	-	-
Options Vested during the year (D)	25,95,820	25,70,820
Forfeited /Lapsed (E)	-	3,10,000
Exercised (F)	38,40,820	-
Outstanding at the end of the year(A+C-D-E)	7,90,000	33,85,820
Exercisable at the end of the year (B+D-F)	13,25,820	25,70,820

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Since equity shares are listed hence for the purpose of calculating volatility, volatility of shares based on the expected life is considered.

Total expenses arising from share-based payment transactions recognized in profit or loss as part of employee benefit expense were as follows.

(₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
SBP Expenses Compensation Cost	111.90	356.34
SBP ESOP Expenses	0.51	0.06
Total employee share-based payment expense	**112.41**	356.40

36. Borrowing – Non Current **(₹ in Lakhs)**

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Non Current	*Current Maturities	Non Current	*Current Maturities
i) Secured- At Amortised Cost				
Term Loans from Banks				
(a) Kotak Mahindra Bank Ltd.	3,973.21	1,619.91	2,995.84	1,066.67
(b) Citizen credit Co-operative Bank Ltd.	2,474.35	239.71	2,517.58	80.12
(c) Yes Bank Ltd.	186.82	72.71	227.75	58.70
Other Bank Loan for Vehicles	79.96	41.87	111.48	32.30
ii) Unsecured- At Amortised Cost				
Deferred payment Liabilities				
(a) Sales Tax Deferral	0.00	631.71	141.44	490.28
Loan from Body Corporate				
(a) Lloyds Steels Industries Ltd.	875.00	425.00	425.00	375.00
(b) Indrajit Properties Pvt. Ltd.	1,709.39	266.76	1,670.48	65.72
(c) Lachhmidhar Kanshiram Finserv Pvt. Ltd.	17.89	220.00	0.00	0.00
(d) Indeed Advisory Pvt. Ltd.	0.00	83.23	0.00	0.00
(e) Kemwell Biopharma Pvt. Ltd.	0.00	1,526.00	0.00	0.00
Total	**9,316.62**	**5,126.90**	**8,089.57**	**2,168.79**

(*Amount disclosed under Current Maturities (Refer Note 16(iii))

Security

1. Of the loans mentioned in (i)(a) the Term Loans to the extent of ₹ 3593.12 lacs are secured with exclusive charge on Power Receivables to the extent of the repayments of the loan (Principal + Interest),second pari passu charge on all present and future fixed assets (except assets exclusively charged with other lenders), second pari passu charge on all present and future current assets (excluding power receivable) to the extent of repayments of the loan (Principal + Interest) and collateral security of Promoter property.
2. Of the loans mentioned in (i)(a) the Term Loans to the extent of ₹ 2000 lacs are secured with first pari passu on all present and future current assets of the company (including advance to suppliers) and present and future Fixed Assets at Plot No. A1 & A2, Ghugus, Dist: Chandrapur with buildings & structures thereon except assets/machinery exclusively charged with other lenders and collateral security of Promoter property.
3. The loans mentioned in (i)(b)are secured with exclusive charge over the financed assets and second pari passu charge on all present and future fixed assets (except assets exclusively charged with other lenders), second pari passu charge on all present and future current assets (excluding power receivable) to the extent of repayments of the loan (Principal + Interest).

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

4. The loans mentioned in (i)(c) are secured with exclusive charge over the commercial equipment's financed by the bank.

Terms of Repayment **(₹ in Lakhs)**

Particulars	Amount outstanding as at 31st March 2021	F.Y. 21-22	F.Y. 22-23	F.Y. 23-24	F.Y. 24-25	F.Y. 25-26	F.Y. 26-27	F.Y. 27 Onwards
i) Secured- At Amortised Cost								
Term Loans from Banks								
(a) Kotak Mahindra Bank Ltd.	5,593.12	1,619.91	2,101.56	1,358.17	513.48	-	-	-
(b) Citizencredit Co-operative Bank Ltd.	2,714.06	239.71	319.61	319.61	319.61	319.61	319.61	876.30
(c) Yes Bank Ltd.	259.53	72.71	80.40	88.89	17.53	-	-	-
Other Bank Loan for Vehicles	121.83	41.87	35.89	18.93	18.38	6.76	-	-
ii) Unsecured- At Amortised Cost								
Deferred payment Liabilities								
(a) Sales Tax Deferral (Refer Note 5 Below)	631.71	631.71	-	-	-	-	-	-
Loan from Body Corporate								
(a) Lloyds Steels Industries Ltd.	1,300.00	425.00	875.00	-	-	-	-	-
(b) Indrajit Properties Pvt. Ltd.	1,976.15	266.76	266.76	266.76	266.76	266.76	266.76	375.59
(c) Lachhmidhar Kanshiram Finserv Pvt. Ltd.	237.89	220.00	17.89	-	-	-	-	-
(d) Indeed Advisory Pvt. Ltd.	83.23	83.23	0.00	-	-	-	-	-
(e) Kemwell Biopharma Pvt. Ltd.	1,526.00	1,526.00	0.00	-	-	-	-	-
Total	**14,443.52**	**5,126.90**	**3,697.11**	**2,052.36**	**1,135.76**	**593.13**	**586.37**	**1,251.89**

Notes:-

1. Kotak Mahindra Bank Ltd. Term Loan to the extent of ₹ 3,593.12 lacs is repaid in 48 monthly installments from date of disbursement. Additional 5 months added for the repayment of Covid-19 moratorium principal and interest. Principal repayment pattern is 1st Year-15%, 2nd Year -25%, 3rd Year-30% & 4th Year-30%.
2. Kotak Mahindra Bank Ltd. Term Loan to the extent of ₹ 2,000 lacs is repaid in 48 months installments which are starting from 13thmonth of disbursement of Term Loan. Principal repayment pattern is 1st Year-0%, 2nd Year -12%, 3rd Year-44% & 4th Year-44%.
3. Citizencredit Co-operative Bank Ltd. is to be repaid in101 equal monthly installments to commence (inclusive of Covid-19 moratorium period) after a moratorium period of 24 months from the date of first disbursements. Total tenure will be 125 months.
4. The rate of interest for vehicles loan from banks range from 7% to 8% and rate of interest for term loans from others is 9% to 14%
5. The rate of interest from corporate party range between 9% to 15%.
6. Sales Tax Deferral is repayable from April-2016 and repayable in full by April-2021.
7. The figures of current maturities are arrived at after considering the moratorium availed due to Covid-19 pandemic.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

37. Segment reporting under Ind AS – 108

Disclosures as required by the Ind AS - 108 on "Segment Reporting" are given below:

For management purposes, the Company is organized into business units based on its services and has two reportable segments, as follows:

1. The Sponge Iron segment which includes production and manufacturing of Sponge Iron.
2. The Power segment which includes generation of power.

(₹ in Lakhs)

Sr. No.	Particulars	31st March, 2021			31st March, 2020		
		Sponge Iron	Power	Consolidated	Sponge Iron	Power	Consolidated
I)	**Segment Revenue :**						
	Sales :						
	External	24,187.30	3,640.86	27,828.16	33,383.36	7,150.95	40,534.31
	Less : Inter division transfer	-	497.24	497.24	-	798.15	798.15
	Total	**24,187.30**	**3,143.62**	**27,330.92**	**33,383.36**	**6,352.80**	**39,736.16**
II)	**Segment Result :**						
	Operating Net Profit	1,362.09	1,776.10	3,138.19	920.71	4,096.85	5,017.56
	Common Expenses (Net)	-	-	(1,443.29)	-	-	(2,097.86)
	Interest	-	-	(1,682.22)	-	-	(1,610.38)
	Profit before tax	-	-	**12.68**	-	-	**1,309.32**
III)	**Segment Assets :**	**50,262.29**	**20,959.28**	**71,221.57**	**41,419.39**	**20,890.60**	**62,309.99**
	Common Assets	-	-	803.78	-	-	1,900.64
	Total	**50,262.29**	**20,959.28**	**72,025.35**	**41,419.39**	**20,890.60**	**64,210.63**
IV)	**Segment Liabilities :**	13,588.22	25.50	13,613.72	11,854.15	20.25	11,874.70
	Common Liabilities	-	-	2,029.65	-	-	1,410.03
	Total	**13,588.22**	**25.50**	**15,643.37**	**11,854.15**	**20.25**	**13,284.43**
V)	**Capital Employed (including goodwill) Segment Assets – Segment Liabilities**	36,674.07	20,933.78	57,607.85	29,565.24	20,870.35	50,435.59
	Common Assets/Liabilities	-	-	(1,225.87)	-	-	490.61
	Total	**36,674.07**	**20,933.78**	**56,381.98**	**29,565.24**	**20,870.35**	**50,926.20**

38. a) The Company does not envisage any liability for income tax for the current year in absences of any taxable income.

b) No provision of Deferred Tax has been made in the current year.

39. Ind AS 116, Leases Impact

The Company has been adopted Ind AS 116 in F.Y 2019-20 The preparations for this standard are substantially complete. During the current year Office Lease Rent had closed & new Lease Rent created. The estimated impact of Ind AS 116 on the Company's financial statements at 31st March 2021 is as follows:

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Balance sheet: The company estimates that the adoption of Ind AS 116 will result in an increase in total assets of ₹ 78.83 Lakhs split between right-of-use assets of ₹ 78.83 Lakhs and deferred tax assets of ₹ 0.00 Lakhs. Financial liabilities are expected to increase by ₹ 81.64 Lakhs.

Statement of profit and loss: The company estimates that the adoption of Ind 116 has impact the Profit & Loss A/c which is as follows:-

Out of the total lease depreciation of 43.66 lakhs for the year ended on 31st March 2021, the company has recognized increased depreciation of ₹ 9.26 lakhs and ₹ 34.40 lakhs on account of the new lease and previous lease arrangement respectively on right to use asset.

Out of the total lease finance cost of ₹ 24.67 lakhs for the year ended on 31st March 2021, the company has recognized increased finance cost of ₹ 5.54 lakhs and ₹ 19.13 lakhs on account of the new lease and previous lease arrangement respectively on lease liability.

Due to termination of the previous lease agreement during the current year, an income of ₹ 18.40 lakhs has been recognized in the current year under Other Income.

Statement of Cash flows: The Company estimates that the adoption of Ind AS 116 will result in decrease in Lease Liabilities by ₹ 6.46 Lakhs & interest on financing of lease liabilities of ₹ 5.54 Lakhs shown under Cash Flow from financing activities as interest & financial charges paid.

40. Approval of Financial Statements

The financial statements were approved by the board of directors on April 12th 2021.

