HEMANG RESOURCES LIMITED

28th ANNUAL REPORT
2020-2021

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Prem Prakash Agarwal (upto 14.08.2020)	Non- Executive Director
Mr. Shashikant Vyankatesh Chaoji (upto 13.02.2021)	Independent Director
Ms. Shikha Jain	Independent Women Director
Mr. Sumit Upadhyay (upto 29.06.2021)	Independent Director
Mr. Surinder Singh Bhaia (w.e.f 13.02.2021 to 25.08.2021)	Non-Executive Director
Mr. Nikhil Dhanotiya (w.e.f. 29.06.2021)	Independent Director
Ms. Komal Jitendra Thakker (w.e.f. 25.08.2021)	Whole Time Director

KEY MANAGERIAL PERSONNEL

Ms. Komal J Thakker	Chief Executive Officer
Mr. Premnath Sankar Rao (upto 30th July, 2020)	Chief Financial Officer
Mr. Dharmendra Soyal (w.e.f 16th October, 2020)	Chief Financial Officer
Mr. Dharmendra Soyal (upto 19th April, 2021)	Company Secretary & Compliance Officer and Chief Financial Officer
Ms. Saloni Kochar (w.e.f. 11th June, 2021)	Company Secretary & Compliance Officer and Chief Financial Officer

AUDITORS

M/s Sathish Kumar & Associates, (Upto 19.07.2021)*
Chartered Accountants,
Chennai

M/s A V Ratnam & Co.*
Chartered Accountants,
Chennai
* (M/s Sathish Kumar & Associates merged with M/s A V Ratnam & Co. w.e.f. 19.07.2021)

SECRETARIAL AUDITOR

M/s Ajit Jain & Co.
Company Secretaries,
Indore

BANKERS

Bank of India
Central Bank of India
Shinhan Bank

REGISTERED OFFICE

Plot No. 4, 6th Avenue Harington Road, Chetpet, Chennai Tamil Nadu – 600031*

Flat A2, Harington Court, 99, Harington Road, Chetpet, Chennai, Tamil Nadu – 600031*

(*The Registered Office of the Company has been shifted within the local limits of the same city w.e.f. 29th June, 2021)

REGISTRAR & SHARE TRANSFER AGENT

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

CIN & WEBSITE

CIN - L65922TN1993PLC101885
Website: http://bhatiacoalindia.com/BIIL/Index.htm

Important Communication to Member

- The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating services of notice/documents including Annual Report can be sent by e-mail to its member. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Participants. Member who hold shares in physical form are requested to register their e-mail id with Company/ Registrar and Transfer and Agent, M/s. Link Intime India Private Limited.

- RELAXATION FROM REQUIREMENT OF SENDING PHYSICAL COPIES OF ANNUAL REPORT TO SHAREHOLDERS: In view of the CoVID-19 pandemic and Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 followed by Circular No. 02/2021 dated 13th January, 2021 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and 'SEBI' Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 followed by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (hereinafter referred to as "SEBI Circulars") had provided relaxations to listed entities, from compliance with the requirements of Regulations 36 (l)(b) and (c) and Regulation 58 (l)(b) &(c) of the SEBI (LODR) for listed entities who conduct their AGMs during the calendar year 2021 (i.e. till December 31, 2021). Hence Annual Report will be sent to shareholders who have registered their e-mail id with Company Registrar and Transfer Agent.

- **Demat Your Shares**: Members are requested to convert their physical shareholding to demat/ electronic form through any of the nearest depository participants (DPs) to avoid the hassles as possibility of loss, mutilation, etc. and also to ensure safe and speedy transactions in the securities. Shares of the company compulsorily required to be traded in demat form. If you have not dematerialized your shares, you are requested to get the shares dematerialized at the earliest in your interest.

- **Register Nominations**: To help your successors get the shares transmitted in their favour, please register your nomination. Members desirous of availing this facility may submit nomination form which can be obtained from Link Intime India Private Limited. Members holding shares in dematerialized form are requested to register their nomination directly with their respective DPs.

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NOTICE

HEMANG RESOURCES LIMITED

CIN: L65922TN1993PLC101885
Regd Office: "Flat A2, Harington Court 99, Harington Road, Chetpet, Chennai, Tamil Nadu-600031"
Email: cs@bhatiacoalindia.com website: http://bhatiacoalindia.com/BIIL/Index.htm.
Tel.: 044-45590053, 044-28362127 Fax: 044-45590057

NOTICE OF 28th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 28TH ANNUAL GENERAL MEETING OF HEMANG RESOURCES LIMITED WILL BE HELD ON FRIDAY, 24th SEPTEMBER, 2021, AT 11:00 A.M. IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS:-

ORDINARY BUSINESS

Item No. 1: To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

SPECIAL BUSINESS

Item No. 2: To consider and approve merger of Statutory Auditor Firm from M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) with M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S).

To consider and if thought fit pass the following resolution, as an **Ordinary Resolution**;

"**RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being inforce), the members of the Company hereby consider and approve merger of M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) with M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S) and that the Members hereby approve the appointment of M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S) as Statutory Auditor of the Company on the same terms and conditions including remuneration for the remaining tenure for which M/s Sathish Kumar & Associates, Chartered Accountants, Ahmedabad (FRN: 017448S) was appointed by the shareholders of the Company;

RESOLVED FURTHER THAT, the Board of Directors of the company be and are hereby authorised to do all such acts, deeds and things as are necessary to give effect to this resolution."

Item No. 3: Appointment of Mr. Nikhil Dhanotiya (DIN: 09220437) as Non-Executive Independent Director of the Company.

To consider and if thought fit pass the following resolution, as an **Ordinary Resolution**;

"**RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and rules, circulars, orders and notifications issued thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) Mr. Nikhil Dhanotiya (DIN: 09220437), who was appointed as an Additional Independent Director of the Company with effect from 29th June, 2021 by the Board of Directors and who holds office up to the date of the forthcoming Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ('the Act'), and in respect of whom the Company has received a notice in terms of Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 152, 160 read with Schedule – IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the appointment of Mr. Nikhil Dhanotiya (DIN: 09220437), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, and who is eligible for appointment as an independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years upto the conclusion of 33rd Annual General Meeting of the Company, be and is hereby approved;

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

Item No. 4: Appointment of Ms. Komal Thakker (DIN: 07062825) as Director and Whole Time Director of the Company.

To consider and if thought fit pass the following resolution, as an **Special Resolution;**

"RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and rules, circulars, orders and notifications issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Ms. Komal Jitendra Thakker (DIN: 07062825), who was appointed as an Additional Director of the Company with effect from 25th August, 2021 by the Board of Directors and who holds office up to the date of the forthcoming Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ('the Act'), but who is eligible for appointment and in respect of whom the Company has received a notice in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and rules, circulars, orders and notifications issued thereunder (including any statutory modification(s) or reenactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, the Company hereby accords its approval to the appointment of Ms. Komal Jitendra Thakker (DIN: 07062825), as the whole-time Director for a term of three consecutive years effective from 25th August, 2021 on the terms and conditions of appointment and remuneration as contained in the draft agreement, material terms of which are set out in the explanatory statement attached to this notice and the Board of Directors be and is hereby authorized to alter and vary such terms and conditions of appointment and remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013, as may be agreed to by the Board of Directors and Ms. Komal Jitendra Thakker (DIN: 07062825).

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

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

Sd/-
Saloni Kochar
Company Secretary & Compliance Officer

Place: Indore
Date: 25.08.2021

NOTES:

1. Amidst the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 followed by Circular No. 02/2021 dated 13th January, 2021 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and 'SEBI' Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 followed by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (hereinafter referred to as "SEBI Circulars") physical attendance of the Members to the Annual General Meeting (AGM) venue is not required and AGM be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM.

2. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with, accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not Annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 members on first come first served basis. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated 08th April, 2020, 13th April, 2020 and 05th May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting

votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.

6. Since the AGM would be held through VC/OAVC, the venue route map is not annexed to this Notice.

7. The Notice calling the AGM has been uploaded on the website of the Company in the Investor Relations Section under Annual Reports tab. The complete Annual Report is also available in the same section. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. https://www.evoting.nsdl.com

8. This AGM has been convened through VC/ OAVM in compliance with applicable provisions of the Companies Act, 2013 read with the MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 20/2020 dated 5th May, 2020 and MCA Circular No. 2/2021 dated 13th January, 2021.

9. The recorded transcript of the forthcoming AGM on 24th September, 2021 shall also be made available on the website of the Company www.bhatiacoalindia.com in the Investor Relations Section, as soon as possible after the Meeting is over.

10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

11. The register of members and Share Transfer Books of the Company will remain closed from 16th September, 2021 to 24th September, 2021 (both days inclusive).

12. The Members who are holding equity shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083, E-mail ID: rnt.helpdesk@linkintime.co.in.

13. The Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or email address immediately to their respective Depository Participants.

14. In terms of circulars issued by Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN card to the Company or its RTA in the following cases viz. deletion of name, transmission of shares and transposition of shares.

15. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") in respect of item no. 2,3,4 & 5 of the notice set out above, is annexed hereto.

16. In case of Joint-holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

17. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made thereunder, Shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form SH.13, which is available on the website of the Company.

18. The Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company at least 14 days before the meeting (i.e. on or before 10th September, 2021) through email on cs@bhatiacoalindia.com. The same will be replied by the Company suitably.

19. Corporate members are encouraged to attend through their authorized representatives by submitting board resolution/power of attorney/appropriate authorization letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through email at ajitjain84@gmail.com with a copy marked to evoting@nsdl.co.in to attend the AGM through VC/ OAVM and participate there at and cast their votes through e-voting.

20. Pursuant to the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Corporate Governance and secretarial standard on general meetings, the information about the Directors proposed to be appointed/re-appointed at the Annual General Meeting is given in the Annexure to the Notice.

21. Additional information, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to Item No. 2, 3, and 4 of this Notice under Special Business, is also provided in the Explanatory Statement.

22. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@bhtiacoalindia.com.

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

(i) The remote e-voting period begins on Tuesday, 21st September, 2021 at 10.00 A.M. IST and ends on Thursday, 23rd September, 2021 at 05.00 P.M. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 17th September, 2021 i.e. cut-off date (record date), may cast their vote

electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 17th September, 2021.

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

(iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

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

Step 1: Access to NSDL e-Voting system

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for **NSDL IDeAS facility**, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **"Beneficial Owner"** icon under "Login" which is available under **"IDeAS"** section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or **e-Voting service provider -**

	NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS"** Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 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 i.e. **NSDL** where the e-Voting is in progress.
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. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or **e-Voting service provider-NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
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
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 or 022-23058542-43

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

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

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

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

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

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

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

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

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

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **ajitjain**with a copy marked to evoting@nsdl.co.in.

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

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in or alternatively to Company at cs@bhatiacoalindia.com or call on 0731-4200200.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@bhatiacoalindia.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) cs@bhatiacoalindia.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@bhatiacoalindia.com. The same will be replied by the company suitably.

By order of the Board of Directors

Sd/-
Saloni Kochar
Company Secretary & Compliance Officer

Place: Indore
Dated: 25th August, 2021

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2: To consider and approve merger of Statutory Auditor Firm from M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) with M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S).

The Members of the Company, in their 24th Annual General Meeting held on September 29, 2017, have appointed M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) as Statutory Auditor of the Company for a term of 5 years i.e. from the conclusion of 24th Annual General Meeting till the conclusion of 29th Annual General Meeting.

M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) has been merged with the firm into M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S) with effect from July 19, 2021 and the letter to that effect was received by the Company on August 11, 2021. Accordingly, the Board of Directors of the company, in their meeting held on August 13, 2021 took note of the same and recommended for noting and approval of the shareholders of the company for the Change in the name of Statutory Auditor Firm due to merger and appointment of into M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S) on the same terms and conditions including remuneration for the remaining tenure for which M/s. Sathish Kumar & Associates, Chartered Accountants, Ahmedabad (FRN: 017448S) was appointed by the shareholders of the Company.

The Board of Directors recommend the noting and approval of Shareholders by way of Ordinary Resolution.

None of the Directors or Key Managerial Personnel or their relatives is in any way concerned or interested in the above referred resolution except to the extent of their shareholding.

Item No. 3: Appointment of Mr. Nikhil Dhanotiya (DIN: 09220437) as Non-Executive Independent Director of the Company.

The Nomination & Remuneration Committee and the Board have recommended to the members the appointment of Mr. Nikhil Dhanotiya as Non-Executive Independent Director for a period of five consecutive years from the date of his appointment in the Company's Board.

Mr. Nikhil Dhanotiya meets the criteria as defined under Section 149(6) of the Companies Act, 2013 read with the Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and is Independent form the Company's Management.

Members are requested to consider appointment of Mr. Nikhil Dhanotiya as Director of the Company in the category of Non-Executive Independent Director.

Brief profile of Mr. Nikhil Dhanotiya are included separately in the Notice, as required pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting.

The Board recommends the Resolution set out in the item no. 3 of the Notice be passed by the Members as an Ordinary Resolution.

Mr. Nikhil Dhanotiya is not related to any other Director of the Company.

None of the Directors or the Key Managerial Personnel of the Company or their relatives are deemed to be interested, financially or otherwise, in the said resolution.

Item No. 4: Appointment of Ms. Komal Jitendra Thakker (DIN: 07062825) as Director and Whole Time Director of the Company.

Ms. Komal Jitendra Thakker is working as Chief Executive Officer (CEO) of the Company. She was also appointed as an Additional Director by the Board of Directors of the Company at their meeting held on 25th August, 2021.

Members are requested to consider Ms. Komal Jitendra Thakker's appointment as Director and Whole Time Director of the Company.

Brief profile of Ms. Komal Jitendra Thakker is included separately in the Notice, as required pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting.

The Board recommends the Resolution set out in the item no. 4 of the Notice be passed by the Members as Special Resolution.

Ms. Komal Jitendra Thakker is not related to any other Director of the Company.

None of the Directors or the Key Managerial Personnel of the Company or their relatives are deemed to be interested, financially or otherwise, in the said resolution.

By Order of the Board
For Hemang Resources Limited

Sd/-
Saloni Kochar
Company Secretary & Compliance Officer

Place: Indore
Date: 25.08.2021

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

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

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

Name of the Director	**Mr. Nikhil Dhanotiya**	**Ms. Komal Jitendra Thakker**
DIN	09220437	07092825
Date of Birth	16.11.1994	31/05/1987
Age	27	34
Date of appointment at the present designation	29.06.2021	25.08.2021
Nature of his expertise in specific functional areas	Mr. Nikhil Dhanotiya, aged 27 years, is an associate member of Institute of Company Secretaries of India (ICSI). He is commerce graduate and has graduated Law from Vikram University, Mandsaur. He has experience in various fields such as Company law, legal, FEMA, Secretarial, Income Tax, GST & SEBI related matters, etc. Currently he is a Practicing Company Secretary and sole proprietor of M/s Nikhil Dhanotiya & Associates, Indore.	Ms. Komal Jitendra Thakker, aged 34 years, is B Com Bank Management graduate from Ethiraj College. She has experience in various fields such as Finance and Accounts etc. She has started her career in working with M/s Bhatia International Ltd as Accounts Executive. She is associated with Company for more than a decade and currently is Cheif Executive Officer of the Company."
Qualification	Company Secretary and Law graduate	Commerce Graduate
List of outside directorship	NIL	NIL
Relationships between directors inter-se	NIL	NIL
Shareholding in the Company	NIL	NIL
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board.	NIL	NIL

DIRECTORS' REPORT

DIRECTORS' REPORT

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

The Board of Directors hereby presents its 28th Director's Report on business & operations of **Hemang Resources Limited** ("the Company") along with Audited Financial Statements for the financial year ended 31stMarch, 2021.