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

INDEPENDENT AUDITOR'S REPORT

To the Members of **M/s. Lloyds Metals and Energy Limited**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **M/s. Lloyds Metals and Energy Limited** (hereinafter referred to as the "Holding Company") and its jointly controlled entity, which comprise the Consolidated Balance Sheet as at March 31, 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flows Statement for the year ended on 31st March, 2021, and notes to Consolidated Financial Statements, including a summary of significant accounting policies (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, of the consolidated profit and total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Holding Company and its jointly controlled entity in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our ethical responsibilities in accordance with them. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw your attention to Note 38 to the financial statements.

No provision has been made during the year ended on 31st March 2021 for Deferred Tax. Ind AS 12 requires recognition of tax consequences of difference between the carrying amounts, of assets and liabilities and their tax base. With reference to the above, the company has not adhered with measurement criteria as per Ind AS 12.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. <u>Optionally Fully Convertible Debenture</u>

Refer Notes 12 and 16(iii) to the Consolidated Financial Statements

The company has entered into an agreement during the F.Y. 2020-21, with Clover Media Private Limited for the issue of 9% Optionally Fully Convertible Debenture ("OFCDs") amounting to ₹ 19,98,75,000/- These may be converted at the option of Debenture holder within a time frame of not exceeding 18 months from the date of allotment into one fully paid-up Equity shares of ₹ 1/- each of the Company at a price of ₹ 7.50 (including premium of ₹ 6.50) per share. The OFCDs shall carry simple interest @ 9% p.a. payable on half yearly basis commencing from 26th June 2020.

A compound financial instrument is a debt instrument with an embedded conversion option into ordinary equity shares. The management has considered the above instrument as a Compound Financial Instrument which comprises two components: a financial liability and an equity instrument.

As at 31st March 2021, the carrying value of OFCDs liability component and an equity component is ₹ 1972.26 lakhs and ₹ 127.69 lakhs respectively, based on the provisions of IND AS 32.

The management has used its judgements and estimates in presentation and disclosure of the aforementioned instrument in accordance with the principles of IND AS 32, Financial Instrument: Presentation.

Auditors Response:

Our audit procedures to assess the accounting of the OFCDs included the following:

1) Obtained understanding of the contractual terms of the OFCD agreement. 2) Obtained accounting analysis of OFCDs from the management and reviewed the same in light of appropriate accounting guidance. 3) Performed audit procedures on valuation inputs and accounting entries of the transaction as per IND AS 109. 4) Assessing the appropriateness of the presentation as per IND AS 32 of the financial instruments.

2. <u>Inventory for Trading</u>

Refer Notes 8 to the Consolidated Financial Statements

During the F.Y.2020-21, the company has purchased land worth ₹ 1559.61 lakhs. The management estimates that the land so acquired is to be held for sale and not for use in the ordinary course of business.

As per the IND AS 2: Inventories, inventories are assets held for sale in the ordinary course of business; in the process of production for such sale; or in the form of materials or supplies to be consumed in the production process or in the rendering of services.

Of the company's ₹ 11,571 lakhs of inventory on hand as at 31st March, 2021, the company has classified the aforementioned land as inventory for trading in accordance with the principles of IND AS 2.

Auditors Response:

Our audit procedures include, among others, assessing the appropriateness of the management's judgment in estimating the value and classification of inventory, evaluating the completeness of transaction.

3. **Evaluation of Contingent Liabilities**:

Refer Note 34 to the Consolidated Financial Statements

Claims against the company not acknowledged as debts is disclosed in the Consolidated Financial Statements. The existence of the payments against these claims requires management judgment to ensure disclosure of most appropriate values of contingent liabilities.

Auditors Response: Our audit procedures include, among others, assessing the appropriateness of the management's judgment in estimating the value of claims against the company not acknowledged as debts as given in the Note 34.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Corporate Governance Report but does not include the Consolidated Financial Statements and our auditor's report thereon. Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

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

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Holding Company including its Jointly controlled entity in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in Holding Company and its jointly controlled entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Holding Company and its jointly controlled entity 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Holding Company and its jointly controlled entity are responsible for assessing the ability of the Holding Company and its jointly controlled entity to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Holding Company and its jointly controlled entity or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Holding Company and its jointly controlled entity are responsible for overseeing the financial reporting process of the Holding Company and its jointly controlled entity.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

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

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

We communicate with those charged with governance of the Holding Company and such other entity included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

We have conducted audit of financial statements of the Holding Company's financial information. Its Jointly controlled entity does not reflect any revenues and profit or loss from the initial investment made in the co-venture since the jointly controlled entity has not entered into any business transactions for the year then ended.

Report on Other Legal and Regulatory Requirements

1. 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 purpose of our audit of the aforesaid Consolidated Financial Statements.

    b. In our opinion proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

    c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements;

    d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (As amended);

e. On the basis of the written representations received from the directors of the Holding company and its jointly controlled entity as on 31st March 2021 taken on record by the Board of Directors of the Holding Company and its jointly controlled entity, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;

f. With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and its jointly controlled entity and the operating effectiveness of such controls, refer to our separate report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding Company and its jointly controlled entity's Internal Financial Controls over financial Reporting; and

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us (As amended):

   i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Holding Company and its jointly controlled entity– Refer Note 34 to the Consolidated Financial Statements.

   ii. The Holding Company and its jointly controlled entity did not have any material foreseeable losses on long-term contracts including derivative contracts.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its jointly controlled entity incorporated in India.

For **VSS & Associates**
Chartered Accountants
ICAI Firm Reg. no.: 105787W

Sd/-
Sanjay Jain
Partner
M.No.: 046565
UDIN: 21046565AAAAEH7195

Dated: 12th April 2021
Place: Mumbai

Annexure – A to the Independent Auditors' Report

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

Opinion

In conjunction with our audit of the Consolidated Financial Statements of **M/s. Lloyds Metals and Energy Limited** (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2021, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and such company incorporated in India under the Companies Act, 2013 which is its jointly controlled entity, as of that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these Consolidated Financial Statements and such internal financial controls over financial reporting were operating effectively as at 31st March 2021, 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.

Management's Responsibility for Internal Financial Controls

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statements based on the internal control over financial reporting criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") 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 internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with 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. 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 with reference to the Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls over financial reporting with reference to Consolidated Financial Statements, 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 Consolidated 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 internal financial controls system over financial reporting with reference to these Consolidated Financial Statements.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting with reference to Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to Consolidated Financial Statements 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 with Reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to Consolidated Financial Statements, 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 with reference to Consolidated Financial Statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **VSS & Associates**
Chartered Accountants
ICAI Firm Reg. no.: 105787W

Sd/-
Sanjay Jain
Partner
M.No.: 046565
UDIN: 21046565AAAAEH7195

Dated: 12th April 2021
Place: Mumbai

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2021

(₹ in Lakhs)

	Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
	ASSETS			
(1)	**Non-Current Assets**			
	(a) Property, Plant and Equipment	4	**36,088.63**	37,094.58
	(b) Capital Work in Progress		**8,471.00**	4,236.59
	(c) Right to Use Account		**78.83**	298.15
	(d) Financial Assets			
	(i) Investments	5	**13.55**	13.15
	(e) Deferred tax assets	6	**1,873.32**	1,873.32
	(f) Other Non-current Assets	7	**72.67**	64.89
	Total Non Current Assets		**46,598.00**	**43,580.68**
(2)	**Current Assets**			
	(a) Inventories	8	**11,571.00**	8,411.68
	(b) Financial Assets			
	(i) Trade Receivables	9(i)	**691.12**	788.75
	(ii) Cash and Cash Equivalent	9(ii)	**39.90**	1,182.33
	(iii) Bank Balances Other than (ii) above	9(iii)	**763.86**	677.44
	(iv) Other Financial Assets	9(iv)	**1,758.06**	1,824.04
	(v) Prepayments	9(v)	**154.09**	110.01
	(c) Other Current Assets	10	**10,449.32**	7,635.70
	Total Current Assets		**25,427.35**	**20,629.95**
	TOTAL ASSETS		**72,025.35**	**64,210.63**
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share Capital	11	**2,534.72**	2,269.01
	(b) Other Equity	12	**15,675.81**	12,171.54
	Total Equity		**18,210.53**	**14,440.55**
	LIABILITIES			
(1)	**Non Current Liabilities**			
	Financial Liabilities			
	(a) Borrowings	13	**9,316.62**	8,089.57
	(b) Provisions	14	**573.70**	573.08
	(c) Other Non-Current Liabilities	15(i)	**28,217.29**	27,570.32
	(d) Lease Liability	15(ii)	**63.84**	252.68
	Total Non Current Liabilities		**38,171.45**	**36,485.65**
(2)	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	16(i)	**969.36**	1,798.81
	(ii) Trade Payables			
	a) total outstanding dues of micro enterprises and small enterprises; and		**-**	-
	b) total outstanding dues of creditors other than micro enterprises and small enterprises	16(ii)	**3,525.22**	6,112.38
	(iii) Other Financial Liabilities	16(iii)	**7,772.48**	2,682.20
	(b) Provisions	17	**1,033.86**	1,437.60
	(c) Other Current Liabilities	18	**2,324.65**	1,196.32
	(d) Lease Liability	18 (i)	**17.80**	57.12
	Total Current Liabilities		**15,643.37**	**13,284.43**
	TOTAL EQUITY AND LIABILITIES		**72,025.35**	**64,210.63**

See accompanying Notes 1 to 41 are integral part of these Financial Statements

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of
Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

(₹ in Lakhs)

		Particulars	Note No.	For the Year ended 31st March, 2021	For the Year ended 31st March, 2020
		INCOME			
I		Revenue from Operations	19	**25,340.67**	37,173.85
II		Other Income	20	**1,990.25**	2,562.31
III		**Total Income (I+II)**		**27,330.92**	**39,736.16**
IV		**EXPENSES**			
	(a)	Cost of Materials Consumed	21	**21,742.74**	29,764.91
	(b)	Changes in Inventories of Finished goods, Stock-in-Trade and Work-in-progress	22	**(1,445.01)**	(977.44)
	(c)	Employee Benefit Expenses	23	**1,469.31**	2,271.09
	(d)	Finance Cost	24	**1,682.22**	1,610.38
	(e)	Depreciation	25	**1,382.53**	1,755.40
	(f)	Other Expenses	26	**2,486.45**	4,002.50
		Total Expenses(IV)		**27,318.24**	**38,426.84**
V		**PROFIT /(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III-IV)**		**12.68**	**1,309.32**
VI		Exceptional Items		**-**	-
VII		**PROFIT / (LOSS) BEFORE TAX (V-VI)**		**12.68**	**1,309.32**
VIII		**Tax Expenses:**			
	(1)	Current Tax		**-**	-
	(2)	Deferred Tax	27	**-**	**(1,873.32)**
IX		**PROFIT / (LOSS) FROM ORDINARY ACTIVITIES AFTER TAX (VII-VIII)**		**12.68**	**3,182.64**
X		**OTHER COMPREHENSIVE INCOME**			
	(a)	(i) Items that will be reclassified subsequently to the statement of profit and loss		**52.33**	**(27.60)**
		(ii) Income tax on items that will be reclassified subsequently to the statement of profit and loss		**-**	-
	(b)	(i) Items that will not be reclassified subsequently to the statement of profit and loss		**-**	-
		(ii) Income tax on items that will not be reclassified subsequently to the statement of profit and loss		**-**	-
		TOTAL OTHER COMPREHENSIVE INCOME/(LOSSES)		**52.33**	**(27.60)**
XI		**TOTAL COMPREHENSIVE INCOME OF THE YEAR (IX+X)**		**65.01**	**3,155.04**
XII		**EARNING PER EQUITY SHARES:**			
	(1)	Basic (in ₹)		**0.01**	**1.42**
	(2)	Diluted (in ₹)		**-**	**-**

See accompanying Notes 1 to 41 are integral part of these Financial Statements

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of
Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

(₹ in Lakhs)

	Particulars	For the Year ended 31st March, 2021	For the Year ended 31st March, 2020
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Net Profit/(Loss) Before Tax	**12.68**	1,309.32
	Adjustments for:		
	Depreciation	**1,382.53**	1,755.40
	Other comprehensive Income	**52.33**	(27.60)
	SBP Reserve	**111.90**	356.33
	Loss on disposal of Property, Plant and equipment	**0.07**	-
	Interest/Dividend Income	**(49.52)**	(45.07)
	Interest & Financial Charges	**704.71**	1,043.90
	Operating Profit Before Working Capital Changes	**2,214.70**	**4,392.28**
	Change in operating assets and liabilities		
	(Increase)/Decrease in Trade and other Receivables	**97.63**	1,521.22
	(Increase)/Decrease in Financial Assets	**65.98**	(660.30)
	(Increase)/Decrease in Other Current Assets	**(2,795.24)**	175.64
	(Increase)/Decrease in Inventories	**(1,599.71)**	(1,047.59)
	(Increase)/Decrease in Other Non Current Assets	**(7.78)**	(2.10)
	(Increase)/Decrease in Prepayments	**(44.08)**	(2.72)
	Increase/(Decrease) in Borrowings	**(829.45)**	1,531.72
	Increase/(Decrease) in Trade Payable	**(2,587.16)**	(291.84)
	Increase/(Decrease) in Other Financial Liabilities	**4,323.94**	1,077.79
	Increase/(Decrease) in Lease Liabilities	**(39.32)**	(34.22)
	Increase/(Decrease) in Other Current Liabilities	**(529.44)**	736.76
	Increase/(Decrease) in Non Current Liabilities	**646.97**	(2,924.38)
	Increase/(Decrease) in Provisions	**(403.12)**	674.20
	Cash Generated from Operations	**(1,486.08)**	**5,146.47**
	Direct Taxes (Paid)/ Net of Refunds	**(7.97)**	10.06
	Net cash inflow (outflow) from operating activities	**(1,494.05)**	**5,156.53**
B	**CASH FLOW FROM INVESTING ACTIVITIES :**		
	Purchase of Property, Plant & Equipment	**(1,892.69)**	(2,986.47)
	(Increase)/Decrease on FDR	**(86.42)**	147.97
	(Increase)/Decrease on Investment in Joint Venture	**(0.40)**	-
	Sale of Property, Plant & Equipment	**(43.57)**	-
	Interest/Dividend Received	**39.13**	30.85
	(Increase)/Decrease in Capital WIP	**(4,234.41)**	(616.92)
	Net cash inflow (outflow) from investing activities	**(6,218.36)**	**(3,424.57)**
C	**CASH FLOW FROM FINANCING ACTIVITIES :**		
	Interest & Financial Charges Paid	**(773.93)**	(1,016.85)
	Proceeds from issue of Shares under ESOP	**265.71**	103.83
	Proceeds from issue of Shares warrant money	**1,562.55**	-
	Proceeds from Share Premium	**1,980.84**	-
	Proceeds From Borrowing	**4,327.98**	1,957.66
	(Repayment) of Borrowing	**(793.17)**	(1,614.02)
	Net cash inflow /(outflow) from financing activities	**6,569.98**	(569.38)
	Net Increase /(Decrease) in Cash & Cash Equivalents (A+B+C)	**(1,142.43)**	1,162.57
	Cash & Cash Equivalents as at the beginning of Period	**1,182.33**	19.76
	Cash & Cash Equivalents as at the end of Period	**39.90**	1,182.33
	Net Increase / (Decrease) in Cash & Cash Equivalents	**(1,142.43)**	1,162.57
	Components of Cash and Cash equivalents		
	(a) Cash on Hand	23.51	23.47
	(b) Balance with Schedule Bank in : Current account	16.39	1,158.86
	Total cash and Cash Equivalents	**39.90**	1,182.33

Notes :

1 Cash Flow Statement has been prepared following the indirect method as set out in Ind AS -7 specified under Section 133 of the Companies Act, 2013 except in case of interest paid / received, purchase and sale of Investments which have been considered on the basis of actual movements of cash with necessary adjustments in the corresponding assets and liabilities.

2 Cash and Cash Equivalents represent Cash & Bank balances.

See accompanying notes 1 to 41 are integral part of these Financial Statements

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of
Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

CONSOLIDATED STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

A. Equity Share Capital

(₹ in Lakhs)

Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
Equity Share at the beginning of the year		**2,269.01**	**2,243.05**
Changes in Equity share Capital	11	265.71	25.96
Equity Share at the end of the year		**2,534.72**	**2,269.01**

B. Other Equity

(₹ in Lakhs)

Particulars	Note No.	Reserves and Surplus					Other comprehensive income	Total
		Capital Reserve	Share premium	Share warrant Application money	Retained Earnings	SBP Reserves		
As at 1st April, 2019		**7,756.22**	**-**		**521.73**	**292.89**	**11.46**	**8,582.30**
Profit for the year		-			3,182.64	-	-	3,182.64
Add during the Year			77.87			356.33		434.20
Share Based Payment (Refer Note No.36)		-	343.72		-	(343.72)	-	0.00
Actuarial Gain/ (Loss) for the year		-			-	-	(27.60)	(27.60)
As at 31st March, 2020	**12**	**7,756.22**	**421.59**	**-**	**3,704.37**	**305.50**	**(16.14)**	**12,171.54**
Profit for the year		-			12.68	-	-	12.68
Add during the Year			1,637.13	1,562.55		111.89		3311.57
Share Based Payment (Refer Note No.36)		-	347.06	127.69	-	(347.06)	-	127.69
Actuarial Gain/ (Loss) for the year		-			-	-	52.33	52.33
As at 31st March, 2021		**7,756.22**	**2,405.78**	**1,690.24**	**3,717.05**	**70.33**	**36.19**	**15,675.81**

See accompanying Notes 1 to 41 are integral part of these Financial Statements

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of
Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

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Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

1. **Background**

   Lloyds Metals and Energy Limited was incorporated in 1977 having it's registered office at Plot No A 1-2, MIDC Area Ghugus Chandrapur - 442505, Maharashtra State. The Company is into the business of manufacturing of Sponge Iron, Power generation and mining activities.

2. **Significant Accounting Policies**

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

   a) **Basis of preparation**

      i) These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year-end figures reported in this statement.

      ii) Historical cost convention the financial statements have been prepared on a historical cost basis, except for the following:

         - Certain financial assets and liabilities that are measured at fair value;
         - Defined benefit plans – plan assets measured at fair value;

   b) **Segment reporting**

      Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company has identified Managing Director and Chief Financial Officer as chief operating decision maker. Refer Note 37 for segment information presented.

   c) **Foreign currency transaction**

      i) Functional and presentation currency: Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian National rupee (`), which is the Company's functional and presentation currency.

      ii) Transactions and balances: Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Exchange differences arising from foreign currency fluctuations are dealt with on the date of payment/receipt. Assets and Liabilities related to foreign currency transactions remaining unsettled at the end of the period/year are translated at the period/ year end rate. The exchange difference is credited / charged to Profit & Loss Account in case of revenue items and capital items.

         Forward exchange contracts entered into, to hedge foreign currency risk of an existing asset/ liability. The premium or discount arising at the inception of forward exchange contract is amortized and recognized as an expense/ income over the life of the contract. Exchange differences on such contracts, except the contracts which are long-term foreign currency monetary items, are recognized in the statement of profit and loss in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognized as income or as expense for the period.

   d) **Revenue Recognition**

      Revenue from Sales of Goods & Services

      The company recognizes revenue in accordance with Ind- AS 115. Revenue is recognized when a customer obtains control of goods or services and thus has the ability to direct the use and obtained the benefits of the goods or services. Any advance received against supply of the goods and services is recognized under the head current liabilities, sub head trade and other payable.

      Under Ind AS 115, revenue is recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The new revenue standard will supersede all current revenue recognition requirements under Ind AS.

      Interest income

      Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

asset to that asset's net carrying amount on initial recognition.

e) Government grants

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs they are intended to compensate and presented within other income.

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

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

f) Taxes

Income tax expenses comprise current tax expense and the net changes in the deferred tax asset or inability during the year. Current & deferred taxes are recognized in the statement of Profit & Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current & deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

1) Current income tax

Income tax expense is the aggregate amount of Current tax. Current tax is the amount of income tax determined to be payable in respect of taxable income for an accounting period or computed on the basis of the provisions of Section 115JB of Income Tax Act, 1961 by way of minimum alternate tax at the prescribed percentage on the adjusted book profits of a year, when Income Tax Liability under the normal method of tax payable basis works out either a lower amount or nil amount compared to the tax liability u/s 115JA.

2) Deferred Tax

Deferred tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. However, deferred tax are not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. However, if these are unabsorbed depreciation, carry forward losses and items relating to capital losses, deferred tax assets are recognised when there is reasonable certainty that there will be sufficient future taxable income available to realize the assets. Deferred tax assets in respect of unutilized tax credits which mainly relate to minimum alternate tax are recognised to the extent it is probable that such unutilized tax credits will get realized.