FINANCIAL RESULTS

The Company's Financial Performance for the year ended 31st March, 2021 is summarized below:

(Rs. in Lakhs)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Total Revenue	1358.76	1505.57
Expenses excluding Depreciation, Finance Cost & Tax	1964.31	2103.63
Profit / (Loss) before Depreciation, Finance Cost & Tax	**(605.55)**	**(598.06)**
Less: Depreciation & Amortization	1.53	1.85
Finance Cost	46.54	24.16
Profit/(Loss) before tax	**(653.62)**	**(624.07)**
Add\(Less) : Prior period adjustments	-	-
Add \(Less) : Provision for Income-Tax	(149.55)	(142.79)
Profit/(Loss) after Tax	**(504.07)**	**(481.29)**
Add: Balance brought forward from last year	(1698.21)	(1159.78)
Add: Reversed from Capital Redemption Reserve	-	-
Amount available for Appropriation	**(2202.28)**	**(1641.07)**
Less: Proposed Dividend on preference shares	--	--
Less: Proposed Dividend on Equity Share Capital	--	--
Less: Dividend Distribution Tax	--	--
Less: Transfer to Capital Redemption Reserve	57.14	57.14
Balance carried forward	**(2259.42)**	**(1698.21)**

PERFORMANCE REVIEW

In the Financial Year 2020-21, your Company has posted Turnover of Rs. 1358.76 Lakhs as compared to the turnover of Rs. 1505.58 Lakhs in previous financial year and the loss incurred for the financial year under review was Rs. (504.07) Lakhs as compared to loss of Rs. (481.29) Lakhs in previous financial year.

The Company has entered into One Time Settlement with Bank of India dated 09.06.2021 which will result in getting better results in the coming years.

During the year under review there is a downfall of 9.75% in the revenue of the Company as compared to the previous year due to non-availability of full working capital limit from consortium bankers, non-availability of trade credit from suppliers in addition to increased margin from banks on their limit. Your Directors expect better results in the years to come.

MATERIAL CHANGES AND COMMITMENT

In the view of the nationwide lockdown due to Covid 19 being declared as pandemic, the office and business operations of the Company were completely shut down till June 2021, The business impacted due to the lockdown leading to reduction in the economic activity going forward. No other material changes and commitments have occurred between the end of the financial year and date of this Report which has affected the Financial Statements of the Company with respect to the reporting year.

There has been no change in the nature of business of the Company during the Financial Year ended March 31, 2021.

SHARE CAPITAL

As on March 31, 2021, the Authorized Share Capital of the Company is Rs. 2300.00 Lakhs bifurcated into Rs. 1500.00 Lakhs as Equity Share Capital and Rs. 800.00 Lakhs as Preference Share Capital and Paid-up Share Capital is Rs. 2120.00 Lakhs bifurcated into Rs.1320.00 Lakhs as Equity Share Capital and Rs. 800.00 Lakhs as Preference Share Capital.

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

RESERVE

During the year, the Company transferred Rs. 57.14 Lacs to Capital Redemption Reserve and no amount was transferred to General Reserve.

DIVIDEND

Due to loss in the business operations in current year, your directors do not recommend any dividend to Equity Shareholders and as per conditions of lending banks, your Board of Directors do not recommend the dividend of Rs. 16.00 Lakhs on 800,000, 2% Cumulative Redeemable Preference Shares of face value of Rs. 100/- each, for the financial year ended 31st March 2021.

DEPOSITS

The Company has not accepted any deposit within the meaning of the provisions of Chapter V of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 in the financial year ended March 31, 2021.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

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

CREDIT RATING

The credit rating assigned by ICRA Limited as on 31st March, 2021 was **"D''** rating for the Long term loan and **"D"** for Short term Non-Fund Based Limits, which indicates **"negative"** outlook.

Your Board opined and states that due to loss in business operations due to non-availability of full working capital limit from consortium bankers, non-availability of trade credit from suppliers in addition to increased margin from banks on their limit., the credit rating of the Company got impacted. The Company is putting efforts to get better results in the coming years, which in turn will lead to restoration of fair credit reliability.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The following changes occurred in the position of Directors/KMPs of the Company from 1st April, 2020 till the date of this report:

S.No.	Name of Director/KMPs	Date of Appointment/ (Cessation)	Event
1.	Mr. Prem Prakash Agarwal (DIN: 00038545)	(14/08/2020)	Resignation as Non Executive Director of the Company.
2.	Mr. Dharmendra Soyal, Chief Financial Officer	16/10/2020	Appointed as Chief Financial Officer (KMP) of the Company.
3.	Mr. Surinder Singh Bhatia (DIN: 00038741)	13/02/2021	Appointed as Additional Director of the Company. (Category: Non- Executive Director)
		(25/08/2021)	Resignation as Non-Executive Director of the Company.
4.	Mr. Shashikant Vyankatesh Chaoji (DIN: 03464544)	(13/02/2021)	Resignation as Independent Director of the Company.
5.	Mr. Dharmendra Soyal, Company Secretary & Compliance Officer & Chief Financial Officer	(19/04/2021)	Resignation as Company Secretary & Compliance Officer & Chief Financial Officer (KMP) of the Company.
6.	Ms. Saloni Kochar Company Secretary & Compliance Officer & Chief Financial Officer	11/06/2021	Appointed as Company Secretary & Compliance Officer and Chief Financial Officer (KMP) of the Company.
7.	Mr. Nikhil Dhanotiya (DIN: 09220437)	29/06/2021	Appointed as Additional Director (Category: Independent)
8.	Mr. Sumit Upadhayay (DIN: 08526456)	(29/06/2021)	Resignation as Independent Director of the Company.
9.	Ms. Komal Jitendra Thakker	25.08.2021	Appointed as an Additional Director and Whole Time Director of the Company.

Independent Director

In terms of Section 149 of the Act and the SEBI Listing Regulations Mr. Nikhil Dhanotiya (DIN: 09220437) and Ms. Shikha Jain (DIN: 08087342) are the Independent Directors of the Company as on date. All the Independent Directors of the Company have given declarations under Section 149(7) of the Act, that they meet the criteria of Independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably

anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

Mr. Sumit Upadhayay (DIN: 08526456) has resigned from the post of Independent Director with effect from the closing hours of 29th June, 2021 and Mr. Nikhil Dhanotiya (DIN: 09220437) has been appointed as Additional Director (Category: Independent) w.e.f., 29th June, 2021.

Key Managerial Personnel

In terms of Section 203 of the Act, the Key Managerial Personnel (KMPs) of the Company during FY 2020-2021 are:

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

Mr. Dharmendra Soyal, Company Secretary and Compliance Officer and Chief Financial Officer (CFO) of the Company resigned from the office with effect from 19th April, 2021 and Ms. Saloni Kochar has been appointed as Company Secretary & Compliance Officer and Chief Financial Officer (CFO) of the Company, with effect from 11th June, 2021.

The Board placed on record its sincere appreciation for the invaluable contribution and guidance provided by Mr. Dharmendra Soyal, previous Company Secretary and Chief Financial Officer (CFO) during his respective tenure and welcomes the incoming Company Secretary and Chief Financial Officer (CFO) on the Board of the Company.

MEETINGS OF THE BOARD

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

COMMITTEES OF THE BOARD

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

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

i. Audit Committee
ii. Nomination and Remuneration Committee
iii. Stakeholder Relationship Committee, and

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

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

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

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

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

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

DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory, secretarial auditor including internal financial controls our financial reporting by the Statutory Auditors and the reviews performed by the management and the relevant Board Committee, the Board is of the opinion that the Company's internal financial control were adequate and effective during the FY 2020-21.

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

a) in the preparation of the annual financial statements for the year ended March 31, 2021, the applicable accounting standards (Ind-AS) had been followed along with proper explanation relating to material departures;

b) appropriate accounting policies have been selected and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the Loss of the Company for the year ended on that date;

c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the annual accounts have been prepared on a going concern basis.

e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and where operating effectively.

f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

RISK MANAGEMENT

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

The Risk Management Policy can be accessed on the Company's website at:
Link – http://www.bhatiacoalindia.com/BIIL/InvRelation.htm

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

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

Link –http://www.bhatiacoalindia.com/BIIL/InvRelation.htm

STATUTORY AUDITORS

M/s Satish Kumar & Associates, Chartered Accountant, Chennai (ICAI Firm Registration No. 017448S), the Statutory Auditors of the Company, hold office until the conclusion of 29th Annual General Meeting to be held in the year 2022. Pursuant to Section 141 of the Act, the Auditors have represented that they are not disqualified and continue to be eligible to act as the Auditor of the Company. The Report of the Statutory Auditor forming part of the Annual Report does not contain any qualification, reservation, adverse remark or disclaimer. The observations made in the Auditor's Report are self-explanatory and therefore do not call for further comments.

M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) has been merged with the firm into M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S) with effect from July 19, 2021 and the letter to that effect was received by the Company on August 11, 2021. Accordingly, the Board of Directors of the company, in their meeting held on August 13, 2021 took note of the same and recommended for noting and approval of the shareholders of the company for the Change in the name of Statutory Auditor Firm due to merger and appointment of into M/s. A V Ratnam & Co., Chartered Accountants, (FRN: 003028S) on the same terms and conditions including remuneration for the remaining tenure for which M/s. Sathish Kumar & Associates, Chartered Accountants, Ahmedabad (FRN: 017448S) was appointed by the shareholders of the Company.

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

PRESENTATION OF FINANCIAL STATMENTS

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

INTERNAL FINANCIAL CONTROL SYSTEMS AND ADEQUACY

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

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

EXTRACT OF ANNUAL RETURN

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

In compliance of the above amendment the Annual Return as on March 31, 2021 in form MGT-7 is available on the website of the Company at http://bhatiacoalindia.com/BIIL/Index.htm

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

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

Link – http://www.bhatiacoalindia.com/BIIL/InvRelation.htm

CODE OF CONDUCT

The Board has laid down a code of conduct for Board members & Senior Management Personnel as per Regulation 17 & 26 (3) of the Listing Regulations& has been posted on the website of the Company
Link –https://www.bhatiacoalindia.com/BIIL/Document/VigilMechanism.pdf

All the Board members & Senior Management Personnel have affirmed compliance with the said code of conduct for the year ended 31st March, 2021.A declaration to this effect, signed by the Whole-Time Director forms part of this Annual Report.

INSIDER TRADING

The Board has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015.The Insider trading Policy of the

Company covering code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information and Code of Conduct for the prevention of Insider Trading has been posted on the website of the Company.
Link –https://www.bhatiacoalindia.com/BIIL/Document/Insid_Trading_code.pdf

All the Board members & KMPs have affirmed compliance with the said code of conduct for the year ended 31st March, 2021.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of Companies Act, 2013 and the rules made there-under, the Board of Director appointed M/s. Ajit Jain & Co., Company Secretary in practice (Membership No.: 3933), to undertake the Secretarial Audit of the Company for the financial year ended March 31, 2021. The Secretarial Audit Report for the year 2020-21 in **Form No. MR-3** is annexed to this Report.

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

SECRETARIAL STANDARDS OF ICSI

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

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE, POLICY AND EXPENDITURE

Due to Loss incurred to the company since last three consecutive year i.e. 2018-19, 2019-20 & 2020-21 therefore the provisions of section 135 pertaining to Corporate Social Responsibility (CSR) is not applicable to the Company. Due to continuous reduction of business & losses from last 4 years Company has not spent any amount on CSR activities.

Due to continue reduction of business & losses from last 4 years Company has not spent any amount on CSR activities.

PARTICULAR OF EMPLOYEES

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

SUBSIDIARY, ASSOCIATE & JOINT VENTURE

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

RELATED PARTY TRANSACTIONS AND POLICY

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

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

The Company does not have any related party transaction, except payment of remuneration to KMP to report pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rule, 2014 in Form AOC-2, the same is not provided. Suitable disclosures as required under Ind AS-24 have been made in Note 2.4 of the Notes to the financial statements.

SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATORS OR COURT

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

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

During the financial year under review, company has not made any investment, not given any guarantee, nor provided any security u/s 186. However, Information regarding loans, guarantee and investment covered under the provisions of Section 186 of the Companies Act, 2013 are detailed separately in the Financial Statements of the Company read with the notes to Accounts.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

CORPORATE GOVERNANCE

A separate section on Corporate Governance and certificate from the Practicing Company Secretary confirming compliance of Corporate Governance norms as, stipulated in Regulation 34 read along with Schedule V of the SEBI (Listing Obligation and Disclosure Requirement)

Regulation, 2015, giving information pertaining to the Board and its Committees form part of this report.

All Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year 2020-21. A declaration to this effect signed by the CEO is contained in this Annual Report.

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

TRANSFER OF SHARES TO IEPF

During the year under review, unpaid dividend amounting to Rs.4,08,982/- pertaining to the Financial Year 2012-13 has been transferred to IEPF along with the corresponding 44,308 equity shares.

Also, the details of amount and shares still lying in unpaid and unclaimed dividend account are as under:

Dividend for the year	Date of declaration of dividend	Dividend Details (Amount in Rs. Lakhs)	Amount of unpaid dividend# (Amount in Rs.)	Due date to claim the dividend	Due date of transfer to Unpaid Dividend Account	Due date of accepting claim by the Company	Date for transfer to IEPF
2013-14	02-09-2014	62.35	3,64,375.50	01-10-2014	08-10-2014	08-10-2021	07-11-2021

#the amounts of unpaid dividend also include bank credits received pursuant to the cancellation of demand drafts beyond the validity period. The banks have cancelled the issued demand draft in accordance with the SEBI circular dated April 20, 2018 on "Strengthening the Guidelines and Raising Industry Standards for RTA, Issuer companies & Banker to an issue". The dividend relating to the Financial Year 2012-13 which remained unclaimed for Seven Years have been transferred to the Investor Education and Protection Fund (IEPF) established by Ministry of Corporate Affairs. Moreover, the corresponding shares on which the dividend remained unpaid for continuous period of Seven years are also liable to be transferred to the "IEPF" and the Company is in process of affecting the said transfer.

The Company had published a Notice in the Newspapers to inform the concerned shareholders to claim the unclaimed dividend before the due date and about the consequent transfer of their shares. In addition, the Company through its Registrar and Share Transfer Agent M/s Link Intime India Private Limited had also sent reminder to the concerned shareholder informing them about the unpaid.

DEMATERIALISATION AND ELECTRONIC REGISTRAR

The equity shares of your Company are available for dematerialization with both NSDL and CDSL under ISIN INE930A01010. As on 31st March 2021, 97.76% equity shares were in demat form and remaining 2.24% equity shares were in physical form.

HUMAN RESOURCE MANAGEMENT & INDUSTRIAL RELATION

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

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

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

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

During the year under review, no compliant was received from any employee of the Company and hence no complaint was outstanding as on 31st March, 2021.

GENERAL DISCLOSURES

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

- Details relating to deposits covered under Chapter V of the Act.
- Issue of Sweat Equity Shares to employees of the Company under any scheme

- Details pertaining to Employee Stock Options (ESOPs) as no ESOPs were outstanding as on 31st March, 2021.
- Issue of differential shares with voting rights as to dividend, voting or otherwise
- No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future
- No fraud has been reported by the Auditors to the Audit Committee or the Board.

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

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

ACKNOWLEDGEMENT

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

For **Hemang Resources Limited**

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

Sd/-
Ms. Shikha Jain
Director
DIN: 08087342

Place: Indore
Date: 25.08.2021

Annexure-A

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

A. CONSERVATION OF ENERGY

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

RESEARCH AND DEVELOPMENT

Not applicable

B. **TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION**

Not Applicable

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

1. Total Foreign Exchange earned and outgo

(Rs. in Lacs)

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

For **Hemang Resources Limited**

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

Sd/-
Ms. Shikha Jain
Director
DIN: 08087342

Place: Indore
Date: 25.08.2021

ANNEXURE B

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 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,
Hemang Resources Limited
(CIN: L65922TN1993PLC101885)
Flat A2, Harington Court, 99,
Harington Road, Chetpet,
Chennai, Tamil Nadu- 600031.

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31stMarch, 2021(Audit Period), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Hemang Resources Limited ("the Company") for the financial year ended on 31stMarch, 2021 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable to the Company during the audit period);**

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable to the Company during the audit period)**;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the audit period)**;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the audit period)**; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the audit period)**;

(i) The Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

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

We further report that

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

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

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

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

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

(i) Public/Rights/Preferential issue of Shares/debentures/sweat equity.

(ii) Redemption / buy-back of Securities.

(iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.

(iv) Merger/ amalgamation/ reconstruction etc.

(v) Foreign technical collaborations

Place: Indore
Date: 13.08.2021

for Ajit Jain & Company
(Company Secretary)

Sd/-
Ajit Jain
Proprietor
FCS No.: 3933; C P No.: 2876
UDIN: F003933C000777464

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

Annexure I to Secretarial Audit Report

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

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reason able assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the complianceof laws, rulesand regulations andhappeningof eventsetc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure son test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Indore
Date: 13.08.2021

For Ajit Jain & Company
(Company Secretary)

Sd/-
Ajit Jain
Proprietor
FCS No.: 3933; C P No.: 2876
UDIN: F003933C000777464

CORPORATE GOVERNANCE REPORT

REPORT ON CORPORATE GOVERNANCE

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

This Report on Corporate Governance for the year ended 31st March 2021, states the compliance status as per requirements of the Companies Act, 2013 and SEBI (LODR), Regulations, 2015.

I. PHILOSOPHY ON CORPORATE GOVERNANCE

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

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

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

II. BOARD OF DIRECTORS

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

a) Board Composition

The composition of the Board represents an optimal mix of knowledge, professionalism and experience which enables the Board to discharge its responsibilities and provide effective leadership for long-term

vision and to achieve the highest level of governance. The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors.

As on 31 March 2021, the Company's Board of Directors consists of 3 Directors i.e. 1 Non- Executive Director and 2 Non-Executive Independent Directors.

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

CATAGORY	NAME	DESIGNATION
Non- Executive Director	Mr. Surinder Singh Bhatia[1]	Non Independent Director
Non-Executive Director	Mr. Shashikant Vyankatesh Chaoji[2]	Independent Director
Non-Executive Director	Mr. Prem Prakash Agarwal[3]	Non Independent Director
Non-Executive Director	Ms. Shikha Jain	Independent Director
Non-Executive Director	Mr. Sumit Upadhyay[4]	Independent Director
Non-Executive Director	Mr. Nikhil Dhanotiya[5]	Independent Director
Executive Director	Ms. Komal Jitendra Thakker[6]	Whole Time Director

1. Mr. Surinder Singh Bhatia has been appointed as Non-Executive Non- Independent Director w.e.f. 13th February, 2021 and has resigned as Non- Executive Director of the Company w.e.f., 25th August, 2021.
2. Mr. Shashikant Vyankatesh has resigned as Non-Executive Independent Director w.e.f. 13th February, 2021
3 Mr. Prem Prakash Agarwal has resigned as Non- Independent Director w.e.f. 14th August, 2020.
4. Mr. Sumit Upadhyay has resigned as Non-Executive Independent Director w.e.f. the closing hours of 29th June, 2021.
5. Mr. Nikhil Dhanotiya has been appointed as Non-Executive Independent Director w.e.f. 29th June, 2021.
6. Ms. Komal Jitendra Thakker has been appointed as an Additional Director and Whole Time Director of the Company w.e.f. 25th August, 2021.

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

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

b) Board Meetings

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

Date of Meetings	Board Strength	No. of Directors Present
June 29, 2020	4	3
September 14, 2020	3	3
October 16, 2020	3	3
November 10, 2020	3	2
February 13, 2021	3	3

As per SEBI/HO/CFD/CMD1/CIR/P/2020/106 further extension of time for submission of financial results for the quarter/half year/ financial year ended 31st March, 2020 has been granted upto 31st July, 2020

due to continuing COVID-19 pandemic, therefore the meeting has been held on 29th June, 2020 for consideration of financial results for the quarter/half year/ financial year ended 31st March, 2020.

The gap between two meetings did not exceeded one hundred and twenty days, except for the meeting held on 29th June, 2020. The Company placed before the Board most of the information specified in Part A of Schedule II to the Listing Regulations from time to time. The Board periodically reviews compliance reports of all laws applicable to the Company. The Company takes effective steps to rectify instances of non-compliance, if any.

c) Attendance of directors

During the financial year 2020-21, the attendance of directors at the meetings of the Board of Directors and the last Annual General Meeting held on November 23, 2020 and relationship with other directors are as follows: -

Name of Director	Relationship with other directors	No. of meeting attended	Whether attended last AGM
Mr. Surinder Singh Bhatia@	-	01	No
Mr. Shashikant Vyankatesh Chaoji*	-	04	Yes
Mr. Prem Prakash Agarwal #	-	01	Yes
Ms. Shikha Jain	-	05	Yes
Mr. Sumit Upadhyay	-	04	Yes

@Mr. Surinder Singh Bhatia was appointed as Non-Executive Non- Independent Director w.e.f. 13th February, 2021
* Mr. Shashikant Vyankatesh was resigned as Non-Executive Independent Director w.e.f. 13th February, 2021
# Mr. Prem Prakash Agarwal was resigned as Non- Independent Director w.e.f. 14th August, 2020.

d) Directorship and membership of Board Committees

Name of Director	Directorship			Committee positions in listed and unlisted public limited companies (only of Audit and Stakeholders Relationship Committee)	
	In listed Companies	In unlisted public limited companies	In Private Ltd. companies	As Chairperson	As Member
Mr. Surinder Singh Bhatia[1,6]	1	9	4	0	4
Mr. Shashikant Vyankatesh Chaoji[2]	1	1	0	2	0
Mr. Prem Prakash Agarwal [3]	1	2	0	0	3
Ms. Shikha Jain	1	0	0	0	2
Mr. Sumit Upadhyay[4]	1	0	0	0	2
Mr. Nikhil Dhanotiya[5]	1	0	0	0	2
Ms. Komal Jitendra Thakker[7]	1	0	0	2	0

1. Mr. Surinder Singh Bhatia has been appointed as Non-Executive Non- Independent Director w.e.f. 13th February, 2021
2. Mr. Shashikant Vyankatesh has resigned as Non-Executive Independent Director w.e.f. 13th February, 2021
3 Mr. Prem Prakash Agarwal has resigned as Non- Independent Director w.e.f. 14th August, 2020.
4. Mr. Sumit Upadhyay has resigned as Non-Executive Independent Director w.e.f. the closing hours of 29th June, 2021.
5. Mr. Nikhil Dhanotiya has been appointed as Non-Executive Independent Director w.e.f. 29th June, 2021.
6. Mr. Surinder Singh Bhatia has resigned as Non- Executive Director of the Company w.e.f., 25th August, 2021.
7. Ms. Komal Jitendra Thakker has been appointed as an Additional Director and Whole Time Director of the Company w.e.f. 25th August, 2021.

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

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

f) Familiarization Program for Independent Director

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

III.AUDIT COMMITTEE

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

Composition of Audit Committee and attendance of members for the financial year 2020-21

The Audit Committee comprises the following:

S. No	Name of the Director	Category	Meetings attended
1.	Mr. Shashikant Vyankatesh Chaoji[2]	Independent Director	4
2.	Mr. Prem Prakash Agarwal [3]	Non-Executive Director	1
3.	Ms. Shikha Jain (Chairperson of the Committee)	Independent Director	5
4.	Mr. Sumit Upadhyay[4]	Independent Director	4
5.	Mr. Surinder Singh Bhatia[1,6]	Non- Executive Director	1
6.	Mr. Nikhil Dhanotiya[5]	Independent Director	0
7.	Ms. Komal Jitendra Thakker[7]	Whole Time Director	0

1. Mr. Surinder Singh Bhatia has been appointed as Non-Executive Non- Independent Director w.e.f. 13th February, 2021
2. Mr. Shashikant Vyankatesh has resigned as Non-Executive Independent Director w.e.f. 13th February, 2021
3 Mr. Prem Prakash Agarwal has resigned as Non- Independent Director w.e.f. 14th August, 2020.
4. Mr. Sumit Upadhyay has resigned as Non-Executive Independent Director w.e.f. the closing hours of 29th June, 2021.
5. Mr. Nikhil Dhanotiya has been appointed as Non-Executive Independent Director w.e.f. 29th June, 2021.

6. Mr. Surinder Singh Bhatia has resigned as Non- Executive Director of the Company w.e.f., 25th August, 2021.
7. Ms. Komal Jitendra Thakker has been appointed as an Additional Director and Whole Time Director of the Company w.e.f. 25th August, 2021.

Mr. Prem Prakash Agarwal ceased to be a member of the Committee w.e.f. 14th August, 2020 and Mr. Shashikant Vyankatesh Chaoji ceased to be Chairperson of the Committee w.e.f. 13th Febuary, 2021. The Audit Committee was reconstituted on 13th February, 2021 to include Mr. Surinder Singh Bhatia in the Committee and Ms. Shikha Jain as Chairperson of the Committee.

Mr. Sumit Upadhyay ceased to be a member of the Committee w.e.f. 29th June, 2021. The Audit Committee was reconstitutes on 29th June 2021 to include Mr. Nikhil Dhanotiya in the Committee.

Mr. Surinder Singh Bhatia ceased to be member of the Committee w.e.f. 25th August, 2021. The Audit Committee was reconstitutes on 25th August 2021 to include Ms. Komal Jitendra Thakker as Chairperson in the Committee.

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

Meetings of the Audit Committee:

During the financial year 2020-21, there were 5 (**five)** meetings of the Audit Committee held on following dates:

S. No.	Date of Meetings
1.	June 29, 2020
2.	September 14, 2020
3.	October 16, 2020
4.	November 10, 2020
5.	February 13, 2021

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

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

IV. NOMINATION AND REMUNERATION COMMITTEE

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

Composition of Nomination & Remuneration Committee

The Nomination and Remuneration Committee comprises of the following members:

S. No	Name of the Director	Category	Meetings attended
1.	Mr. Shashikant Vyankatesh Chaoji[2]	Independent Director	4
2.	Mr. Prem Prakash Agarwal [3]	Non-Executive	1

		Director	
3.	Ms. Shikha Jain (Chairperson of the Committee)	Independent Director	5
4.	Mr. Sumit Upadhyay[4]	Independent Director	4
5.	Mr. Surinder Singh Bhatia[1,6]	Non- Executive Director	1
6.	Mr. Nikhil Dhanotiya[5]	Independent Director	0
7.	Ms. Komal Jitendra Thakker[7]	Whole Time Director	0

1. Mr. Surinder Singh Bhatia has been appointed as Non-Executive Non- Independent Director w.e.f. 13th February, 2021
2. Mr. Shashikant Vyankatesh has resigned as Non-Executive Independent Director w.e.f. 13th February, 2021
3 Mr. Prem Prakash Agarwal has resigned as Non- Independent Director w.e.f. 14th August, 2020.
4. Mr. Sumit Upadhyay has resigned as Non-Executive Independent Director w.e.f. the closing hours of 29th June, 2021.
5. Mr. Nikhil Dhanotiya has been appointed as Non-Executive Independent Director w.e.f. 29th June, 2021.
6. Mr. Surinder Singh Bhatia has resigned as Non- Executive Director of the Company w.e.f., 25th August, 2021.
7. Ms. Komal Jitendra Thakker has been appointed as an Additional Director and Whole Time Director of the Company w.e.f. 25th August, 2021.

Mr. Prem Prakash Agarwal ceased to be a member of the Committee w.e.f. 14th August, 2020 and Mr. Shashikant Vyankatesh Chaoji ceased to be Chairperson of the Committee w.e.f. 13th Febuary, 2021. The Nomination and Remuneration Committee was reconstituted on 13th February, 2021 to include Mr. Surinder Singh Bhatia in the Committee and Ms. Shikha Jain as Chairperson of the Committee.

Mr. Sumit Upadhyay ceased to be a member of the Committee w.e.f. 29th June, 2021. The Nomination and Remuneration Committee was reconstitutes on 29th June 2021 to include Mr. Nikhil Dhanotiya in the Committee.

Mr. Surinder Singh Bhatia ceased to be member of the Committee w.e.f. 25th August, 2021. The Audit Committee was reconstitutes on 25th August 2021 to include Ms. Komal Jitendra Thakker as Chairperson in the Committee.

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

During the financial year 2020-21, 1 (One) meeting of nomination and Remuneration Committee is held on 16th October, 2020.

V. STAKEHOLDERS' RELATIONSHIP/ GRIEVANCE COMMITTEE

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

The Composition of the Stakeholder Relationship Committee is as follows:

S. No	Name of the Director	Category	Meetings attended
1.	Mr. Shashikant Vyankatesh Chaoji[2]	Independent Director	4
2.	Mr. Prem Prakash Agarwal [3]	Non-Executive Director	1
3.	Ms. Shikha Jain (Chairperson of the Committee)	Independent Director	5
4.	Mr. Sumit Upadhyay[4]	Independent Director	4
5.	Mr. Surinder Singh Bhatia[1,6]	Non- Executive Director	1
6.	Mr. Nikhil Dhanotiya[5]	Independent Director	0
7.	Ms. Komal Jitendra Thakker[7]	Whole Time Director	0

1. Mr. Surinder Singh Bhatia has been appointed as Non-Executive Non- Independent Director w.e.f. 13th February, 2021
2. Mr. Shashikant Vyankatesh has resigned as Non-Executive Independent Director w.e.f. 13th February, 2021
3 Mr. Prem Prakash Agarwal has resigned as Non- Independent Director w.e.f. 14th August, 2020.
4. Mr. Sumit Upadhyay has resigned as Non-Executive Independent Director w.e.f. the closing hours of 29th June, 2021.
5. Mr. Nikhil Dhanotiya has been appointed as Non-Executive Independent Director w.e.f. 29th June, 2021.
6. Mr. Surinder Singh Bhatia has resigned as Non- Executive Director of the Company w.e.f., 25th August, 2021.
7. Ms. Komal Jitendra Thakker has been appointed as an Additional Director and Whole Time Director of the Company w.e.f. 25th August, 2021.

Mr. Prem Prakash Agarwal ceased to be a member of the Committee w.e.f. 14th August, 2020 and Mr. Shashikant Vyankatesh Chaoji ceased to be Chairperson of the Committee w.e.f. 13th Febuary, 2021. The Audit Committee was reconstituted on 13th February, 2021 to include Mr. Surinder Singh Bhatia in the Committee and Ms. Shikha Jain as Chairperson of the Committee.