The unrecognized deferred tax assets/carrying amount of deferred tax assets are reviewed at each reporting date for recoverability and adjusted appropriately.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the balance sheet, if and only when, (a) the Company currently has a right to set-off the current income tax assets and liabilities, and (b) when it relate to income tax levied by the same taxation authority and where there is an intention to settle the current income tax balances on net basis. Ref. Note No.38

g) Leases

The Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

leases. Payments made under operating leases are charged to Statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

In March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting

Standards) (Amendments) Rules, 2019, notifying Ind AS 116 - 'Leases'. This standard is effective from 1st April, 2019. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Ind AS 116 - Leases amends the rules for the lessee's accounting treatment of operating leases. According to the standard all operating leases (with a few exceptions) must therefore be recognized in the balance sheet as lease assets and corresponding lease liabilities. The lease expenses, which were recognised as a single amount (operating expenses), will consist of two elements: depreciation and interest expenses. The standard has become effective from 2019 and the Company has assessed the impact of application of Ind AS 116 on Company's financial statements and provided necessary treatments and disclosures as required by the standard.(Refer Note No 39).

h) Impairment of assets

At the end of each reporting year, the company reviews the carrying amounts of its tangible assets and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Property plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverable amount of assets to be held and used is the higher of fair value less cost of disposal or value in use as envisaged in Ind-AS 36. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the asset exceeds the recoverable value of the asset. Impairment loss is recognized in the statement of profit and loss except for properties previously revalued with revaluation taken to other comprehensive income. For such properties impairment loss is recognized in other comprehensive income up to the amount of any previous revaluation.

i) Inventories

The general practice adopted by the company for valuation of inventory is as under:-

i) Raw Materials	*At lower of cost and net realizable value.
ii) Stores and spares	At cost
iii) Work-in-process/ semi-finished goods	At material cost plus labour and other appropriate portion of production and administrative overheads and depreciation
iv) Finished Goods/ Traded Goods	At lower of cost and market value.
v) Finished Goods at the end of trial run	At net realizable value.
vi) Scrap material	At net realizable value.
vii) Tools and equipments	At lower of cost and disposable value.

*Material and other supplies held for use in the production of the inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost.

Costs of inventories are determined on weighted average basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

j) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

k) Trade receivables

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

l) Investments and other financial assets

i. Classification

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

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

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

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

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

ii. Measurement

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

Debt instruments:

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

Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

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

Equity instruments:

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

Changes in the fair value of financial assets at fair value through profit or loss are recognized in the other income. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

iii. Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Ref Note 30 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

iv. De-recognition of financial assets

Financial asset is derecognized only when:

- The Company has transferred the rights to receive cash flow from the financial asset or

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

- retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay cash flows to one or more recipients.

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

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

m) Cost recognition

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Company are broadly categorized in to material consumption, cost of trading goods, employee benefit expenses, depreciation and amortization, other operating expenses and finance cost. Employee benefit expenses include employee compensation, gratuity, leave encashment, contribution to various funds and staff welfare expenses. Other expenses broadly comprise manufacturing expenses, administrative expenses and selling and distribution expenses.

n) Derivatives

The derivative contracts to hedge risks which are not designated as hedges are accounted at fair value through profit or loss and are included in profit and loss account.

o) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

p) Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and impairment loss, if any in accordance with Ind-AS 16. The Company reviews the fair value with sufficient frequency to ensure that the carrying amount does not differ materially from its fair value.

Cost excludes Input credit under GST and such other taxes which can utilize against GST liabilities. Depreciation on assets is claimed on such 'reduced' cost. All items of repairs and maintenance are recognized in the statement of profit and loss, except those meet the recognition principle as defined in Ind-AS 16 Any revaluation of an asset is recognized in other comprehensive income and shown as revaluation reserves in other equity

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation/Amortisation methods, estimated useful lives and residual value.

Depreciation is calculated using the straight-line basis at the rates arrived at based on the useful lives prescribed in Schedule II of the Companies Act, 2013. The company follows the policy of charging depreciation on pro-rata basis on the assets acquired or disposed off during the year. Leasehold assets are amortized over the period of lease.

The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains or losses on disposal are determined by comparing proceeds with carrying amount.

q) Intangible assets

i) Recognition

Intangible assets are recognized only when future economic benefits arising out of the assets flow to the enterprise and are amortized over their useful life. Intangible assets purchased are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

ii) Amortization methods and periods

The Company amortizes intangible assets on a straight line method over their estimated useful life not exceeding 5 years. Software is amortized over a period of three years.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

iii) Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of intangible assets recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets

r) Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

s) Borrowings

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

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

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognized in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instrument issued.

t) Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as defined in Ind-AS 23 are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost eligible for capitalization. Any related foreign currency fluctuations on account of qualifying asset under construction is capitalized and added to the cost of asset concerned. Other borrowing costs are expensed as incurred.

u) Employee benefits

i) Short-term obligations

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

ii) Other long-term employee benefit obligations

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

Remeasurements as a result of the experience adjustments and changes in actuarial assumptions are recognized in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

iii) Post-employment obligations

The Company operates the following post-employment schemes:

(a) Defined benefit plans such as gratuity; and

(b) Defined contribution plans such as provident fund and superannuation fund.

(c) Defined benefit plans such as Leave encashment.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Gratuity & Leave Encashment obligations

The liability or assets recognized in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss.

Defined contribution plans

The company pays provident fund contributions to publicly administered funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

iv) Equity settled share-based payments

Equity-settled share based payments to employee are measured at the fair value (i.e. excess of fair value over the exercise price of the option) of the Employee Stock Options Plan at the grant date. The fair value of option at the grant date is calculated by Black- Scholes model. In case the options are granted to employees of the company, the fair value determined at the grant date is expensed on a straight line basic over the vesting period, based on the Company's estimate of options that will eventually vest, with a corresponding increase in equity.

v) Bonus plans

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

v) Contributed equity

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

w) Dividends

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

x) Earnings per share

i) Basic earnings per share: Basic earnings per share are calculated by dividing:

- The profit attributable to owners of the company.
- By the weighted average number of equity shares outstanding during the financial year.

ii) Diluted earnings per share: diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

y) Custom duty and its benefits

Customs Duty payable on imported raw materials, components and stores and spares is recognized to the extent assessed by the customs department.

Customs duty entitlement eligible under pass book scheme / DEPB is accounted on accrual basis. Accordingly, import duty benefits against exports effected during the year are accounted on estimate basis as incentive till the end of the year in respect of duty free imports of raw material yet to be made.

z) The Treatment of expenditure during construction period

All expenditure and interest cost during the project construction period, are accumulated and shown as Capital Work-in- Progress until the project/assets

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

commences commercial production. Assets under construction are not depreciated. Expenditure/ Income arising out of trial run is part of pre-operative expenses included in Capital Work-in-Progress.

(aa) Fair value measurement

The Company reviews the fair value of Land with sufficient frequency to ensure that the carrying amount does not differ materially from its fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company uses valuation techniques that are appropriate in circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant absorbable inputs and minimizing the use of un-absorbable inputs. External valuers are appointed for valuing land. The selection criteria for these valuers include market knowledge, reputation, independence and whether professional standards are maintained.

(ab) Amortization of expenses

Equity Issue expenses: Expenditure incurred in equity issue is being treated as Deferred and Revenue Expenditure to be amortized over a period of 10 years;

Debenture Issue Expenses: Debenture Issue expenditure is amortized over the period of 10 years.

Deferred Revenue Expenses: Deferred Revenue expenses are amortized over a period of 5 years.

(ac) Research and development expenses

Research and Development costs (other than cost of fixed assets acquired) are expensed in the year in which they are incurred.

(ad) Investment in Associates:

Investments in associates are recognized at cost. The company provides for any permanent diminution, if any, in value of such investment.

(ae) Accounting for Provisions, Contingent Liabilities & Contingent Assets

In conformity with Ind-AS 37, 'Provisions, Contingent Liabilities and Contingent Assets', issued by the ICAI. A provision is recognized when the Company has a present obligation as a result of past even and it is probable than an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in financial statements.

(af) Provision for doubtful debts

The management reviews on a periodical basis the outstanding debtors with a view to determine as to whether the debtors are good, bad or doubtful after taking into consideration all the relevant aspects. On the basis of such review and in pursuance of other prudent financial considerations the management determines the extent of provision to be made in the accounts.

(ag) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

3. Critical estimates and Judgments

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected. Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

Impairment of Investments

The Company reviews its carrying value of investments carried at amortized cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 4 : Property, Plant and Equipment

(₹ in Lakhs)

Particulars	Gross carrying amount				Accumulated depreciation/amortisation				Net carrying amount	
	As at 1st April, 2020	Additions	Deletions	As at 31st March 2021	As at 1st April, 2020	For the Year	On disposals	As at 31st March 2021	As at 31st March 2021	As at 31st March 2020
Owned Assets										
Land	1,050.96	-	-	1,050.96	-	-	-	-	1,050.96	1,050.96
Factory Building & Site Development	2,694.42	126.61	-	2,821.03	1,204.82	96.43	-	1,301.25	1,519.78	1,489.60
Residential Building: Housing Complex	784.09	-	-	784.09	435.87	41.24	-	477.11	306.98	348.22
Mining Road	498.74	-	-	498.74	71.20	94.81	-	166.01	332.73	427.54
Plant and Machinery	43,904.27	109.56	-	44,013.83	25,350.25	551.83	-	25,902.08	18,111.75	18,554.02
Plant and Machinery-Power	19,997.21	-	-	19,997.21	5,564.48	463.80	-	6,028.28	13,968.93	14,432.73
Furniture & Fixture	208.77	90.50	-	299.27	110.71	17.30	-	128.01	171.26	98.06
Motor Vehicles	578.14	-	-	578.14	108.83	67.03	-	175.86	402.28	469.31
Office Equipments	134.92	1.61	0.58	135.95	84.04	3.84	0.42	87.46	48.49	50.88
Computers	144.99	2.52	-	147.51	140.33	2.59	-	142.92	4.59	4.66
Assets Taken on Lease										
Leasehold Land	168.60	2.28	-	170.88	-	-	-	-	170.88	168.60
Total - Property, Plant and Equipment	**70,165.11**	**333.08**	**0.58**	**70,497.61**	**33,070.53**	**1,338.87**	**0.42**	**34,408.98**	**36,088.63**	**37,094.58**

Refer Note 36 for charge created on Property, Plant and Equipments.