Mr. Sumit Upadhyay ceased to be a member of the Committee w.e.f. 29th June, 2021. The Stakeholders Relationship Committee was reconstitutes on 29th June 2021 to include Mr. Nikhil Dhanotiya in the Committee.

Mr. Surinder Singh Bhatia ceased to be member of the Committee w.e.f. 25th August, 2021. The Audit Committee was reconstitutes on 25th August 2021 to include Ms. Komal Jitendra Thakker as Chairperson in the Committee.

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

During the financial year 2020-21, 1 (One) meeting of Stakeholders Relationship Committee is held on 16th October, 2020.

During the year 2020-21, the Company has not received any investor complaint and no compliant is pending as on March 31, 2021.

VI. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Due to Loss incurred to the company since last three consecutive year i.e. 2017-18, 2018-19 & 2019-20 consequently the provisions of section 135 pertaining to Corporate Social Responsibility (CSR) is not applicable to the Company. Due to continuous reduction of business & losses from last 4 years Company has not spent any amount on CSR activities.

VII. GENERAL BODY MEETINGS

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

Annual General Meeting	Venue	Date and Time	Whether Special Resolution Passed
25th AGM FY 2017-18	Plot No. 4, 6th Avenue, Harington Road, Chetpet, Chennai, (T.N.) - 600031	29.09.2018 at 11.00 a.m.	Yes
26th AGM FY 2018-19	Plot No. 4, 6th Avenue, Harington Road, Chetpet, Chennai, (T.N.) - 600031	27.09.2019 at 11:30 a.m.	Yes
27th AGM FY 2019-20	Held through Video Conference (VC)/ Other Audio Visual Means (OAVM) and the deemed venue of the AGM was Plot No. 4, 6th Avenue, Harington Road, Chetpet, Chennai, (T.N.) - 600031	23.11.2020 at 12:30 p.m.	No

- No resolution requiring a postal ballot was passed during the financial year 2018-19.
- No Special resolution is being proposed to be passed through postal ballot.

VIII. SEPARATE MEETING OF INDEPENDENT DIRECTOR

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

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

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

Terms of appointment of Independent Directors

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

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

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

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

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

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

IX. MEANS OF COMMUNICATION

a. **Quarterly, half-yearly and annual financial Results:** The quarterly, half-yearly and annual financial results of the Company are regularly submitted to the Stock Exchange in accordance with the SEBI Listing Regulations and are published in News Today, English daily Newspaper and in Malai Sudar vernacular daily newspaper except for the period from 1st April, 2020 to 30th June, 2021, as the Securities and Exchange Board of India ("SEBI"), in view of the restrictions imposed on business and companies due to the outbreak of COVID-19, has issued circulars dated 19th March, 2020, 23rd March, 2020, 26th March, 2020, 17th April, 2020, 23rd April, 2020, 8th June, 2020, 24th June, 2020, 25th June, 2020, 7th July 2020, 29th July, 2020 and 31stJuly, 2020 pertaining inter alia to relaxation of certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") has exempted the requirement for publication of advertisements in newspapers as required under Regulation 47 of the LODR for all events mentioned thereunder until May 15, 2020, which has been extended till 30th June, 2021.

b. **Annual Report:** Annual Report containing, inter alia, Audited Annual Accounts, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto and also being uploaded on website of BSE Ltd. (stock exchange) and Company's website. The

management Discussion and Analysis Report forms part of the Annual Report. The information regarding the performance of the Company is shared with the shareholders vide the Annual Report.

c. **Website**: The Company has its own website http://bhatiacoalindia.com/BIIL/Index.htm which contains all important public domain information and information as prescribed under the Companies Act, 2013 and SEBI (LODR), Regulations, 2015, including details of the corporate contact persons and share transfer agent of the Company, shareholding pattern, etc.

d. The Annual Report, Quarterly Results, Shareholding Pattern, Intimation of Board Meeting and other relevant information of the Company are posted in a timely manner through BSE Listing Center portals and the Company's website for investor information.

X. GENERAL SHAREHOLDERS INFORMATION

a. Twenty Eighth Annual General Meeting

Day and Date	**:**	Friday, September 24, 2021
Time	**:**	11.00 A.M.
Venue	**:**	Flat A2, Harington Court, 99, Harington Road, Chepet, Chennai, Tamilnadu-600031 thriugh Video Conferencing/Audio Visual means (VC/OAVM)
Email		cs@bhatiacoalindia.com

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

c. Dividend payment date: The Board has not recommended dividend, hence not applicable.

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

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

The Listing / Annual Custody Fees for FY 2020-21 have been paid for the above stock exchange and Depositories.

e. Corporate Identification Number (CIN): L65922TN1993PLC101885

f. Market Price Data

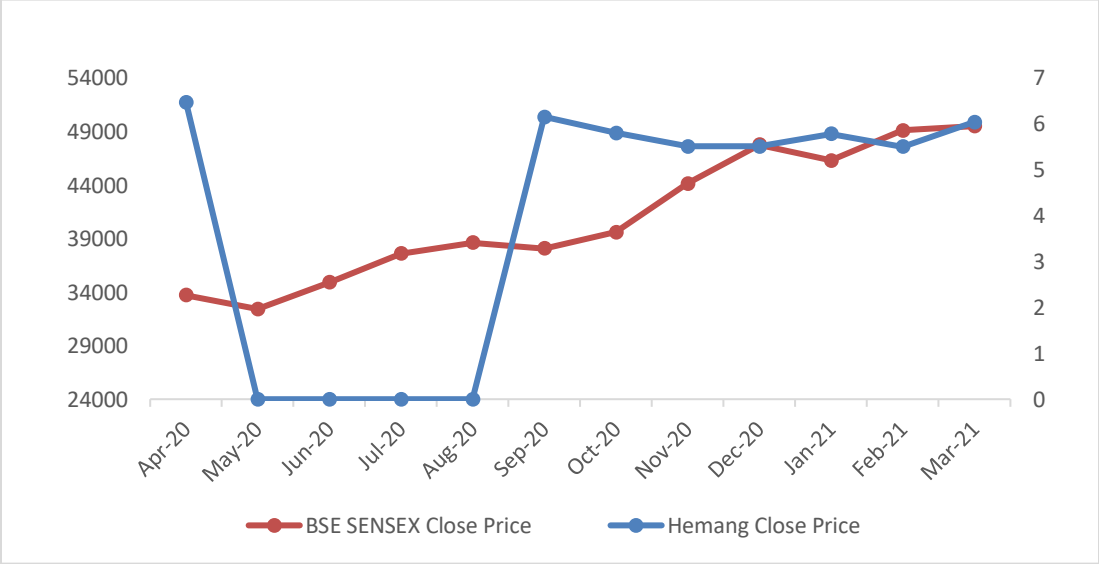
High, low (based on monthly closing prices) and number of equity shares traded during each month in the year 2020-21 on BSE Limited and National Stock Exchange of India Limited:-

MONTH AND YEAR	QUOTED PRICE AT BSE		BSE SENSEX	
	High (Rs.)	Low (Rs.)	High	Low
April, 2020	6.47	6.47	33887.25	27500.79
May, 2020	NIL	NIL	32845.48	29968.45
June, 2020	NIL	NIL	35706.55	32348.1
July, 2020	NIL	NIL	38617.03	34927.2
August, 2020	NIL	NIL	40010.17	36911.23
September, 2020	6.15	6.15	39359.51	36495.98
October, 2020	6.15	5.80	41048.05	38410.2
November, 2020	5.51	5.51	44825.37	39334.92
December, 2020	5.51	5.51	47896.97	44118.1
January, 2021	5.78	5.51	50184.01	46160.46
February, 2021	5.50	5.50	52516.76	46433.65
March, 2021	6.04	5.23	51821.84	48236.35

Source: www.bseindia.com

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

Performance in comparison to BSE-Sensex



h. Registrar and Transfer Agents:

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

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

i. Share Transfer System:

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

Distribution of shareholding as on 31st March, 2021

(a)

Slab of Shareholders (1)	No. of Shareholders (2)	No. of Share (3)	% of total amount (4)
1 - 500	564	119886	0.9082
501 - 1000	162	131264	0.9944
1001 - 2000	146	212764	1.6118
2001 - 3000	50	125734	0.9525
3001 - 4000	28	101703	0.7705
4001 - 5000	17	77812	0.5895
5001 - 10000	40	285335	2.1616
Above 10000	58	12145502	92.0114
Total	1065	13200000	100.000

(b)

Sr. No (1)	Categories (2)	No. of Share Holders (3)	No. of Shares (4)	% of Total Shares (5)
1.	Promoters, Directors, their relatives & promoter group	12	8402286	63.66
2.	Clearing Members	1	8000	0.06

3.	Other Bodies Corporate	36	645641	**4.90**
4.	Government Companies	1	421745	**3.19**
5.	Hindu Undivided Family	38	304439	**2.30**
6.	NRI / OCBs	5	2310	**0.02**
7.	Banks / Financial Institutions	0	0	**0**
8.	General Public	972	3415579	**25.87**
Total		**1065**	**13200000**	**100.00**

j. Dematerialization of Shares

About 97.76% of total equity shares of the Company are held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 31, 2021.

k. Cumulative redeemable preference shares

The Company issued 800,000, 8% Cumulative redeemable preference shares of Rs.100/- each on 7th May, 2007 to the promoters of the Company. The rate of interest over the Cumulative redeemable preference shares are reduced from 8% to 2% and redemption period has been extended upto 6th May, 2023 with the written consent of all preference shareholders. The said preference shares are not listed with any of the stock exchange.

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

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

m. Plant locations

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

n. Address for correspondence

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

XI. DISCLOSURES

a. Other disclosures

i. **Disclosures on material significant related party transactions with its promoters, the Directors or the Management, subsidiaries or relatives etc. that may have potential conflict of interest**: The appropriate disclosure for the transactions entered with the Related Parties is made in notes to the accounts which form part of this Annual Report. There are no materially significant Related Party Transactions which have potential conflict with the interest of the Company at large.

ii. No instances of non-compliances in any matter related to the capital market took place during the last three years.

iii. There was no non-compliance by the Company of any legal requirements; nor has there been any penalty, strictures imposed on the Company by any stock exchanges, SEBI or any statutory authority, on any matter related to capital markets during last three years except the following:

- Company has received a notice from Bombay Stock Exchange for non-compliance of Regulation 33 of SEBI LODR for delay in submission of Limited Review Report for quarter ended December 2020 and imposed fine. Company has submitted the clarification and later on rectified the error and also paid the imposed fine.

- Company has received a notice from Bombay Stock Exchange for non-compliance of Regulation 17(1A) of SEBI LODR with requirement pertaining to appointment or continuation of Non-Executive Director who attained the age of seventy five years. Company has submitted the clarification and later on rectified the error and also paid the imposed fine.

- Company has received a notice from Bombay Stock Exchange for non-compliance of Regulation 23(9) of SEBI LODR in respect of disclosure of related party transactions on consolidated basis. Company has submitted that it has complied the provisions as there is no related party transaction and same has also been disclosed in corporate governance report. Company has submitted the clarification and requested for waiver of fine. Later on an email has been received from Stock exchange that the request of waiver has been approved.

b. Vigil Mechanism / Whistle Blower Policy

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

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

c. Code of Conduct

The Company is committed to conduct its business in conformity with ethical standards and applicable laws and regulations. This commitment stands evidenced by the Code of Conduct adopted by the Board of Directors which is applicable to each member of the Board of Directors and senior management of the Company. A copy of the Code of Conduct has been put on the Company's website (http://www.bhatiacoalindia.com/BIIL/InvRelation.htm). The Board of Directors and senior management of the Company have confirmed regarding compliance with the said Code for the year ended March 31, 2021.

d. Extraordinary General Meeting

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

e. Code Conduct for Prevention of Insider Trading

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

XII. REMUNERATION OF DIRECTORS:

a. Pecuniary transactions with non-executive director

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

b. Criteria of making payments to non-executive directors

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

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

c. Detail of remuneration to directors

In 2020-21, the Company has not given any loan, advance to directors or not provided any security to any person in favour of directors. No stock options have been issued to any Directors during the year.

d. Detail of remuneration to directors

In 2020-21, the Company has not given any loan, advance to directors or not provided any security to any person in favour of directors. No stock options have been issued to any Directors during the year.

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

Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Shashikant Vyanktesh Chaoji*	**-**		**Mr. Sumit Upadhyay#**	**Ms. Shikha Jain**	**-**
1	Independent Directors	-	-			-	-
	Fee for attending board committee meetings	4000	-		3000	4000	11000
	Commission	-	-			-	-
	Others, please specify	-	-			-	-
	Total (1)	**4000**	**-**		**3000**	**4000**	**11000**
2	Other Non-Executive Directors		**Mr. Surinder Singh Bhatia$**	**Mr. P.P. Agarwal^**			
	Fee for attending board committee meetings	-	-	1000		-	1000
	Commission	-	-			-	-
	Others, please specify	-	-			-	-
	Total (2)	-	-	**1000**		-	**1000**
	Total (B)=(1+2)	**4000**		**1000**	**3000**	**4000**	**12000**
	Total Managerial Remuneration	-	-			-	-
	Overall Ceiling as per the Act	-	-			-	-

^ Mr P.P. Agarwal was resigned from the post of Non- Executive Director w.e.f. 14.08.2020.
* Mr. Shahsikant Vyanktesh Chaoji was resigned from the post of Independent Director w.e.f 13.02.2021.
$ Mr. Surinder Singh Bhatia was appointed as Non- Executive Director w.e.f. 13.02.2021 and has resigned as Non-Executive Officer w.e.f, the closing hours of 25.08.2021.
# Mr. Sumit Upadhyay was resigned from the post of Independent Director w.e.f. 29.06.2021.
@Mr. Nikhil Dhanotiya was appointed as Independent Director w.e.f. 29.06.2021.

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

SN	Particulars of Remuneration			
		CEO Ms. Komal J Thakker	**CS & CFO Mr. Dharmendra Soyal***	**Total**
1	Gross salary	640387	412807	1053194
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-

4	Commission	-	-	-
	- as % of profit	-	-	-
	others, specify…	-	-	-
5	Others, please specify	-	-	-
	Total	**640387**	**412807**	**1053194**

* Mr. Dharmendra Soyal has resigned from the post of CS & CFO w.e.f. 19.04.2021.
** Ms. Saloni Kochar was appointed as CS & CFO w.e.f. 11.06.2021.

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

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

Pursuant to Regulation 26(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company has received confirmation from all the Directors and Senior Management Personnel regarding compliance with the Code of Conduct for the year ended March 31, 2021. A declaration by the CEO to this effect, on behalf of all the Board Members and Senior Management for the year ended March 31, 2021 is reproduced below:

Incompliance with Regulation 26(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, I hereby confirm that all Director and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for Directors and Senior Management for the year ended March 31, 2021.

Sd/-
Komal J Thakker
Chief Executive Officer

Place: Indore
Date: 13.08.2021

XIV. DECLARATION ON COMPLIANCE FOR THE YEAR ENDED 31st MARCH 2021

In Compliance with Regulation 17(8) read with Part B of Sechdule II of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby certify that for the Financial Year ended 31.03.2021:-

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

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

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

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

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

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

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

significant changes in internal control over financial reporting during the year;

significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

instance of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having role in the company's internal control system over financial reporting.

For, Hemang Resources Limited

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

Place: Indore
Date: 13.08.2021

CERTIFIECATE REGARDING COMPLIANCE CONDITION OF CORPORATE GOVERNANCE

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

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

We have examined the compliance of the conditions of Corporate Governance by Hemang Resources Limited ('the Company') for the year ended on March 31, 2021, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended March 31, 2021.

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

Place: Indore
Date: 13.08.2021

For Ajit Jain & Co.
Company Secretaries

Sd/-
CS Ajit Jain
CP No.: 2876, M. No.: 3933
UDIN: F003933C000777596

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

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

To,
The Members of
Hemang Resources Limited
CIN L65922TN1993PLC101885
Flat A2, 99 Harington Court,
Harington Road, Chetpet,
Chennai – 600031 (TN)

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Hemang Resources Limited** having **CIN L65922TN1993PLC101885** and having **registered office at Flat A2, 99 Harington Court, Harington Road, Chetpet, Chennai – 600031 (TN)** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verification (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanation furnished to me by the Company & its officers I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Designation
1.	Mr. Prem Prakash Agarwal*	00038545	Non- Executive Director
2.	Mr. Shashikant Vyankatesh Chaoji*	03464544	Independent Director
3.	Mr. Sumit Upadhayay*	08526456	Independent Director
4.	Mr. Surinder Singh Bhatia*	00038741	Non- Executive Director
5.	Ms. Shikha Jain	08087342	Independent Director
6.	Mr. Nikhil Dhanotiya*	09220437	Independent Director

***Note**: Mr. Surinder Singh Bhatia has been appointed as Non-Executive Non- Independent Director w.e.f. 13th February, 2021.
Mr. Shashikant Vyankatesh has resigned as Non-Executive Independent Director w.e.f. 13th February, 2021
Mr. Prem Prakash Agarwal has resigned as Non- Independent Director w.e.f. 14th August, 2020.

Mr. Sumit Upadhyay has resigned as Non-Executive Independent Director w.e.f. the closing hours of 29th June, 2021.
Mr. Nikhil Dhanotiya has been appointed as Non-Executive Independent Director w.e.f. 29th June, 2021.

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

Place: Indore
Date: 13th August, 2021

For Ajit Jain & Company
(Practicing Company Secretary)

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

UDIN: F003933C000777607

Peer Review Certificate No.:767/2020
PCS Unique ID NO.: S1998MP023400

MDA

Management Discussion and Analysis Report

MANAGEMENT DISCUSSION AND ANALYSIS

1. INDUSTRY STRUCTURE AND DEVELOPMENTS:

COAL INDUSTRY

In India's energy sector, coal accounts for the majority of primary commercial energy supply. India is endowed with large quantum of coal reserves (315 BT) have been estimated by the Geological Survey of India, of which around 90% comprises non-coking coal. India is the world's fourth largest producer of coal, after China, the United States and Australia. India's coal production registered a negative growth of 2.03 % at 602.13 million tonnes (MT) in the current financial year (2020-2021) due to heavy and unseasonal rains.

As per data provided by CCO, even though the effect of the pandemic has been everywhere, the Coal and Lignite sector has shown its resilience reflecting the critically of its contribution to the steady development of the Indian economy. Demand for coal for 2020-21 was estimated at 1052 MT against which, actual supply of coal in 2020-21 (provisional) was 906.08 MT. India accounted for around 11% of the global coal consumption. India remains the second largest coal consumption in the world.

The all India Production and dispatch of coal were 716.084 MT and 690.888 MT respectively. Despite being the third largest coal producing country in the world, India is dependent on imports to meet around 20–25% of its coal demand. India imported a total of 190.95 MT of coal in the year 2016-17, 208.27 MT of coal in the year 2017-18, 176.65 MT in the year 2018-19, 247.1 MT of coal in the year 2019-20 and 214.99 MT of coal in the year 2020-21. In order to meet this massive demand and minimize the imports of coal (especially non-coking coal), the government has put coal production in the country on fast track and has set a target of 1 BT of domestic coal production by FY 2022.

Production of Raw Coal in 2020-21(MT)			
Sector	Coking	Non-Coking	Total Coal
Public	38.934	647.017	685.951
Private	5.853	24.280	30.133
All India	**44.787**	**671.297**	**716.084**
Dispatch in 2020-21 (MT)	**44.001**	**646.887**	**690.888**

In order to satisfy the coal demand, the Indian coal industry needs more investment and private players to raise their production level. The Government has taken initiatives by making Statutory Acts, with an objective of ensuring continuity in mining activities and production of coal and to promote optimum utilization of coal resources consistent with the requirement of the Industry. Steps as to develop better infrastructure of roadways and

railways, augment infrastructure for logistics, smooth land acquisition, easy availability of water, develop coal washeries, capacity building and skill development, etc., are getting better by various projects and actions undertaken by the Government.

REAL ESTATE INDUSTRY

The Indian real estate sector was expected to start recovering in 2020 after few lackluster years wherein the sector was impacted by multiple reforms and the changes brought about by Demonetisation, RERA, GST and the NBFC crisis. It has been a tough task for the sector to align itself with these externalities, but the measures have resulted in much needed transparency, accountability and fiscal discipline for the sector. Prior to the pandemic, the real estate sector was expected to contribute around 13% of India's GDP by 2025 (from around 6-7% in 2017), according to ANAROCK Research.

The growth in sector, supported by series of reforms has not only resulted in significant residential and commercial real estate, but also complimented the development of physical and social infrastructure of the Country. The Indian real estate market is expected to raise by US$ 48 billion by 2022 and by US$ 1 trillion by 2030. Housing sector is expected to contribute around 13 per cent to India's GDP by 2025. According to India Ratings and Research (Ind-Ra), the Indian real estate sector may stage a sharp K-shaped recovery in FY22. Retail, hospitality and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs.

2. Government of India along with the governments of respective States has taken several initiatives to encourage development in the sector. **OPPORTUNITIES & THREATS:**

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

Opportunities & Threats in Coal Trading Sector:

Opportunities	Threats
• Increase in demand due to rapid growth in Power Sector • Government support to boost coal production • Coal to remain the key primary energy source in India. • Large scale rural electrification and power for all under UDAY scheme. • Enhanced demand of power due to	• Resistance to part with land, creating problems in possession of land and rehabilitation. • Rapid appreciation in land cost. • Decrease in coal demand and Increase in proportion of renewables in the energy mix. • Energy storage solutions. • Non availability of proper

increased use of electric vehicles. • Strong economic growth in India and resultant demand for energy, particularly coal as an energy source. • Being a cheaper source of energy compared to alternate sources available in India, demand to continue to remain strong. • Opportunity to adopt coal to liquid and coal to gas technology.	infrastructure for transportation of coal

Opportunities & Threats in Real estate Sector:

Opportunities	Threats
• Government initiatives for implementing and amendments of Statutory regulations like RERA, GST • Relaxation of FDI funding in Real Estate Sectors • Relaxation in taxation and regulator aspects in real estate • Implementation of Pradhan Mantry Aawas Yojana • Reduction in interest rate on Home loans	• Rapid increase in cost of material and labours post COVID • Non availability of appropriate labour • Rapid appreciation in land cost.

3. OUTLOOK

The economy is projected to shrink markedly in FY 2022 (April 2021-March 2022) as Covid-19 containment measures hamper domestic activity and external demand. Moreover, a prolongation of lockdown measures and lack of further fiscal stimulus pose downside risks to the outlook

GDP plunged at the sharpest pace on record in Q2 as lockdown measures decimated economic activity. Plummeting household spending and freefalling fixed investment let the downturn amid a spike in the unemployment rate and as non-essential businesses were forced to shut. That said, government consumption accelerated, while a steeper fall in imports let the external sector to positively contribute to GDP. Turning to Q3, the economy has gained some momentum but remains depressed due to a soaring number of new Covid-19 cases. Industrial production shrank at a less severe pace in July, while the services PMI gained some traction in August, although still signaled deterioration in the services sector. On a brighter note, the manufacturing PMI rebounded in August, suggesting an expansion in

activity. In the external area, however the decline in merchandise exports worsened in the same mouth, hinting at frail foreign demand.

COAL INDUSTRY

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

The power sector accounts for more than 70 per cent of India's coal use and supported a five-fold increase in coal use in electricity generation over the past few decades. As such, the power sector is clearly central to the coal outlook in India. India's steel production has increased by around 25 per cent over the past five years to around 83 million tonnes in 2014. The cement industry, the second largest globally after China, is also a major coal user, accounting for around 5 per cent of total coal use. Other industrial sectors, including brick manufacture, Steel, Cement, Drugs and Textiles consume small quantities of coal.

Clean coal as an idea has huge potential in India because of the age and inefficiency of some of our plants. With government's efforts to push renewable energy due to international conventions on climate change, increase in carbon cess and other initiatives for lesser use of coal, there is a need for 'Vision 2030 for the coal sector', which takes into account the environmental factors such as reduction of carbon footprint, abatement of global warming. India's ambitious renewable energy goals have received a lot of international attention, but coal still provides half of India's commercial primary energy and is the dominant fuel for power generation. We expect coal to remain the dominant fuel in the power sector in India, through 2030 and beyond.

REAL ESTATE INDUSTRY

Real estate sector in India is expected to reach a market size of US$ 1 trillion by 2030 from US$ 120 billion in 2017 and contribute 13% to the country's GDP by 2025. Retail, hospitality, and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs. The housing sector alone contributes 5-6 per cent to the country's gross domestic product (GDP). The Securities and Exchange Board of India (SEBI) has given its approval for the Real Estate Investment Trust (REIT) platform, which will allow all kind of investors to invest in the Indian real estate market. It would create an opportunity worth Rs. 1.25 trillion (US$ 19.65 billion) in the Indian market in the coming years. Responding to an increasingly well-informed consumer base and bearing in mind the aspect of globalisation, Indian real estate developers have shifted gears and accepted fresh challenges.

The residential sector is expected to grow significantly, with the central government aiming to build 20 million affordable houses in urban areas across the country by 2022. Expected growth in the number of housing units in urban areas will increase the demand for commercial and retail office space.

The growing flow of FDI in Indian real estate is encouraging increased transparency. Developers, in order to attract funding, have revamped their accounting and management systems to meet due diligence standards. Indian real estate is expected to attract a substantial amount of FDI in the next two years with US$ 8 billion capital infusion by FY22.

4. INTERNAL CONTROL SYSTEMS:

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

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

5. HUMAN RESOURCES DEVELOPMENTS:

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

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

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

6. FINANCIAL PERFORMANCE:

The Financial Statements for the year ended March 31, 2021 have been prepared in compliance with the requirement of Companies Act 2013 and Generally Accepted Accounting Principles (GAAP) in India.

During Financial Year 2020-21, the Company recorded;

- Total income of Rs. 1358.76 Lakhs, of which income from operations is Rs. 9.91 Lakhs and other income of Rs. 1348.85 Lakhs.
- Earnings before interest, Depreciation, tax and Amortization was Rs. (605.55) Lakhs.
- Depreciation was Rs. 1.53 Lakhs and interest and Financial charges were Rs. 46.54 Lakhs and Profit before tax (PBT) was Rs. (653.62) Lakhs.
- Profit after tax (PAT) was Rs. (504.07) Lakhs and Earning per Share (EPS) of Rs. (3.82).
- Out of the PAT of Rs. (504.07) Lakhs, 57.14 Lakhs has been apportioned to Capital Redemption Reserve.

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

7. SEGMENT WISE PERFORMANCE:

Company's business comprises two segment viz. Coal Trading Division and Infrastructure division. During the Financial Year 2020-21, there is no turnover from Infrastructure division and entire income from operation of Rs. 9.91 Lakhs is from Coal Trading division.

As on March 31, 2021 Coal Trading Division is having Segment Assets of Rs. 5351.15 Lakhs and Segment Liabilities of Rs. 5630.60 Lakhs and Infrastructure division is having Segment Assets of Rs. 1043.61 Lacs.

8. CAUTIONARY STATEMENT:

Certain statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking statements within the meaning of applicable securities laws and regulations which have been prepared in compliance with the requirements of the Companies Act, 2013, the Accounting Standards issued by the Institute of Chartered Accountants of India, the Listing Agreements and all other applicable rules and regulations. The actual performance may vary depending

on the market fluctuations, changes in Government policies, rules and regulations change in economic conditions nationally as well as internationally.

INDEPENDENT AUDITORS' REPORT

Sathish Kumar & Associates
Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF HEMANG RESOURCES LIMITED

Report on the Financial Statements

Opinion
We have audited the accompanying financial statements of HEMANG RESOURCES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, the statement of changes in equity and a summary of the significant accounting policies and other explanatory information. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind AS, of the Financial position of the Company as at 31 March 2021 and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

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

Management's Responsibility for the Financial Statements
The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records,

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relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.
We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.
We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

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

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

(e) On the basis of the written representations received from the directors as on 31st March, 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.

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

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Chartered Accountants

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(g) With respect to other matters to be included in the Auditors report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

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

For Sathish Kumar & Associates
Chartered Accountants,
FRN: 017448S

Sd/-
Name: Sathish Kumar M
Proprietor
M No: 240966

Place: Chennai
Date: 29/06/2021
UDIN: 21240966AAAAEH8060

Sathish Kumar & Associates
Chartered Accountants

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ANNEXURE – A TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of HEMANG RESOURCES LIMITED ('the Company') on the financial statements for the year ended 31st March, 2021. We report that:

(i) (a) The Company has maintained Proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of 3 years. In accordance with this programme, certain fixed assets have been verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable.
(c) According to the information and explanations given to us, and on the basis of the examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) The inventory has been physically verified during the year by the management and no material discrepancies was noticed on such verification.

(iii) The Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnership or other parties, covered in the register maintained under Section 189 of the Companies Act, 2013.

(iv) According to the information and explanations given to us, the Company has not taken nor given any loan to its directors, hence the provisions of Sec 185 and 186 of the Act, with respect to the Loans and Investments made is not applicable.

(v) The Company has not accepted any deposits from the public.

(vi) The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for any of the products of the Company.

(vii) (a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, amount deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Income tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty and Excise Duty, Value added tax, cess and any other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Income tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty and Excise Duty, Value added tax, cess, GST and other material statutory dues were in arrears as at 31st March 2021 for a period of more than six months from the date they became payable.

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

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

Statute	**Forum where Dispute is pending**	**Amount involved**	**Financial Year to which the amount relates**
Income Tax Act	CIT (Appeals)	110,000/-	1995-96
Commercial Tax (Surat)	Joint Commissioner	36,67,832**/-**	2006-07
Sales Tax (Maharashtra)	Deputy Commissioner	28,340/-	2007-08
Sales Tax (Surat)	Deputy Commissioner	10,33,42,468/-	2012-13
Custom Duty	Commissioner (Appeals)	2,77,54,116/-	2012-13
Maharashtra Vat	Deputy Commissioner	52,71,446/-	2010-11
Custom Duty	CESTAT (Appeals).	81,91,647/-	2013-14
Customs Duty	CESTAT (Appeals-Bangalore).	63,61,616/-	2014-15
Sales Tax (Surat)	DCCT	11,44,82,001/-	2013-14
Sales Tax (Chennai)	Assistant Commissioner	23,185/-	2010-11
Sales Tax (Chandrapur)	Deputy Commissioner	1,48,674/-	2013-14
Sales Tax (Surat)	Deputy Commissioner	1,96,560/-	2012-13
Customs (Ahmedabad)	CESTAT(Appeals)	52,78,214/-	2012-13
Sales Tax (Nellore)	Commissioner	4,18,000/-	2014-15
Sales Tax (Nellore)	Commissioner	10,31,000/-	2015-16

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

We confirm that, the company has not delayed in repayment of dues to Financial Institutions, Banks or debenture holders during the year while the bank accounts of the company, Central Bank of India has become NPA on 06/05/2018 and Bank of India on 31/03/2018

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and any term loans from banks. Accordingly, paragraph 3(ix) of the order is not applicable.