Note 5 (i) : Investments- Non Current

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Investments in Equity Instruments (unquoted - fully paid up)		
i) Shine Trade & Properties Developers Private Limited (Previously known as Gadchiroli Metals & Minerals Ltd.) 19,000 Equity Shares of ₹ 10/- Each (Previous Year 19,000 Equity Shares of ₹ 10 Each)	1.90	1.90
ii) Vimala Infrastructure Private Limited 12,500 Equity Shares of ₹ 10/- Each (Previous Year 12,500 Equity Shares of ₹ 10 Each)	1.25	1.25
iii) Punjab & Maharashtra Co-op. Bank Limited 40,000 Equity Shares of ₹ 25/- Each (Previous Year 40,000 Equity Shares of ₹ 25/- Each)	10.00	10.00
Investments in Equity Instruments of Joint Venture Companies		
Unquoted - fully paid up		
i) Thriveni Lloyds Mining Private Limited	0.40	-
Total Investment in Equity Shares	**13.55**	**13.15**
Less: Provision for Diminution of value of Investments	-	-
Aggregate amount of unquoted investments	**13.55**	**13.15**

Note 6 : Deferred Tax Asset

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Deferred Tax Asset		
Deferred Tax Asset (Ref. Note No.38)	1,873.32	1,873.32
Total - Deferred Tax Asset	**1,873.32**	**1,873.32**

Note 7 : Other Non-Current Assets

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Advances other than capital advances		
Deposits with MSEB & Others	72.67	64.89
Total Other Non Current Assets	**72.67**	**64.89**

Note 8 : Inventories

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(a) Raw Materials	1,664.26	1,334.76
(b) Work-in-Progress	25.32	-
(c) Finished Goods	1,871.26	1,369.01
(d) Stores and Spares	901.29	1,076.08
(e) Saleable Scrap & By products	4,659.55	3,742.12
(f) Intangible Inventory - Energy Saving certificate	836.88	836.88
(g) Intangible Inventory - Certified Emission Reduction (CER's)	52.83	52.83
(h) Inventory for trading	1,559.61	0.00
Total - Inventories	**11,571.00**	**8,411.68**

For valuation of inventories Refer Note 2(i) of Standard Accounting policy and for hypothecation and charges refer Note No. 16(i)(a) of Notes to Account.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 9 : (i) Trade Receivables - Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Unsecured		
Considered Good	691.12	788.75
Total - Trade Receivables	**691.12**	**788.75**

Note 9 : (ii) Cash and Cash Equivalents (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Cash and Cash Equivalents		
Cash on hand	23.51	23.47
Balances with banks In Current Accounts	16.39	1,158.86
Total - Cash and Cash Equivalents	**39.90**	**1,182.33**

Note 9 :(iii) Other Balances with Banks (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Other Bank Balances		
i) Balances in the form of FDR*	759.19	675.38
ii) Margin money against bill discounting	4.67	2.06
Total - Other Balances with Banks	**763.86**	**677.44**

* Held against various Bank Guarantees and letter of credit facilities.

Note 9 : (iv) Other Financial Assets -Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Advance to Suppliers	1,758.06	1,824.04
Total - Other Financial Assets	**1,758.06**	**1,824.04**

Note 9 : (v) Prepayments (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Prepaid Expenses	154.09	110.01
Total - Prepayments	**154.09**	**110.01**

Note 10 : Other Current Assets (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Other than Capital Advance		
i) Advance to Others	488.40	189.55
ii) Interest Receivable	41.43	31.04
iii) Balance Receivable from Govt. Authorities	9,915.44	7,411.06
iv) Balance Receivable against NSC	4.05	4.05
Total - Other Current Assets	**10,449.32**	**7,635.70**

Advances to others in the comparative statement as at 31st March, 2020 was ₹ 148.48 lakhs has now been reclassified to ₹ 189.55 Lakhs on account of Net of Credit parties balances.

Note 11 : Equity Share Capital (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
AUTHORIZED		
Equity Shares:		
75,00,00,000 Equity Shares of ₹ 1/- Each	7,500.00	7,500.00
(Previous year 75,00,00,000 Equity Shares of ₹ 1/- each)		
Preference Shares :		
2,50,00,000 Preference Shares of ₹ 10/- each	2,500.00	2,500.00
(Previous year 2,50,00,000 Preference Shares of ₹ 10/- each)		
Total	**10,000.00**	**10,000.00**
ISSUED, SUBSCRIBED & PAID-UP CAPITAL		
22,25,82,580 Equity Shares of ₹ 1/- each	2,225.83	2,225.83
(Previous year 22,25,82,580 Equity Shares of ₹ 1/- each)		
Add : 2,65,70,820 Equity Shares of ₹ 1/- each	291.67	25.96
(Previous year 25,95,820 Equity Shares of ₹ 1/- each)		
Add: Shares forfeited - 3,97,875 Equity Shares of ₹ 10/- each (Amount originally paid-up)	17.22	17.22
Total - Equity Share Capital	**2,534.72**	**2,269.01**

(A) Movement in Equity Share Capital:

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Numbers of Shares	Amount in Lakhs	Numbers of Shares	Amount in Lakhs
At the beginning of the year	**22,51,78,400**	**2,251.79**	22,25,82,580	2,225.83
Movement during the year	**2,65,70,820**	**265.71**	25,95,820	25.96
Issued during the year	**-**	**-**	-	-
Outstanding at the end of the year	**25,17,49,220**	**2,517.50**	22,51,78,400	2,251.79

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

(B) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a face value of ₹ 1/- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(C) The Company has not issued any share as fully paid up without payment being received in cash or as bonus shares nor any share has been bought back by the Company in last 5 years.

(D) Details of the shareholders holding more than 5% shares in the Company

Name of Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	% holding	No. of Shares	% holding
Equity shares of ₹ 1/- each fully paid up				
ASP Technologies Private Ltd.	**3,64,00,340**	**14.46**	3,64,00,340	16.17
Lloyds Metals & Minerals Trading LLP	**3,57,41,529**	**14.20**	2,37,41,529	10.54
Triumph Trade & Properties Developers Private Ltd.	**2,91,58,208**	**11.58**	2,91,58,208	12.95
Shree Global Tradefin Ltd.	**2,88,90,380**	**11.48**	2,88,90,380	12.83

Note 12 : Other Equity (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Reserves and surplus		
(a) Capital Reserve	**7,756.22**	**7,756.22**
(b) Share premium	**2,405.78**	**421.59**
(c) Share Warant application money	**1,562.55**	**-**
(d) Equity Component of Optionally Fully convertible Debentures	**127.69**	**-**
(e) Retained Earnings		
As per last Financial Statement	3,704.37	521.73
Add: Profit for the year	12.68	3,182.64
Closing Balance	**3,717.05**	**3,704.37**
(f) Other Comprehensive Income (OCI)		
As per last Financial Statement	(16.14)	11.46
Add: Movement in OCI (Net) during the year	52.33	(27.60)
Closing Balance	**36.19**	**(16.14)**
(g) Share Based Payment Reserve		
As per last Financial Statement	**305.50**	**292.89**
Add: Movement during the year	**111.89**	**356.33**
Less : Transfer to Share premium	**(347.06)**	**(343.72)**
Closing Balance	**70.33**	**305.50**
Total - Other Equity	**15,675.81**	**12,171.54**

The Share Based Payment Reserve in the comparative statement as at 31st March,2020 was ₹ 649.22 lakhs has now been reclassified to ₹ 305.50 Lakhs and Share Premium as at 31st March,2020 was ₹ 77.87 lakhs has now been re-classified to ₹ 421.59 lakhs on account of Employee Stock Option Plan vested and exercised in the F.Y.2019-20.

Note 13 : Borrowings - Non- current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Secured		
Term Loan from Banks and Financial Institutions (Ref. Note 13(i)(a)	6,714.34	5,852.65
	6,714.34	**5,852.65**
Unsecured		
Deferral payment Loans (Sales Tax)	-	141.44
From Body corporates	2,602.28	2,095.48
Total -Non-Current Borrowings	**9,316.62**	**8,089.57**

Note No. 13(i)(a) : The term loans from Banks and financial institutions are secured by way of hypothecation on respective Plant & Machinery & motor vehicles. Refer Note 36.

Note 14 : Provisions - Long Term (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Provision for employee benefits		
Unfunded Gratuity Liability (Refer Note no. 28)	474.55	477.70
Unfunded Compensated Absences Liability	99.15	95.38
Total - Long Term Provisions	**573.70**	**573.08**

Note 15 (i) : Other Non Current Liabilities (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Other Long Term Liabilities	28,217.29	27,570.32
Total - Other Non Current Liabilities	**28,217.29**	**27,570.32**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 15 (ii) : Lease Liability - Non Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Lease liability (Ref. Note No.39)	63.84	252.68
Total - Lease Liability	**63.84**	**252.68**

Lease Liability in the comparative statement as at 31st March, 2020 was ₹ 309.80 lakhs has now been reclassified to ₹ 252.68 Lakhs on account of Non Current Lease Liability & ₹ 57.12 Lakhs on account of Current Lease Liability.

Note 16 : (i) Borrowings - Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Secured:		
Working Capital Loans: From Bank		
Rupee Loans (Refer Note No.16(i)(a))	969.36	1,798.81
Total - Short Term Borrowings	**969.36**	**1,798.81**

Note No. 16(i)(a) Working Capital Loans from Banks of ₹ 969.36 Lakhs (Previous Year ₹ 1798.81 Lakhs) are primarily secured by hypothecation of present and future current assets of the company and present and future Fixed assets at plot no. A-1 and A-2 Ghugus, Dist. Chandrapur with building & structures thereon except assets/Machinery exclusively charged with other lenders.

Note 16(ii) Trade Payables - Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Micro, Small and Medium Enterprises (Refer note no. 16(ii)(a))	-	-
Acceptances-Secured (Refer note no. 16(ii)(b))	-	2,779.83
Dues to creditors other than Micro, Small and Medium Enterprises	3,525.22	3,332.55
Total - Trade Payables	**3,525.22**	**6,112.38**

Note no. 16(ii)(a): There are no amounts outstanding to Micro, Small and Medium Enterprises as at March 31, 2021 and no amount were over due during the year for which disclosure requirements under Micro, Small and Medium Enterprises Development Act, 2006 are applicable.

Note no. 16(ii)(b): Inland letter of credit limits are primarily secured by hypothecation on all current assets of the company namely, Stock of raw materials, work-in-progress, finished goods, stores and spares , Bill receivable and book debts and all other moveable assets present and future and are also secured by way of collateral security in the form of Second Charge on all fixed assets of the company -all that piece and parcel of land or ground together with all building and structure thereon and all moveable plant and machinery both present and future.

Note 16 : (iii) Other Financial Liabilities - Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Current Maturity of long term debts - Securred (Refer note no. 13(i)(a))	1,974.19	1,237.79
Current Maturity of long term debts - Unsecurred	3,152.71	931.00
Optionally Fully Convertible Debentures	1,972.26	-
Advances from Customers-from Others	643.38	486.36
Interest Accrued but not due	29.94	27.05
Total - Other Financial Liabilities	**7,772.48**	**2,682.20**

Note 17 : Provisions -Current (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(i) Provision for employee Benefits		
Unfunded Gratuity & Compensated absences	35.20	32.92
(ii) Others- Bonus & Expenses	998.66	1,404.68
Total - Provisions	**1,033.86**	**1,437.60**

Note 18 : Other Current Liabilities (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(a) Statutory Remittances (Contributions to PF and ESIC, Withholding Taxes, TDS, GST etc.)	687.37	943.85
(b) Other payables	1,518.05	122.43
(c) Salaries and Wages payable	119.23	130.04
Total - Other Current Liabilities	**2,324.65**	**1,196.32**

Other payables in the comparative statement as at 31st March, 2020 was ₹ 81.56 lakhs has now been reclassified to ₹ 122.43 Lakhs on account of Net of Debit parties balances.