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Chartered Accountants

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(x) According to the information and explanations given to us, no material fraud by the Company or on by its officers or employees has not been noticed or reported during the year.

(xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has provided for managerial remuneration. His remuneration has been approved by shareholders under the provisions of Section 197 read with Schedule V to the Companies Act is not applicable.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the order is not applicable.

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

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

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

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

For Sathish Kumar & Associates
Chartered Accountants
FRN: 017448S

Sd/-
Name: Sathish Kumar M
Proprietor
M. No: 240966

Place: Chennai
Date: 29/06/2021
UDIN: 21240966AAAAEH8060

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Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **HEMANG RESOURCES LIMITED** ("the Company") as of 31 March 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

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Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 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.

For Sathish Kumar & Associates
Chartered Accountants
FRN: 017448S

Sd/-
Name: Sathish Kumar M
Proprietor
M. No: 240966

Place: Chennai
Date: 29/06/2021
UDIN: 21240966AAAAEH8060

FINANCIALS 2021

Balance Sheet
Profit & Loss Account
Cash Flow Statement
Notes to Accounts
Segment Reporting

HEMANG RESOURCES LIMITED
Statement of Assets and Liabilities as at 31st March, 2021

(Rs. In Lakhs)

Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
		Audited	Audited
(1) ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	1	4.57	6.07
(b) Capital work-in-progress			
(c) Investment Property	2	8.98	8.98
(d) Goodwill			
(e) Other Intangible assets			
(f) Intangible assets under evelopment			
(g) Biological Assets other than bearer plants			
(h) Financial Assets			
(i) Investments	3	27.02	23.50
(ii) Trade receivables			
(iii) Loans	4	574.73	807.62
(iv) Others (to be specified)			
(i) Deferred tax assets (net)	5	1,308.74	1,159.19
(j) Other non-current assets	6	235.86	235.86
(2) Current assets			
(a) Inventories	7	1,288.14	1,471.69
(b) Financial Assets			
(i) Investments			
(ii) Trade receivables	8	2,322.25	2,914.01
(iii) Cash and cash equivalents	9	381.00	428.53
(iv) Bank balances other than (iii) above			
(v) Loans	10	144.22	309.97
(vi) Others (to be specified)			
(c) Current Tax Assets (Net)			
(d) Other current assets	11	99.25	97.92
Total Assets		**6,394.76**	**7,463.34**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	12	1,320.00	1,320.00
(b) Other Equity	13	(1,359.49)	(855.42)
LIABILITIES			
Non Current liabilities			
a) Financial Liabilities	14	803.65	814.78
(i) Borrowings	15	70.84	70.90
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	2,087.67	3,188.45
(ii) Trade payables	17		
a) Outstanding dues of Micro and Small Enterprises			
b) Outstanding dues of Creditors other than Micro and Small Enterprises		2,592.69	2,654.29
(iii) Other financial liabilities			
(b) Other current liabilities	18	101.00	130.13
(c) Provisions	19	778.41	140.20
(d) Current Tax Liabilities (Net)			
Total Equity and Liabilities		**6,394.76**	**7,463.34**

As per our report of even date attached
For SATHISH KUMAR & ASSOCIATES
Chartered Accountants
FRN: 017448S

Sd/-
Sathish Kumar M
Proprietor
Membership No: 240966
UDIN: 21240966AAAAEH8060

Place : Chennai
Date : 29-JUN-2021

For and on behalf of the Board
Hemang Resources Limited

Sd/-
Surinder Singh Bhatia
Director
DIN: 00038741

Sd/-
Shikha Jain
Director
DIN: 08087342

Sd/-
Komal J Thakker
Chief Executive Officer

Sd/-
Saloni Kochar
Chief Financial Officer

Place : Indore
Date : 29-JUN-2021

HEMANG RESOURCES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2021

Rs.in Lakhs

S.No.	Particulars	Note No.	For the Year Ended 31.03.2021	For the Year Ended 31.03.2020
I.	Revenue from Operations(Refer below note)	**20**	9.91	134.68
II.	Other Income	**21**	1,348.85	1,370.89
III.	**Total Revenue (I+II)**		**1,358.76**	**1,505.57**
IV.	Expenses:			
	(a) Purchases of Stock in Trade	**22**	4.34	55.45
	(b) Decrease / (Increase) in Inventories of			
	(i) Stock in Trade	**23**	179.66	60.09
	(c) Employee Benefits Expenses	**24**	34.14	84.36
	(d) Finance Cost	**25**	46.54	24.16
	(e) Depreciation and Amortization	**26**	1.53	1.85
	(f) Net Loss on Foreign Exchange Translation	**27**	(3.84)	31.33
	(g) Other Expenses	**28**	1,750.02	1,872.39
	Total Expenses		**2,012.38**	**2,129.64**
V.	**Profit before exceptional and extraordinary items and tax(III-IV)**		**(653.62)**	**(624.07)**
VI.	Exceptional items		-	-
VII.	**Profit before extraordinary items and tax (V -VI)**		**(653.62)**	**(624.07)**
VIII.	*Extraordinary items*		-	-
IX.	**Profit before tax (VII-VIII)**		**(653.62)**	**(624.07)**
X.	**Tax expense:**			
	(1) Current tax		-	-
	(2) Deferred tax		(149.55)	(142.79)
	(3) Short Provision W/off -Income Tax		-	-
XI.	**Profit (Loss) for the period from continuing operations (IX - X)**		**(504.07)**	**(481.29)**
XII.	Profit/(Loss) from discontinuing operations		-	-
XIII.	Tax expense of discontinuing operations		-	-
XIV.	**Profit/(Loss) from discontinuing operations after tax(XII-XIII)**		**-**	**-**
XV.	**Profit/(loss) for the period (XI+XIV)**		**(504.07)**	**(481.29)**
XVI.	**Other Comprehensive Income**			
	A- (i) Items that will not be reclassified to profit or loss			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			
	B- (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss			
XVII.	Total Comprehensive Income for the period (XV+XVI) (Comprising Profit (Loss) and other Comprehensive Income for the period)		**(504.07)**	**(481.29)**
XVIII.	**Earnings per Equity Share: (F.V. ` 10/-)**			
	(1) Basic	**29**	(3.82)	(3.65)
	(2) Diluted	**29**	(3.82)	(3.65)

Significant Accounting Policies **1**
Other Notes on Financial Statements **2**

As per our report of even date attached
For SATHISH KUMAR & ASSOCIATES
Chartered Accountants
FRN: 017448S

Sd/-
Sathish Kumar M
Proprietor
Membership No: 240966
UDIN: 21240966AAAAEH8060

Place : Chennai
Date : 29-JUN-2021

For and on behalf of the Board
Hemang Resources Limited

Sd/-
Surinder Singh Bhatia
Director
DIN: 00038741

Sd/-
Shikha Jain
Director
DIN: 08087342

Sd/-
Komal J Thakker
Chief Executive Officer

Sd/-
Saloni Kochar
Chief Financial Officer

Place : Indore
Date : 29-JUN-2021

HEMANG RESOURCES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2021

(Rs. In Lakhs)

Particulars	Year ended 31.03.2021		Year ended 31.03.2020	
	Amount	Amount	Amount	Amount
Cash Flow From Operating Activities				
Net Profit before Tax	**(653.62)**		**(624.07)**	
Adjustments for :				
Dividend Received				
Depreciation	1.53		1.85	
Financial Income	39.84		90.56	
Excess Provision W/off Income Tax	-		-	
Loss/ (Profit) on Foreign Exchange Fluctuation	-		-	
Loss/ (Profit) on Sales of Investment	(3.51)		(6.34)	
Financial Expense	23.40		11.75	
Cash Operating Profit before working capital changes	**(592.35)**		**(526.24)**	
Increase / (Decrease) in Trade Payables	(61.61)		(1,256.54)	
Increase / (Decrease) in Short Term Provisions	638.21		(60.05)	
Increase / (Decrease) in Other Current Liabilities	(29.13)		(18.12)	
Increase / (Decrease) in Other Non - Current Liabilities	-		-	
(Increase) / Decrease in Inventories	183.54		60.08	
(Increase) / Decrease in Trade Receivables	591.76		2,074.48	
(Increase) / Decrease in Long Term Loans & Advances	232.90		26.96	
(Increase) / Decrease in Other Non Current Assets (Excl. Misc. Expenses)	-		78.64	
(Increase) / Decrease in Short term Loans & Advances	165.74		530.28	
(Increase) / Decrease in Other Current Assets	(1.33)		26.04	
Net Cash From Operating Activities (A)	**1,127.73**	**1,127.73**	**935.53**	**935.53**
Cash Flow From Investing Activities				
Dividend Income				
Interest Income	(39.84)		(90.56)	
Purchase of Fixed Assets	(0.03)		(0.29)	
Sales/ (Purchase) of Investments	-		-	
Increase in Fixed Deposits and other Deposits with Bank	56.73		42.17	
Net Cash Used In Investing Activities (B)	**16.87**	**16.87**	**(48.69)**	**(48.69)**
Cash Flow From Financing Activities				
Increase/(Decrease) in Borrowings	(1,100.85)		(841.48)	
Dividend Paid on Preference Shares				
Dividend Paid on Equity Shares				
Dividend Distribution Tax Paid				
Fluctuation on Financial Expenses (Net)				
Financial Expense	(23.40)		(11.75)	
Net Cash Used In Financing Activities (C)	**(1,124.25)**	**(1,124.25)**	**(853.23)**	**(853.23)**
Net Increase In Cash and Cash Equivalents (A + B + C)		**20.35**		**33.62**
ADD :Cash and cash equivalents - Opening - 1st April		**75.87**		**42.25**
Cash and cash equivalents - Closing - 31st March		**96.21**		**75.87**

Footnote to Cash Flow Statement:

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

Particulars	Year ended 31.03.2021	2019-20
Cash & Cash Equivalents		
Balances with Banks		
Current Account	96.19	75.86
Cash on hand	0.02	0.01
Total of Cash & Cash Equivalent	**96.21**	**75.87**

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

Particulars	Year ended 31.03.2021	2019-20
Cash and cash equivalents as above	**96.21**	**75.87**
Add : Other Cash and Bank Balances		
Earmarked Balances - Equity Dividend Account	3.65	14.78
Fixed Deposit account maturity more than 3 month & less than 12 months	280.00	336.73
Fixed Deposit account having maturity More than 12 Months	1.16	1.16
Cash and Bank Balances classified as Current (Refer Note 9-As per INDAS)	**381.01**	**428.54**

As per our report of even date attached
For SATHISH KUMAR & ASSOCIATES
Chartered Accountants
FRN: 017448S

Sd/-
Sathish Kumar M
Proprietor
Membership No: 240966
UDIN: 21240966AAAAEH8060

Place : Chennai
Date : 29-JUN-2021

For and on behalf of the Board
Hemang Resources Limited

Sd/-
Surinder Singh Bhatia
Director
DIN: 00038741
DIN: 08087342

Sd/-
Komal J Thakker
Chief Executive Officer

Sd/-
Saloni Kochar
Chief Financial Officer

Place : Indore
Date : 29-JUN-2021

Note No - 1 PROPERTY PLANT AND EQUIPMENT

Rs. In Lakhs

PARTICULARS		ORIGINAL COST				DEPRECIATION & AMORTIZATION				NET BOOK VALUE	
	Useful life (In Years)	As at April 1, 2020	Additions during the year	Deductions/Retirment during the year	As at March 31, 2021	As at April 1, 2020	Provided during the year	Written Back during the year	As at March 31, 2021	As at March 31, 2021	As at March 31, 2020
TANGIBLE ASSETS:											
Computers & Printers	3	3.10	0.00	0.00	3.10	2.54	0.27	0.00	2.81	0.29	0.56
Network & Server	6	0.39	0.00	0.00	0.39	0.31	0.06	0.00	0.37	0.02	0.08
Furniture & Fixtures	10	5.13	0.00	0.00	5.13	1.79	0.49	0.00	2.28	2.86	3.34
Office Equipments	5	3.57	0.03	0.00	3.60	2.48	0.50	0.00	2.98	0.61	1.08
Vehicles	10	2.19	0.00	0.00	2.19	1.16	0.21	0.00	1.37	0.82	1.03
TOTAL		**14.38**	**0.03**	**0.00**	**14.41**	**8.28**	**1.53**	**0.00**	**9.81**	**4.59**	**6.09**
PREVIOUS YEAR		**14.44**	**0.35**	**0.41**	**14.38**	**6.79**	**1.85**	**0.35**	**8.28**	**6.10**	**7.63**

Note No. 2: INVESTMENT PROPERTY		Rs. in Lakhs
PARTICULARS	**As at 31.03.2021**	**As at 31.03.2020**
TRADE		
Investment Property		
Land & Site Devlopment	8.98	8.98
	8.98	**8.98**

Note No. 3: INVESTMENTS		Rs. in Lakhs
PARTICULARS	**As at 31.03.2021**	**As at 31.03.2020**
NON TRADE		
Non Current Investments -at Cost		
-Investment in Equity Instruments		
Quoted Shares		
95 Equity Shares of Rs. 10 each in DB Corp Ltd. (P.Y 95 Equity Shares of Rs. 10 each)	0.20	0.20
(Market Value as on 31.03.2020 is Rs. 0.08 lakhs (95@79.60) (PY Rs. 0.18 lakhs))		
	0.20	0.20
Investment in Sovereign Gold Bond		
400 units of Sovereign Gold Bonds -2016-17 @ 2893 per unit	26.81	23.30
100 units of Sovereign Gold Bonds -2017-18 @ 2901 per unit		
100 units of Sovereign Gold Bonds -2017-18 @ 2780 per unit		
	26.81	23.30
Note: Due to change in current value, value has changed		
	36.00	**32.48**

Details of Investments

Name of the Company[1]		**Relationship**
95 Equity Shares in DB Corp Ltd.	NA	NA

[1] All investments are fully paid up.

Note No. 4: LOANS		Rs. in Lakhs
PARTICULARS	**As at 31.03.2021**	**As at 31.03.2020**
(Unsecured, Considered Good)		
Security Deposits	2.29	2.30
Advance for Coal Purchase	527.94	737.34
Advance for Expenses	44.50	67.98
	574.73	**807.62**

Note No. 5: DEFERRED TAX ASSET (NET) — Rs. In Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Deferred Tax Asset	1,308.74	1,159.19
	1,308.74	**1,159.19**

Note No. 6: OTHER NON CURRENT ASSETS — Rs. In Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
(Unsecured, Considered Good)		
Others*	235.86	235.86
	235.86	**235.86**

*Includes amount receivable from court receiver

Note No. 7: INVENTORIES — Rs. In Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Stock in Trade		
Imported Coal[1]	250.52	430.18
Goods in Transit[2]	3.00	6.89
Land 3	1,034.63	1,034.63
	1,288.14	**1,471.68**

Mode of Valuation

[1.] Imported Coal : At Cost (including Direct Expenses with specific identification method) or Market Price whichever is lower.

2 Goods in Transit : At Cost or Market Price whichever is lower.

3. Land : At Cost (including Registration Expenses.)

Note No. 8: TRADE RECEIVABLES — Rs. In Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
(Unsecured, Considered Good)		
Debt outstanding for a period exceeding Six months	2,415.66	3,132.95
Other Debts	-	17.24
Provision for Doubtful Debts	(93.41)	(236.19)
	2,322.25	**2,914.01**

Note No. 9: CASH & CASH EQUIVALENT — Rs. In Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Cash & Cash Equivalents		
Balances with Banks		
Current Account	96.19	75.86
Cash in Hand	0.02	0.01
	96.21	**75.86**
Other Bank Balances		
Fixed Deposit account having maturity more than 3 months but less than 12 months[1]	280.00	336.73
Fixed Deposit account having maturity More than 12 Month[1]	1.16	1.16
Earmarked Balances - Equity Dividend Account[2]	3.65	14.78
	284.80	**352.67**
Grand Total	**381.01**	**428.53**

[1] Held as security against Bank Guarantee & Letter of Credit.

2 This balance is earmarked with bank for Unpaid & Unclaimed Dividend Rs. 2.51 lakhs for F.Y. 2010-11 and Rs. 4.56 lakhs for F.Y. 2011-12, Rs. 4.07 lakhs for F.Y. 2012-13 and Rs. 3.64 lakhs for F.Y. 2013-14, the amount for FY 2010-11, 2011-12 and FY 2012-13 has been transferred to IEPF-1

Note No. 10: LOANS — Rs. In Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Advance for Coal Purchase	-	-
Advance Income Tax	40.55	199.09
Advance for Insurance	0.19	0.19
Staff Advances	0.07	(0.05)
Loans to Employees	(0.03)	-
Prepaid Expenses	1.31	2.71
Security Deposit (Rent)	0.61	0.61
Other Deposits Refundable	101.53	107.42
	144.22	**309.97**

Note No. 11: OTHER CURRENT ASSETS — Rs. In Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Interest Accrued but not due on Fixed Deposits	23.02	28.60
GST	76.23	69.32
	99.25	**97.92**

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31.03.2021

Note No. 12: SHARE CAPITAL — **Rs. in Lakhs**

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Authorized Capital		
15,000,000 Equity Shares of Rs.10/- each	1,500.00	1,500.00
(Previous year 15,000,000 Equity Shares of Rs. 10/- each)		
	1,500.00	**1,500.00**
Issued, Subscribed & Fully Paid up Share Capital		
13,200,000 Equity Shares Rs. 10/- each	1,320.00	1,320.00
(Previous Year 13,200,000 Equity Shares Rs. 10/- each)		
	1,320.00	₹ 1,320.000000

1. A Company has equity shares referred to as equity shares having a face value of Rs.10 each
2. The Equity share holder is eligible for one voting Right per share held.
3. In the F.Y. 2011-12 The Company had issued 9,900,000 Fully paid up Bonus Equity Shares of Rs. 10/- each in the ratio of 3:1.

4. Shareholder holding more than 5% of shares are :-

Name	% of Holding	No. of Shares
Equity Shares @ Rs. 10/- each		
Mr. Surinder Singh Bhatia	14.08 %	1,858,840 Eqiuty Shares of Rs. 10/- each
	(P.Y. 14.08%)	*(P.Y. 1,858,840 Equity Shares of Rs. 10/- each)*
Ishhar Overseas Ltd.	7.97%	1,051,896 Equity Shares of Rs. 10/- each
	(P.Y. 7.97%)	*(P.Y. 1,051,896 Equity Shares of Rs. 10/- each)*

a. Reconciliation of Equity Shares :

Particulars		No. of Shares
Opening Shares		13,200,000
		(PY 13,200,000)
Add: Addition during the year		Nil
		(PY Nil)
Closing Shares		13,200,000
		(PY 13,200,000)

Note No. 13: OTHER EQUITY — **Rs. in Lakhs**

PARTICULARS	As at 31.03.2021	As at 31.03.2020
General Reserve		
Opening Balance	100.00	100.00
Closing Balance	**100.00**	**100.00**
Capital Redemption Reserve		
Opening Balance	742.79	685.65
Less: Reversed to profit and loss account during the year	-	-
Add: Addition during the year	57.14	57.14
Closing Balance (refer note 2.8)	**799.93**	**742.79**
Surplus of Statement of Profit & Loss		
Opening Balance	(1,698.21)	(1,159.78)
Add: Reversed from capital redemption reserve during the year		
Add : Profit during the year	(504.07)	(481.29)
Total (a)	(2,202.28)	(1,641.07)
Less: Appropriations during the year		
Capital Redemption Reserve	57.14	57.14
Total of Appropriation (b)	**57.14**	**57.14**
Closing (a - b)	**(2,259.42)**	**(1,698.21)**
Grand Total	**(1,359.49)**	**(855.42)**

Note No. 14: NON CURRENT - FINANCIAL LIABILITY		Rs. In Lakhs
PARTICULARS	**As at 31.03.2021**	**As at 31.03.2020**
Preference share capital		
800,000 2% Cumulative Redeemable Preference Shares of Rs.100/- each	800.00	800.00
(Previous year 800,000 Shares of Rs. 100/- each)		
Interest Accrued but not due on Borrowings	-	-
Income received in advance	-	-
Unpaid Dividend on Equity Share	3.65	14.78
Grand Total	**803.65**	**814.78**

1. Preference Shares hold preferential right of Dividend at fixed rate of 2% and preferential repayment of principal amount at the

2. Shares holding more than 5%

Preference Shares @Rs. 100/- each

Mr. Gurvinder Singh Bhatia	50.00%	4,00,000, 2% Cumulative Redeemable Preference Shares of Rs.100/- each
	(P.Y. 50.00%)	*(P.Y. 4,00,000, 2% Cumulative Redeemable Preference Shares of Rs. 100/- each)*
Mr. Surinder Singh Bhatia	50.00%	4,00,000, 2% Cumulative Redeemable Preference Shares of Rs.100/- each
	(P.Y. 50.00%)	*(P.Y. 4,00,000, 2% Cumulative Redeemable Preference Shares of Rs. 100/- each)*

a. Reconciliation of Preference Shares :

Particulars		No. of Shares
Opening Shares		800,000
		(PY 800,000)
Add: Addition during the Year		Nil
		(PY NIL)
Closing Shares		800,000
		(PY 800,000)

Note No. 15: NON CURRENT FINANCIAL LIABILITY		Rs. In Lakhs
PARTICULARS	**As at 31.03.2021**	**As at 31.03.2020**
1)Borrowings		
Unsecured		
Bhatia Global trading Others	70.84	70.90
Grand Total	**70.84**	**70.90**

Note: There is an existing dispute with M/s Bhatia Trading Global Limited

Note No. 16: BORROWINGS — Rs. in Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
SECURED		
Loans repayable on demand		
From Banks		
Cash Credit Hypothecation Limits from [1]		
Central Bank Of India	-	(0.00)
Bank of India	1,990.44	1,754.96
	1,990.44	**1,754.96**
Other Loans & Advances		
Buyer's Line of Credit Facilities from [1&2]		
Bank of India	-	-
Central Bank Of India	-	1,348.67
Inter Coporate Deposit		
Unsecured Loan		
Bhatia Global Trading Ltd	97.23	84.83
	97.23	**1,433.50**
Grand Total	**2,087.67**	**3,188.45**

[1] *Cash Credits & Buyer's Line Credit are secured by way of hypothication on Stocks, Receivables, Bills and other Chargeable Current Assets, both present & future of the Company, under the ranking first charge on pari- passu basis under Consortium Agreement and collateral securities by way of equitable mortgage of immovable properties and personal guarantee of the Promoter of the Company.*

[2] *The Company has availed the Buyer's Credit facilities from both the above Banks by ear - marking the limits of Foreign Letter of Credit and such facilities are within the sanctioned limits.*

3 Bank Guarantee in favor of SBI for Rs.5cr has been invoked by BOI on 05.11.20 and the liability of BOI has been increased to the extent of BG invocation after adjustment of Fixed Deposits available with BoI.

Note No. 17: TRADE PAYABLES — Rs. in Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Sundry Creditors for Goods	2,431.28	2,437.47
Sundry Creditors for Expenses	161.41	216.82
Grand Total	**2,592.69**	**2,654.29**

Note: Bhatia Global Trading Ltd is under liquidation and we will not be paying any amount, so this is disputed amount.

Note No. 18: OTHER CURRENT LIABILITIES — Rs. in Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Others		
Statutory Liabilities	2.60	1.83
Advance From Customers	77.51	76.76
Other Current Liabilities	20.89	51.54
Non-Current Liabilities	-	
Grand Total	**101.00**	**130.13**

Note No. 19: PROVISIONS — Rs. in Lakhs

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Provision for Employee Benefits	5.68	6.97
Provision for Expenses	134.49	133.24
Provision for Bad Debts	₹ 638.24	-
Grand Total	**778.41**	**140.20**

Note No : 20 REVENUE FROM OPERATIONS — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Coal Trading Division		
Sale of Products		
Imported Coal [1]	9.91	134.68
Imported Coal	-	-
Indigenous Coal	-	-
Sale of Services		
Cargo Handling Charges Received	-	-
Grand Total	**9.91**	**134.68**

[1.] **Sales of Imported Coal is net off by Rate, Quality & Quantity Deductions upto Sep'19**

Note No. 21: OTHER INCOME — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Interest Income	39.84	90.56
Dividend	-	-
Other non-operating income (Ref. Note.2.1)	1,309.01	1,280.33
Grand Total	**1,348.85**	**1,370.89**

Note No. 22: PURCHASE OF STOCK-IN-TRADE — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Coal Trading Division		
Imported Coal	4.34	55.45
Indigenous Coal	-	-
Cargo handling charges paid	-	-
Ocean Freight Paid	-	-
Grand Total	**4.34**	**55.45**

Note No. 23: CHANGE IN INVENTORIES OF STOCK-IN-TRADE — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
(a) Opening Stock		
(i) Imported Coal	430.18	490.26
(ii) Land	1,034.63	1,034.63
Total of Opening Stock	**1,464.80**	**1,524.89**
(b) Closing Stock		
(i) Imported Coal	250.52	430.18
(ii) Land	1,034.63	1,034.63
Total of Closing Stock	**1,285.14**	**1,464.80**
Net (Increase)/Decrease in Closing Stock	**179.66**	**60.09**

Note No. 24: EMPLOYEE BENEFIT EXPENSES — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Salaries and Wages	31.58	75.40
Director's Remuneration	0.12	4.08
Contribution to Provident Fund and Others	2.35	3.69
Staff Welfare expenses	0.09	1.18
Grand Total	**34.14**	**84.36**

Note No. 25: FINANCE COST — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Interest Expenses	23.40	11.75
Other Borrowing costs	23.13	12.41
Grand Total	**46.54**	**24.16**

Note No. 26: DEPRECIATION & AMORTIZATION — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Depreciation	1.53	1.85
Grand Total	**1.53**	**1.85**

Note No. 27: Net Gain/Loss on Foreign Exchange Translation — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Foreign Exchange Fluctuation	(3.84)	31.33
Grand Total	**(3.84)**	**31.33**

Note No. 28: OTHER EXPENSES — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Administrative, Selling and other expenses		
Advertisement and publicity	-	-
Bad Debts	536.36	1,274.09
Provision for Doubtful Debts	638.24	236.19
Electricity & Water Expenses	3.15	5.89
Insurance Charges	0.69	2.10
Legal & Professional Charges	47.79	44.45
Listing Fees	3.00	3.00
Office Expenses	2.44	6.97
Rent & Taxes	4.25	37.66
Internal Audit Expenses	0.86	1.20
Repairs & Maintenance Expenses	0.68	2.26
Sampling & Analysis Charges	-	0.30
Selling & Distribution Expenses	2.72	241.15
Stationary & Printing	0.44	0.90
Statutory Auditor's Remuneration (Also refer note 2.4)	2.80	3.50
Telephone, Postage & Telegram Expenses	1.37	2.30
Travelling Expenses	1.11	7.08
Vehicle Running & Maintenance Expenses	3.23	3.35
BG Invoked	500.00	-
Grand Total	**1,750.02**	**1,872.39**

Note No. 29: EARNING PER SHARE (AS20) — Rs. In Lakhs

PARTICULARS	Period ended 31.03.2021	For the year ended 31.03.2020
Net Profit available to shareholders	(504.07)	(481.29)
Net Profit available to Equity Shareholders	(504.07)	(481.29)
Outstanding No. of shares (Adjusted) (Nos.)	13,200,000.00	13,200,000.00
Basic & Diluted Earnings Per Share of Face Value of ` 10/- each	(3.82)	(3.65)

Segment Reporting

Segment Information:

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

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

(b) Segment Assets and Segment Liabilities represent Assets and Liabilities in repective segments. Investments, Tax related assets and other asets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable"

Segment-Wise Revenue,Results and Capital Employed for the Period Ended 31.03.2021 — **Rs. in lakhs**