Note 18(i) : Lease - Current Liabilities (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Lease liability	17.80	57.12
Total - Lease Liability	**17.80**	**57.12**

Note 19 : Revenue From Operations (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
(a) Sale of Products		
Finished Goods	20,770.26	29,772.66
Power Sales	3,143.63	6,352.80
(b) Other Operating Revenues	1,426.78	1,048.39
Total - Revenue from Operations	**25,340.67**	**37,173.85**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 20 : Other Income (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Interest Income	49.52	45.07
Other Non-Operating Income	19.48	6.04
Industrial Promotion Subsidy Refund	1,916.87	2,490.33
Sundry Balance Written back	4.38	20.87
Total - Other Income	**1,990.25**	**2,562.31**

Note 21 : Cost of Materials Consumed (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
(a) Iron Ore/Pellet	13,963.57	16,869.13
(b) Coal	7,555.52	12,658.59
(c) Dolomite	223.65	237.19
Total - Cost of Material Consumed	**21,742.74**	**29,764.91**

Note 22 : Changes in Inventories of Finished Goods, Stock-in-trade and Work-in-Progress (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
(a) Opening inventory:		
(i) Finished Goods	1,369.01	1,039.77
(ii) Saleable Scrap & By products	3,742.12	3,028.50
(iii) Work-in-Process	-	65.42
(iv) Traded Goods	889.71	889.71
Total (a)	**6,000.84**	**5,023.40**
(b) Closing inventory:		
(i) Finished Goods	1,871.26	1,369.01
(ii) Saleable Scrap & By products	4,659.56	3,742.12
(iii) Work-in-Process	25.32	-
(iv) Traded Goods	889.71	889.71
Total (b)	**7,445.85**	**6,000.84**
Total (a-b)	**(1445.01)**	**(977.44)**

Note 23 : Employees Benefits Expenses (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Salaries and Wages	1,098.76	1,587.35
Contributions to Provident and other Funds	75.39	123.71
Expense on Employee Stock Option Scheme (ESOP) (Refer Note No.35)	112.41	356.40
Staff Welfare Expenses	10.38	47.92
Gratuity & Leave Encashment Expenses (Refer Note No. 28)	108.81	92.15
Remuneration to Managing Director	63.56	63.56
Total - Employee Benefit Expenses	**1,469.31**	**2,271.09**

Note 24 : Finance Cost (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Interest Expense:		
(i) Fixed Loans	704.71	1,043.90
(ii) Others	714.01	339.61
Finance Charges :		
(i) Bill Discounting Charges	256.67	210.12
(ii) Bank Charges & Commission	6.83	16.75
Total - Finance Cost	**1,682.22**	**1,610.38**

Note 25 : Depreciation (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Depreciation (Refer Note No. 4)	1,338.87	1,709.53
Depreciation Lease Ind AS 116 (Refer Note No.39)	43.66	45.87
Total -Depreciation	**1,382.53**	**1,755.40**

Note 26 : Other Expenses (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Manufacturing Expenses		
Power Consumption	147.49	121.82
Fuel Consumption	47.81	38.64
Water Charges	30.00	85.69
Stores & Spares Consumed	331.89	466.38
Repairs & Maintenance to Plant	122.47	123.25
Other Manufacturing Expenses	537.35	1,067.41
Total - Manufacturing Expenses	**1,217.01**	**1,903.19**
Selling and Distribution Expenses		
Local Freight	540.17	1,029.82
Rebate & Discount	205.78	159.23
Selling Expenses	65.13	241.81
Total - Selling and Distribution Expenses	**811.08**	**1,430.86**
Administrative Expenses		
Insurance	90.75	34.35
Travelling & Conveyance	28.18	171.99
Rent, Rates & Taxes	49.47	79.21
Legal , Professional & Consultancy Charges	77.32	79.11
Repairs & Maintenance to Building	6.27	5.47
Repairs & Maintenance to others	18.86	23.05
Other Expenses	131.60	227.02
Sundry Balance Written Off	15.01	8.80
Payment to Auditors (Refer Note 26(a))	4.13	4.30
Director Sitting Fees	1.82	1.30
Corporate social responsibility (CSR) expenditure (refer Note 26(b))	34.88	33.85
Loss on Sale of Fixed Assets	0.07	-
Total - Administrative Expenses	**458.36**	**668.45**
Total - Other Expenses	**2,486.45**	**4,002.50**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Note 26(a) Payment to Auditor (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
(a) To statutory auditors		
-Statutory Audit Fees	2.75	2.75
-Tax Audit & Certifications	0.75	0.75
-Expenses Reimbursed	0.08	0.10
(b) To others		
-Cost Audit fees	0.30	0.30
-Secretarial Audit fees	0.25	0.40
Total - Payment to auditor	**4.13**	**4.30**

Note 26(b) Corporate Social Responsibility (CSR) Expenditure (₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
Amount required to be spent as per Section 135 of the Act	33.84	29.13
Amount spent during the year on :		
1)Construction/acquisition of any assets	-	-
2) On purposes other than (1) above	34.88	33.85
Total - Corporate Social Responsibility (CSR) Expenditure	**34.88**	**33.85**

Note 27 : Deferred Tax (₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Deferred Tax	-	(1,873.32)
Total -Deferred Tax	**-**	**(1,873.32)**

28. Disclosure as required by the Ind AS -19 "Employees Benefit" is given below:

Defined benefit plan: The Company operates one defined benefit plan, viz., gratuity & Leave Encashment benefit, for its employees. The Gratuity & Leave Encashment plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days basic salary payable for each completed year of service. The company does not have any fund for gratuity liability & Leave liability and the same is accounted for as provision.

Under the other long term employee benefit plan, the company extends benefit of compensated absences to the employees, whereby they are eligible to carry forward their entitlement of earned leave for encashment upon retirement / separation or during tenure of service. The Plan is not funded by the company.

The details of defined benefit obligations are as under:

(₹ in Lakhs)

Sr. No.	Particulars	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
1.	Obligation as at beginning of the year	508.90	437.17	97.10	92.01
2.	Current service cost	42.23	48.15	27.19	8.02
3.	Interest cost	33.08	29.73	6.31	6.26
4.	Liabilities transferred	0.00	0.00	0.00	0.00
5.	Benefits paid	(43.62)	(33.75)	(9.96)	(9.18)
6.	Remeasurements	(32.66)	27.60	(19.67)	0.00
7.	Obligation as at Close of the year	507.93	508.90	100.97	97.10
8.	Current portion	33.38	31.21	1.82	1.72
9.	Non-current portion	474.55	477.70	99.15	95.38
	Total	**507.93**	**508.90**	**100.97**	**97.10**

(₹ in Lakhs)

Sr. No.	Particulars	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
1.	Current service cost	42.23	48.15	27.19	8.02
2.	Interest cost	33.08	29.73	6.31	6.26
	Total	**75.31**	**77.88**	**33.50**	**14.28**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Amount recognized in other comprehensive income:

(₹ in Lakhs)

Sr. No.	Particulars	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
1.	Remeasurements	(32.66)	27.60	(19.67)	0.00
	Total	**(32.66)**	**27.60**	**(19.67)**	**0.00**

Due to its defined benefit plans, the Company is exposed to the following significant risks:

Changes in bond yields - A decrease in bond yields will increase plan liability.

Salary risk - The present value of the defined benefit plans liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Existing assumptions:

Sr. No.	Particulars	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
1.	Discount rate	6.50%	6.80%	6.50%	6.80%
2.	Rate of salary increase	8.50%	8.50%	8.50%	8.50%
3.	Withdrawal / Attrition rate	1.00%	1.00%	1.00%	1% to 1%
4.	Mortality rate	Indian Assured Lives (2012-14)	Indian Assured Lives (2006-08)	Indian Assured Lives (2012-14)	Indian Assured Lives (2006-08)
5.	Retirement age	60 years	62 years	60 years	62 years

Note: The Company regularly assesses these assumptions with the projected long-term plans and prevalent industry standards.

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

(₹ in Lakhs)

Particulars	Change in assumption	Gratuity		Leave Encashment	
		31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
Discount Rate	+1%	458.52	456.48	89.88	85.79
	-1%	565.58	570.50	114.10	110.54
Salary Growth Rate					
	+1%	563.88	568.86	113.71	110.18
	-1%	458.94	456.80	89.97	82.86

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, as a result of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a particular under-lying actuarial assumption, while assuming all other assumptions to be constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

The table below summarizes the maturity profile and duration of the Gratuity & Leave encashment liability:

(₹ in Lakhs)

Particulars	Gratuity		Leave Encashment	
	31st March, 2021	31st March, 2020	31st March, 2021	31st March, 2020
Within one year	33.38	31.21	1.82	1.72
Within one-three years	30.59	34.36	6.30	5.59
Within three-five years	22.21	23.57	3.72	3.62
Above five years	421.75	419.77	89.13	86.17
Weighted average duration (in years)	12.97 years	13.34 years	12.97 years	13.34 years

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

29. Financial instrument and risk management

Fair values

1. The carrying amounts of trade payables, other financial liabilities (current), borrowings (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
2. Borrowings (non-current) consists of loans from banks and government authorities, other financial liabilities (noncurrent) consists of interest accrued but not due on deposits other financial assets consists of employee advances where the fair value is considered based on the discounted cash flow.
3. The fair value of forward foreign exchange contracts is calculated as the present value determined using forward exchange rates, currency basis spreads between the respective currencies and interest rate curves.

The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

(₹ in Lakhs)

Particulars	At amortized Cost		At Fair value through Profit & Loss		Designated at fair value through OCI	
	As at 31st March, 2021		As at 31st March, 2021		As at 31st March, 2021	
	Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets						
Non-current						
(i) Investments	-	-	-	-	13.55	13.55
Current						
(i) Trade Receivables	691.12	691.12	-	-	-	-
(ii) Cash and Cash Equivalent	39.90	39.90	-	-	-	-
(iii) Bank Balances Other than (ii) above	763.86	763.86	-	-	-	-
(iv) Other Financial Assets	1,758.06	1,758.06	-	-	-	-
(v) Prepayments	154.09	154.09	-	-	-	-
Total Financial assets	**3,407.03**	**3,407.03**	**-**	**-**	**13.55**	**13.55**
Financial Liabilities						
Non-current						
(i) Borrowings	9,316.62	9,316.62	-	-	-	-
Current						
(i) Borrowings	969.36	969.36	-	-	-	-
(ii) Trade Payables	3,525.22	3,525.22	-	-	-	-
(iii) Other Financial Liabilities	7,772.48	7,772.48	-	-	-	-
Total Financial liabilities	**21,583.68**	**21,583.68**	**-**	**-**	**-**	**-**

30. Financial risk and capital risk management

1) Financial Risk

The business activities of the Company expose it to a variety of financial risks, namely market risks (that is, foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's risk management strategies focus on the un-predictability of these elements and seek to minimize the potential adverse effects on its financial performance.

The financial risk management for the Company is driven by the Company's senior management and internal/ external experts subject to necessary supervision.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

The Company does not undertake any speculative transactions either through derivatives or otherwise. The senior management is accountable to the Board of Directors and Audit Committee. They ensure that the Company's financial risk-taking activities are governed by appropriate financial risk governance frame work, policies and procedures. The Board of Directors periodically reviews the exposures to financial risks, and the measures taken for risk mitigation and the results thereof.

2) Foreign currency Risk

Foreign exchange risk arises on all recognised monetary assets and liabilities and on highly probable forecasted transactions which are denominated in a currency other than the functional currency of the Company. The Company does not have any foreign currency trade payables and receivables.

The foreign exchange risk management policy of the Company requires it to manage the foreign exchange risk by transacting as far as possible in the functional currency.

No Forward contracts were entered into by the company either during the year or previous years since the company has very minimum exposure to foreign currency risk.

i. Price risk

The company uses surplus fund in operations and for further growth of the company. Hence, there is no price risk associated with such activity.

ii. Credit risk

Credit risk refers to the risk of default on its obligation by the counter-party the risk of deterioration of creditworthiness of the counter-party as well as concentration risks of financial assets, and thereby exposing the Company to potential financial losses. The Company is exposed to credit risk mainly with respect to trade receivables.

Trade receivables

The Trade receivables of the Company are typically non-interest bearing un-secured. As there is no independent credit rating of the customers available with the Company, the management reviews the credit-worthiness of its customers based on their financial position, past experience and other factors. The credit risk related to the trade receivables is managed / mitigated by concerned team based on the Company's established policy and procedures and by setting appropriate payment terms and credit period. The credit period provided by the Company to its customers depend upon the contractual terms with the customers.

The ageing analysis of trade receivables as at the reporting date is as follows:

(₹ in Lakhs)

Particulars	Less than six months	More than six months
Trade Receivables as at March 31, 2021	509.44	181.68
Trade Receivables as at March 31, 2020	**655.42**	**133.33**

The Company performs on-going credit evaluations of its customers' financial condition and monitors the credit-worthiness of its customers to which it grants credit in its ordinary course of business. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount due or there are some disputes which in the opinion of the management is not in the Company's favour. Where the financial asset has been written-off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit and loss.

iii. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system.

Based on past performance and current expectations, the Company believes that the Cash and cash equivalents and cash generated from operations will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

The table below summaries the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:-

(₹ in Lakhs)

Particulars	As at 31st March, 2021	
	Less than six months	More than six months
Trade payables	2,802.03	723.19
Other financial liabilities	4,293.88	3,478.60
Total Financial liabilities	**7,095.91**	**4,201.79**

Particulars	As at 31st March, 2020	
	Less than six months	More than six months
Trade payables	2,421.98	3,690.40
Other financial liabilities	1,497.13	1,185.07
Total Financial liabilities	**3,919.11**	**4,875.47**

3) Capital Risk

The Company's objective while managing capital is to safeguard its ability to continue as a going concern (so that it is enabled to provide returns and create value for its shareholders, and benefits for other stakeholders), support business stability and growth, ensure adherence to the covenants and restrictions imposed by lenders and/ or relevant laws and regulations, and maintain an optimal and efficient capital structure so as to reduce the cost of capital. However, the key objective of the Company's capital management is to, ensure that it maintains a stable capital structure with the focus on total equity, uphold investor; creditor and customer confidence, and ensure future development of its business activities. In order to maintain or adjust the capital structure, the Company may issue new shares, declare dividends, return capital to shareholders, etc.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

31. Capital Management

Capital management and Gearing Ratio

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is debt divided by total capital. The Company includes within debt, interest bearing loans and borrowings.

(₹ in Lakhs)

Particulars	31st March, 2021	31st March, 2020
Borrowing		
Current	969.36	1,798.81
Non-Current	9,316.62	8,089.57
Total Debts	**10,285.98**	**9,888.38**
Cash and Marketable Securities	39.90	1,182.33
Net Debts	**10,246.08**	**8,706.05**
Equity		
Equity Share capital	2,534.72	2,269.01
Other Equity	15,675.81	12,171.54
Total capital	**18,210.53**	**14,440.55**
Gearing ratio in % (Net Debts/capital)	**56.26%**	**60.29%**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

32. Related party transactions under Ind AS -24

Names of related parties and nature of relationships:

Names of the related parties	Nature of relationship
Key Managerial Persons (KMP)	
Mr. Babulal Agarwal	Managing Director
Mr. Mukesh Gupta	Chairman & Non-Executive Director
Mr. Rajesh Gupta	Non-Executive Director
Mr. Madhur Gupta	Executive Director
Mr. Devidas Kambale	Independent Director
Mr. Jagannath Dange	Independent Director
Dr. Balram Singh	Independent Director
Mrs. Bhagyam Ramani	Independent Director
Mr. Riyaz Shaikh	CFO
Mr. Sneha Yezarkar	Company Secretary & Compliance Officer
Joint Venture	
Thriveni Lloyds Mining Private Limited	Joint Venture
Other Related Parties	
Aeon Trading LLP	
Shree Global Tradefin Ltd.	
Trofi Chain Factory Pvt. Ltd.	
Snowwhite Realty Developers LLP.	
Lloyds Employees Welfare Trust	

Details of compensation & remuneration to Key Managerial Persons (KMPs)

Particulars	Year ended 31st March 2021	Year ended 31st March 2020
Nature of transaction		
Short-term employee benefits	96.58	105.38
Post-employment benefits	29.92	30.75
Other Long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-
Total compensation to key management person	**126.50**	**136.13**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Details of transactions during the year and outstanding at year end where related party relationship existed:

Particulars	Other Related parties		Total	
Party's name	Year ended 31st March 2021	Year ended 31st March 2020	Year ended 31st March 2021	Year ended 31st March 2020
Purchases				
M/s. Aeon Trading LLP	-	27.13	-	27.13
M/s. Shree Global Tradefin Ltd.	-	56.90	-	56.90
M/s. Snowwhite Realty Developers LLP.	1,513.36	-	1,513.36	-
Total	**1,513.36**	**84.03**	**1,513.36**	**84.03**
Expenses				
M/s. Trofi Chain Factory Pvt. Ltd.	-	29.86	-	29.86
Total	**-**	**29.86**	**-**	**29.86**
Trade payable				
M/s. Aeon Trading LLP	-	28.49	-	28.49
M/s. Shree Global Tradefin Ltd.	-	59.74	-	59.74
Total	**-**	**88.23**	**-**	**88.23**

1. Key Managerial Personnel are under the employment of Company are entitled to post employment benefits and other long term employee benefits recognized as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above. Further re-imbursement of expenses to KMP are not included above.
2. Director's remuneration for the year 2020-2021 is as per limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013.
3. All related party contracts / arrangements have been entered in ordinary course of business and are approved by the board of directors.

33. Earnings per share (EPS)

Particulars			2020-2021	2019-2020
Weighted average number of equity share for basic EPS	(A)	Nos	24,20,43,021	22,42,98,942
Add : Potential equity shares		Nos	2,61,66,246	3,21,882
Weighted average number of equity shares for diluted EPS	(B)	Nos	26,82,09,267	22,46,20,824
Face value of equity share (fully paid)		1	1	1
Profit attributable to equity shareholders for Basic Diluted EPS	(C)	₹ Lakhs	 12.68 156.91	 3,182.64 3182.64
Earnings per equity share				
Basic	(C/ A)	₹	0.01	1.42
Diluted	(C/ B)	₹	0.06	1.42

*Since the Diluted Earnings Per Share is in excess of the Basic Earnings Per Share, it has become anti-dilutive in nature and hence the Diluted Earnings Per Share is Nil for the year ended 31st March, 2021.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

34. Contingent Liability

(₹ in Lakhs)

Sr. No.	Particulars	As at 31st March, 2021	As at 31st March, 2020
(a)	Letter of Credit/Guarantees issued by Banks	557.37	580.79
(b)	Disputed claims of Excise	589.66	589.66
(c)	Claims against the Company not acknowledged as Debts	162.00	149.46

35. Share Based Payments Plans (ESOP)

The Company introduced “LLOYDS METALS AND ENERGY LTD. ESOP – 2017”which covers the eligible employees of the Company and its subsidiaries. The options granted under Plan shall vest based upon the performance of the Employee, subject to completion of minimum 1 (One) year from the date of Grant and as may be decided by the Committee subject to maximum period of 5 (Five) years.

Details of “LLOYDS METALS AND ENERGY LTD. ESOP – 2017”

Date of Grant	Options granted	Weighted average fair value of options	Exercise Price
20-Sep-2018	63,61,640	₹ 13.39/-	4.00
31-Jan-2019	3,05,000	₹ 10.61/-	4.00

The fair value of the options was estimated on the date of grant using the Black Scholes Model with the following assumptions:

Grant date	Vest date	Historical Volatility	Average life of the options (in Years)	Risk-free interest rate	Dividend Yield
20-Sep-2018	20-Sep-2019	64.49%	2.50 Years	8.02%	0.00%
20-Sep-2018	20-Sep-2020	71.77%	3.50 Years	8.08%	0.00%
20-Sep-2018	20-Sep-2021	72.44%	4.50 Years	8.09%	0.00%
20-Sep-2018	20-Sep-2022	73.77%	5.50 Years	8.12%	0.00%
31-Jan-2019	20-Sep-2020	66.72%	3.14 Years	6.98%	0.00%
31-Jan-2019	20-Sep-2021	70.13%	4.14 Years	7.18%	0.00%
31-Jan-2019	20-Sep-2022	70.54%	5.14 Years	7.22%	0.00%

The information covering stock options is as follows:-

Particulars	ESOP 2017	
	As at 31st March, 2021	As at 31st March, 2020
Outstanding at the beginning of the year (A)	33,85,820	62,66,640
Exercisable at the beginning of the year (B)	25,70,820	-
Granted (C)	-	-
Options Vested during the year (D)	25,95,820	25,70,820
Forfeited /Lapsed (E)	-	3,10,000
Exercised (F)	38,40,820	-
Outstanding at the end of the year(A+C-D-E)	7,90,000	33,85,820
Exercisable at the end of the year (B+D-F)	13,25,820	25,70,820

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Since equity shares are listed hence for the purpose of calculating volatility, volatility of shares based on the expected life is considered.

Total expenses arising from share-based payment transactions recognized in profit or loss as part of employee benefit expense were as follows.

(₹ in Lakhs)

Particulars	2020 - 21	2019 - 20
SBP Expenses Compensation Cost	111.90	356.34
SBP ESOP Expenses	0.51	0.06
Total employee share-based payment expense	**112.41**	356.40

36. Borrowing – Non Current **(₹ in Lakhs)**

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	Non Current	*Current Maturities	Non Current	*Current Maturities
i) Secured- At Amortised Cost				
Term Loans from Banks				
(a) Kotak Mahindra Bank Ltd.	3,973.21	1,619.91	2,995.84	1,066.67
(b) Citizen credit Co-operative Bank Ltd.	2,474.35	239.71	2,517.58	80.12
(c) Yes Bank Ltd.	186.82	72.71	227.75	58.70
Other Bank Loan for Vehicles	79.96	41.87	111.48	32.30
ii) Unsecured- At Amortised Cost				
Deferred payment Liabilities				
(a) Sales Tax Deferral	0.00	631.71	141.44	490.28
Loan from Body Corporate				
(a) Lloyds Steels Industries Ltd.	875.00	425.00	425.00	375.00
(b) Indrajit Properties Pvt. Ltd.	1,709.39	266.76	1,670.48	65.72
(c) Lachhmidhar Kanshiram Finserv Pvt. Ltd.	17.89	220.00	0.00	0.00
(d) Indeed Advisory Pvt. Ltd.	0.00	83.23	0.00	0.00
(e) Kemwell Biopharma Pvt. Ltd.	0.00	1,526.00	0.00	0.00
Total	**9,316.62**	**5,126.90**	**8,089.57**	**2,168.79**

(*Amount disclosed under Current Maturities (Refer Note 16(iii))

Security

1. Of the loans mentioned in (i)(a) the Term Loans to the extent of ₹ 3593.12 lacs are secured with exclusive charge on Power Receivables to the extent of the repayments of the loan (Principal + Interest),second pari passu charge on all present and future fixed assets (except assets exclusively charged with other lenders), second pari passu charge on all present and future current assets (excluding power receivable) to the extent of repayments of the loan (Principal + Interest) and collateral security of Promoter property.

2. Of the loans mentioned in (i)(a) the Term Loans to the extent of ₹ 2000 lacs are secured with first pari passu on all present and future current assets of the company (including advance to suppliers) and present and future Fixed Assets at Plot No. A1 & A2, Ghugus, Dist: Chandrapur with buildings & structures thereon except assets/machinery exclusively charged with other lenders and collateral security of Promoter property.

3. The loans mentioned in (i)(b)are secured with exclusive charge over the financed assets and second pari passu charge on all present and future fixed assets (except assets exclusively charged with other lenders), second pari passu charge on all present and future current assets (excluding power receivable) to the extent of repayments of the loan (Principal + Interest).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

4. The loans mentioned in (i)(c) are secured with exclusive charge over the commercial equipment's financed by the bank.

Terms of Repayment **(₹ in Lakhs)**

Particulars	Amount outstanding as at 31st March 2021	F.Y. 21-22	F.Y. 22-23	F.Y. 23-24	F.Y. 24-25	F.Y. 25-26	F.Y. 26-27	F.Y. 27 Onwards
i) Secured- At Amortised Cost								
Term Loans from Banks								
(a) Kotak Mahindra Bank Ltd.	5,593.12	1,619.91	2,101.56	1,358.17	513.48	-	-	-
(b) Citizencredit Co-operative Bank Ltd.	2,714.06	239.71	319.61	319.61	319.61	319.61	319.61	876.30
(c) Yes Bank Ltd.	259.53	72.71	80.40	88.89	17.53	-	-	-
Other Bank Loan for Vehicles	121.83	41.87	35.89	18.93	18.38	6.76	-	-
ii) Unsecured- At Amortised Cost								
Deferred payment Liabilities								
(a) Sales Tax Deferral (Refer Note 5 Below)	631.71	631.71	-	-	-	-	-	-
Loan from Body Corporate								
(a) Lloyds Steels Industries Ltd.	1,300.00	425.00	875.00	-	-	-	-	-
(b) Indrajit Properties Pvt. Ltd.	1,976.15	266.76	266.76	266.76	266.76	266.76	266.76	375.59
(c) Lachhmidhar Kanshiram Finserv Pvt. Ltd.	237.89	220.00	17.89	-	-	-	-	-
(d) Indeed Advisory Pvt. Ltd.	83.23	83.23	0.00	-	-	-	-	-
(e) Kemwell Biopharma Pvt. Ltd.	1,526.00	1,526.00	0.00	-	-	-	-	-
Total	**14,443.52**	**5,126.90**	**3,697.11**	**2,052.36**	**1,135.76**	**593.13**	**586.37**	**1,251.89**

Notes:-

1. Kotak Mahindra Bank Ltd. Term Loan to the extent of ₹ 3,593.12 lacs is repaid in 48 monthly installments from date of disbursement. Additional 5 months added for the repayment of Covid-19 moratorium principal and interest. Principal repayment pattern is 1st Year-15%, 2nd Year -25%, 3rd Year-30% & 4th Year-30%.
2. Kotak Mahindra Bank Ltd. Term Loan to the extent of ₹ 2,000 lacs is repaid in 48 months installments which are starting from 13thmonth of disbursement of Term Loan. Principal repayment pattern is 1st Year-0%, 2nd Year -12%, 3rd Year-44% & 4th Year-44%.
3. Citizencredit Co-operative Bank Ltd. is to be repaid in101 equal monthly installments to commence (inclusive of Covid-19 moratorium period) after a moratorium period of 24 months from the date of first disbursements. Total tenure will be 125 months.
4. The rate of interest for vehicles loan from banks range from 7% to 8% and rate of interest for term loans from others is 9% to 14%
5. The rate of interest from corporate party range between 9% to 15%.
6. Sales Tax Deferral is repayable from April-2016 and repayable in full by April-2021.
7. The figures of current maturities are arrived at after considering the moratorium availed due to Covid-19 pandemic.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

37. Segment reporting under Ind AS – 108

Disclosures as required by the Ind AS - 108 on "Segment Reporting" are given below:

For management purposes, the Company is organized into business units based on its services and has two reportable segments, as follows:

1. The Sponge Iron segment which includes production and manufacturing of Sponge Iron.
2. The Power segment which includes generation of power.

(₹ in Lakhs)

Sr. No.	Particulars	31st March, 2021			31st March, 2020		
		Sponge Iron	Power	Consolidated	Sponge Iron	Power	Consolidated
I)	**Segment Revenue :**						
	Sales :						
	External	24,187.30	3,640.86	27,828.16	33,383.36	7,150.95	40,534.31
	Less : Inter division transfer	-	497.24	497.24	-	798.15	798.15
	Total	**24,187.30**	**3,143.62**	**27,330.92**	**33,383.36**	**6,352.80**	**39,736.16**
II)	**Segment Result :**						
	Operating Net Profit	1,362.09	1,776.10	3,138.19	920.71	4,096.85	5,017.56
	Common Expenses (Net)	-	-	(1,443.29)	-	-	(2,097.86)
	Interest	-	-	(1,682.22)	-	-	(1,610.38)
	Profit before tax	-	-	**12.68**	-	-	**1,309.32**
III)	**Segment Assets :**	**50,262.29**	**20,959.28**	**71,221.57**	**41,419.39**	**20,890.60**	**62,309.99**
	Common Assets	-	-	803.78	-	-	1,900.64
	Total	**50,262.29**	**20,959.28**	**72,025.35**	**41,419.39**	**20,890.60**	**64,210.63**
IV)	**Segment Liabilities :**	13,588.22	25.50	13,613.72	11,854.15	20.25	11,874.70
	Common Liabilities	-	-	2,029.65	-	-	1,410.03
	Total	**13,588.22**	**25.50**	**15,643.37**	**11,854.15**	**20.25**	**13,284.43**
V)	**Capital Employed (including goodwill) Segment Assets – Segment Liabilities**	36,674.07	20,933.78	57,607.85	29,565.24	20,870.35	50,435.59
	Common Assets/Liabilities	-	-	(1,225.87)	-	-	490.61
	Total	**36,674.07**	**20,933.78**	**56,381.98**	**29,565.24**	**20,870.35**	**50,926.20**

38. a) The Company does not envisage any liability for income tax for the current year in absences of any taxable income.

b) No provision of Deferred Tax has been made in the current year.

39. Ind AS 116, Leases Impact

The Company has been adopted Ind AS 116 in F.Y 2019-20 The preparations for this standard are substantially complete. During the current year Office Lease Rent had closed & new Lease Rent created. The estimated impact of Ind AS 116 on the Company's financial statements at 31st March 2021 is as follows:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

Balance sheet: The company estimates that the adoption of Ind AS 116 will result in an increase in total assets of ₹ 78.83 Lakhs split between right-of-use assets of ₹ 78.83 Lakhs and deferred tax assets of ₹ 0.00 Lakhs. Financial liabilities are expected to increase by ₹ 81.64 Lakhs.

Statement of profit and loss: The company estimates that the adoption of Ind 116 has impact the Profit & Loss A/c which is as follows:-

Out of the total lease depreciation of 43.66 lakhs for the year ended on 31st March 2021, the company has recognized increased depreciation of ₹ 9.26 lakhs and ₹ 34.40 lakhs on account of the new lease and previous lease arrangement respectively on right to use asset.

Out of the total lease finance cost of ₹ 24.67 lakhs for the year ended on 31st March 2021, the company has recognized increased finance cost of ₹ 5.54 lakhs and ₹ 19.13 lakhs on account of the new lease and previous lease arrangement respectively on lease liability.

Due to termination of the previous lease agreement during the current year, an income of ₹ 18.40 lakhs has been recognized in the current year under Other Income.

Statement of Cash flows: The Company estimates that the adoption of Ind AS 116 will result in decrease in Lease Liabilities by ₹ 6.46 Lakhs & interest on financing of lease liabilities of ₹ 5.54 Lakhs shown under Cash Flow from financing activities as interest & financial charges paid.

40. As at 31st March 2021 consolidated financial statement of Lloyds Metals And Energy Limited has been prepared on the basis of unaudited financial statement of Thriveni Lloyds Mining Private Limited.

41. Approval of Financial Statements

The financial statements were approved by the board of directors on April 12th 2021.

As per our Report of Even Date
For VSS & ASSOCIATES
Chartered Accountants
Firm Registration No 105787W
Sd/-
Sanjay Jain
Partner
Membership No 46565

For and on behalf of the Board of Directors of
Lloyds Metals And Energy Limited

Sd/-
Babulal Agarwal
Managing Director
DIN: 00029389

Sd/-
Mukesh R. Gupta
Chairman
DIN: 00028347

Sd/-
Riyaz Shaikh
Chief Financial Officer

Sd/-
Sneha Yezarkar
Company Secretary
Membership No.-ACS-43338

Place : Mumbai
Date : 12th April 2021

NOTES

Lloyds Metals and Energy Limited

CIN: L40300MH1977PLC019594

Registered Office
Plot No. A 1-2, MIDC Area, Ghugus,
District Chandrapur – 442505, Maharashtra
Phone : 07172-285103 / 398

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A2, 2nd Floor, Madhu Estate,
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