S.No.	Particulars	Coal trading Division						Infrastructure Division						Consolidated Total					
		2020-21	2019-20	2018-19	2017-18	2016-17	2015-16	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16
1	**Segment Revenue**																		
	External Turnover	9.91	134.68	3,704.46	12,575.71	24,959.70	43,517.46	-	-	-	-	-	-	9.91	134.68	3,704.46	12,575.71	24,959.70	43,517.46
	Less: Inter Segment Turnover				-	-	-	-	-	-	-	-	-	-				-	-
	Total Revenue	**9.91**	**134.68**	**3,704.46**	**12,575.71**	**24,959.70**	**43,517.46**	**-**	**-**	**-**	**-**	**-**	**-**	**9.91**	**134.68**	**3,704.46**	**12,575.71**	**24,959.70**	**43,517.46**
2	**Segment Result**																		
	Profit before Interest & Taxes	(670.06)	(702.88)	(1,482.09)	(1,303.31)	310.39	574.50	-	-	-	-	-	-	(670.06)	(702.88)	(1,482.09)	(1,303.31)	310.39	574.50
	Less: Unallocable Income					-	-	-	-	-	-	-	-				-	-	-
	Operating profit	**(670.06)**	**(702.88)**	**(1,482.09)**	**(1,303.31)**	**310.39**	**574.50**	**-**	**-**	**-**	**-**	**-**	**-**	**(670.06)**	**(702.88)**	**(1,482.09)**	**(1,303.31)**	**310.39**	**574.50**
	Less: Interest Expenses	23.40	11.75	200.92	622.15	676.98	710.15	-	-	-	-	-	-	23.40	11.75	200.92	622.15	676.98	710.15
	Add : Interest Income	39.84	90.56	46.57	206.44	219.57	315.20	-	-	-	-	-	-	39.84	90.56	46.57	206.44	219.57	315.20
	Profit Before Tax	**(653.62)**	**(624.07)**	**(1,636.44)**	**(1,719.02)**	**(147.02)**	**179.55**	**-**	**-**	**-**	**-**	**-**	**-**	**(653.62)**	**(624.07)**	**(1,636.44)**	**(1,719.02)**	**(147.02)**	**179.55**
	Income Taxes	(149.55)	(142.79)	(424.21)	(534.02)	(48.22)	50.35	-	-	-	-	-	-	(149.55)	(142.79)	(424.21)	(534.02)	(48.22)	50.35
	Profit from Ordinary Activities	**(504.07)**	**(481.29)**	**(1,212.23)**	**(1,185.01)**	**(98.80)**	**129.20**	**-**	**-**	**-**	**-**	**-**	**-**	**(504.08)**	**(481.28)**	**(1,212.23)**	**(1,185.00)**	**(98.80)**	**129.20**
	Extraordinary Items					-	-	-	-	-								-	-
	Net Profit	**(504.07)**	**(481.29)**	**(1,212.23)**	**(1,185.01)**	**(98.80)**	**129.20**	**-**	**-**	**-**	**-**	**-**	**-**	**(504.08)**	**(481.28)**	**(1,212.23)**	**(1,185.00)**	**(98.80)**	**129.20**
3	**Other Information**																		
	Segment Assets	5,351.15	6,419.73	9,077.21	11,938.36	14,444.89	20,723.70	1,043.61	1,043.61	1,043.61	1,043.61	1,043.61	1,043.61	6,394.76	8,506.95	10,120.82	12,981.97	15,488.50	21,767.31
	Unallocated Corporate Assets					-	-				-	-	-					-	-
	Total Assets	5,351.15	6,419.73	9,077.21	11,938.36	14,444.89	20,723.70	1,043.61	1,043.61	1,043.61	1,043.61	1,043.61	1,043.61	6,394.76	8,506.95	10,120.82	12,981.97	15,488.50	21,767.31
	Segment Liabilities	5,630.60	6,183.97	8,360.13	9,947.92	11,345.41	17,525.42	-	-	-	-	-	-	5,630.60	6,183.97	8,360.13	9,947.92	11,345.41	17,525.42
	Unallocated Corporate Liabilities				-	-	-	-	-	-	-	-	-			-	-	-	-
	Total Liabilities	5,630.60	6,183.97	8,360.13	9,947.92	11,345.41	17,525.42	-	-	-	-	-	-	5,630.60	6,183.97	8,360.13	9,947.92	11,345.41	17,525.42
	Capital expenditure	14.40	14.38	14.44	14.14	14.00	6.90	-	-	-	-	-	-	14.40	14.38	14.44	14.14	14.00	6.90
	Depreciation	1.53	1.85	2.12	2.10	1.61	0.89	-	-	-	-	-	-	1.53	1.85	2.12	2.10	1.61	0.89
	Non- cash Expense other than Depreciation	-	-	-	15.95	(103.58)	(148.40)	-	-	-	-	-	-	-	-	-	15.95	(103.58)	(148.40)

HEMANG RESOURCES LIMITED

(FORMERLY BHATIA INDUSTRIES AND INFRASTRUCTURE LIMITED)

Corporate Information

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

NOTE – 1

STATEMENT OF COMPLIANCE

a) The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

b) Up to the year ended 31st March, 2017, the Company prepared its financial statements in accordance with the requirements of previous GAAP prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. The date of transition to Ind AS is 1st April, 2017.

SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of Preparation

a) In accordance with the notification issued by the Ministry of Corporate Affairs, the Company is required to prepare its Financial Statements as per the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Accounting Standards) Amendment Rules, 2016 with effect from1st April, 2017. Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31st March, 2021

b)

c) , and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements".

d) The financial statements of the Company are prepared in accordance with the Ind AS on the accrual basis of accounting. Whereas there was NO material difference in compliance of GAAP and Ind AS, management has continued recognition of the items that affects with IND AS in the financial statement at historical cost.

e) The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest lakh, except otherwise indicated.

1.2 Use of estimates

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

1.3 Revenue Recognition:

a. Coal Trading:

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

b. Revenue from sale of coal on High Seas basis is accounted for on the basis of date of agreement entered with the customers during the year.

c. Claims received for rejection/ quality in coal sold are netted off from sales amount, except for the claim related to the previous year which is shown under selling & distribution.

d. Other Income -Cargo Handling charges is the amount recovered in excess of the amount paid by the Company for the services in proportion of the quantity dispatched.

e. Dividend income is accounted when the right to receive it is established.

1.4 Fixed Assets & Capital work-in-progress:

a. Fixed Assets are stated at cost less accumulated depreciation except otherwise stated. Costs of Fixed assets are arrived at after including therein attributable expenses for bringing the respective assets to working condition.

b. The company does not have any Capital Work-in-Progress.

1.5 Depreciation:

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

1.6 Inventories:

a. **Imported Coal:** At Cost (including Direct Expenses with specific identification method) or Market Price, whichever is lower.

b. **Indigenous Coal:** At Cost (including Direct Expenses) using FIFO Method or Market Price, whichever is lower.

c. **Goods In Transit/ Unclear Stock:** At Cost.

d. **Land:** Valued at Cost including Registration Expenses.

1.7 Retirement Benefits:

a. The Company has provided for value of unutilized leave due to employees at the end of the year.

b. The Company has taken Group Gratuity policy with the Life Insurance Corporation of India (LIC) for future payment of Gratuities calculated on the basis of actuarial Valuation and the premium paid on such policy has been charged to Profit & Loss Account.

1.8 Investment:

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

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

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

1.9 Earning Per Share

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

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

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

1.11 Foreign Currency Transaction:

a. Transaction in foreign currency is accounted for at the exchange spot rate on the date of transaction. Receivable and payables are translated at the closing rate of exchange prevailing on Balance Sheet date. The difference because of fluctuation in the rate of exchange is recognized in the Profit & Loss account.

b. Transactions covered by cross currency swaps and options contracts to be settled on future dates are recognized at the year-end rates of the underlying foreign currency. Effect arising of the swap contract is being adjusted on the date of settlement.

c. Transaction covered by Forward contracts to be settled on future date recognized at the Hedged Rate of the underlying foreign currency at the year end.

d. Premium & Bank Margin incurred on Forward contracts to be settled on future date are proportionately recognized at the year end.

1.12 Borrowing Costs:

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

1.13 Lease

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

1.14 Provisions and Contingent Liabilities:

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

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

1.15 Provision for Current and Deferred Tax:

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

NOTE – 2

OTHER NOTES ON FINANCIALS STATEMENTS

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

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

(Rs. in Lakhs)

	Particulars		31.03.2021	31.03.2020
a.	Value of Import on C.I.F. basis		Nil	Nil
b.	**Earning in Foreign Currency**			
	i.	Export of goods on F.O.B. basis	Nil	Nil
	ii.	Royalty, Know-how	Nil	Nil
	iii.	Professional and Consultation fees	Nil	Nil
	iv.	Interest and Dividend	Nil	Nil
	v.	Commission Received	Nil	Nil
c.	**Expenditure in foreign currency**			
	i.	Dispatch/ Demurrages	Nil	Nil
	ii.	Commission	Nil	Nil
	iii.	Others	Nil	Nil

2.3 Related Party (IND AS- 24)

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

Related Party Disclosures:

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

(i) List of related parties for current year (FY 2020-21) with whom transactions have taken place and relationship:-

Sr. No.	Name of Related Party	Relationship
1	Miss. Komal J Thakker – CEO	Key Managerial Personnel
2	Mr. Premnath Sankar Rao - CFO	
3	Mr. Dharmendra Soyal – CS	

Outstanding Payable

SALARY

Sr. No.	Name of Related Party	Amount in Lakhs
1	Miss. Komal J Thakker – CEO	Nil
2	Mr. Dharmendra Soyal – CS	Nil

TRAVEL-REMIBURSEMENT

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

(ii) List of related parties for previous year (FY 2020-21) with relationship:-

Sr. No.	Name of Related Party	Relationship
1. 2. 3. 4.	Mr. Deepak Tiwary Mr. Premnath Sankar Rao Mr. Dharmendra Soyal Miss. Komal J Thakker	Key Managerial Personnel

Transactions During the Year with Related Parties:

Sr. No.	Nature Of Transaction	Key Management Personnel	Relatives of Key Management Personnel	Significant influence of KMP on other Enterprises	Grand Total
1	**Salary**	**11.51**	**-**	**-**	**11.51**
		18.00	-	-	*18.00*
2	**Leave Travel Allowance**	**0.38**	**-**	**-**	**0.38**
		0.44	-	-	*0.44*
3	**Director Remuneration (Incl. Other reimbur. Exp)**	**-**	**-**	**-**	**-**
		5.84	-	-	*5.84*
4	**Expenses incurred by KMP on behalf of Company**	**0.19**			**0.19**
		1.04			*1.04*

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

2.4 Statutory Auditor's Remuneration

(Rs. in Lakhs)

	Auditor's Remuneration:	**31.03.2021**	**31.03.2020**
a.	Statutory Audit Fees	1.80	2.45
b.	Tax Audit Fees	-	1.05
c.	Other Services	2.89	0.14

2.5 Derivative Instruments:

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

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

(Rs. in Lakhs)

	31.03.2021		**31.03.2020**	
Currency Pair	**Buy**	**Sell**	**Buy**	**Sell**
INR/ USD	-	-	-	-

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

(Rs. in Lakhs)

	31.03.2021		**31.03.2020**	
Currency Pair	**Buy**	**Sell**	**Buy**	**Sell**
USD / INR	149.40	-	176.23	-

2.6 Segment (IND AS – 108)

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

2.7 Contingent Liabilities not provided for:

(Rs. in Lakhs)

a.

S. No.	**Contingent Liability not provided for:**	**31.03.2021**	**31.03.2020**
i.	Bills Discounted with Banks.	-	-
ii.	Bank Guarantees	*75.00	575.50
iii	Corporate Guarantee Given to Union Bank of India on Behalf of Bhatia global Trading Limited	18166	18166

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

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

c. The Deputy Commissioner of Sales Tax, Surat has passed Assessment order along with demand notice for the financial year 2012-13 under Gujarat VAT Act, 2003 & CST Act, 2003 for Rs.1033.42 lakhs. The A.O. has charged tax on other income and disallowed Highseas Sale, also calculated Interest u/s 42(6) and Penalty under section 34(12) of Gujarat Vat Act,2003. The Company has not accepted the above demand and filed a Writ Petition against the order before Gujarat High Court, Ahmedabad. However there is no provision required as per the management. The Management is of the opinion that no provision is required for such liability.

d. The Deputy Commissioner of Sales Tax, Chandrapur, has issued Penalty order of Rs. 0.28 Lakhs under section 61 (2) of MVAT Act towards late submission of VAT Audit report for the financial year 2007-08. The Company did not accept the above demand and filed an appeal before Joint Commissioner of Sales Tax (Appeal), Nagpur, Maharashtra. The appeal is pending before the Joint Commissioner. Against the said demand, the Company has paid a sum of Rs. 0.10 Lakhs, being part payment towards pending demand. However there is no provision required as per the management. The Management is of the opinion that no provision is required for such liability.

e. The Customs department has passed an order for the financial year 2013-14 and demanded differential duty, Interest and penalty on the ground that fake certificate of country of origin was produced based on which benefit of exemption taken for Rs.81.91 Lakhs. The Company has not accepted the above order and filed an appeal. The Company has already paid Bank Guarantee of Rs. 75.00 Lakhs with self-renewal clause. Against this demand, the company has paid a sum of Rs.1.99 Lakhs, being Pre-deposit of pending demand. The Management is of the opinion that no provision is required for such liability.

f. The Customs department has passed an order and demanded differential duty, interest and penalty amounting to Rs. 277.54 lakhs for the financial year 2012-13 on the ground of classification of Coal i.e. Bituminous Coal, whose GCV moist mineral matter free basis more than 5833 Kcal/kg. The Company did not accept the above order and filed an appeal. The company has paid a sum of Rs.22.30 Lakhs being Pre-deposit of pending demand. The Management is of the opinion that no provision is required for such liability.

g. The Customs department has passed an order and demanded differential duty and Interest amounting to Rs. 63.61 lakhs on the ground of classification of Coal i.e. Lignite coal, whose GCV moist mineral matter free basis less than 4614Kcal/Kg for the financial year 2014-15. The Company did not accepted the above orders and filed appeal before CESTAT, Bangalore. Against the said demand, the Company has paid a sum of Rs. 11.13 Lakhs being Pre-deposit of pending demand. The Management is of the opinion that no provision is required for such liability.

h. An Execution Petition No. 240/2011 filed by Vitol against Asian Natural Resources India Ltd. (ANRIL) is pending before the Bombay High Court. During pendency of the said execution petition 54300 MT of coal was imported by Sharp Corp in the vessel named MV Vishva Ekta which was discharged at Tuticorin Port. Hemang Resources Ltd. (HRL) entered into two HSS agreement with Sharp Corp for purchase of 34300 MT coal. At the instance of Vitol, Bombay High Court vide Judges order no. 215/2014 issued precept to Tuticorin Court for attachment of entire quantity of 54300 MT coal. Tuticorin Court vide order dated 22.12.2014 passed in EA No. 159/2014 attached the coal. Later on the Tuticorin court vide order dated 10.12.2015 released 20000 MT coal owned by Sharp Corp and the remaining quantity of 34300 MT coal remained attached.

On attachment of coal of HRL, HRL approached Bombay High Court for releasing the coal on the ground that, they are not party to the Execution Petition hence the coal owned by them cannot be attached. However the court dismissed their application against which they went in appeal. The Bombay High Court vide order dated

06.09.2016 passed in Appeal No. 794/2015 held that, " on account of various factors such as common directorships, interlocking shareholding HRL is not only part of ANRIL/BIL group, but are alter-egos" hence the attachment of coal was upheld.

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

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

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

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

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

i. The Assistant Commissioner of Sales Tax, Surat has passed Assessment order along with demand notice for the financial year 2013-14 under Gujarat VAT Act, 2003 & CST Act, 2003 for Rs.1144.00 lakhs. The A.O. has charged tax on Highseas Sale, ITC. Also the Credit note disallowed and Interest calculated on Interstate sales u/s 42(6) and Penalty under section 34(12) of Gujarat Vat Act,2003. The Company has not accepted the above demand and filed a appeal before DCCT, Surat. But Appellant Authority has rejected appeal and stay application on the basis of pre-deposit condition. We have paid Rs.5 Lakhs on 15.09.18 towards pre-deposit for admission.

j. The Assistant Commissioner of Sales Tax, Chennai has sent NOTICE for the financial year 2010-11 under Tamilnadu VAT act, 2006 for Rs.0.23 lakhs.

k. The Deputy Commissioner of Sales Tax, Chandrapur has sent Demand Notice dated 24.11.17 Under section 32 of The Maharashtra Value Added Tax Act. 2002 towards VAT payable amounting to INR 0.86 Lakhs and Interest on VAT payable amounting to INR 0.63 Lakhs for the year 2013-14. Pre-deposit of INR 0.09 Lakhs has been made for the same.

l. The Deputy Commissioner of Sales Tax, Surat has sent Assessment Order dated 31.03.17 Under section 32/34/35 of Gujarat Value Added Tax Act, 2003 towards CST payable amounting to INR 1.97 Lakhs for the year 2012-13. Pre-deposit of INR 0.39 Lakhs has been made for the same. As per the order or notice dated 02.01.2019 the CST payable revised to INR 1.28 Lakhs.

m. The Commissioner of Customs appeal, Ahmedabad, has passed order and demanded differential duty and Penalty (7 Lakhs) total amounting to Rs. 52.78 lakhs on the ground of classification of Coal. The company did not accepted the above orders and filed appeal (Appeal No: 244/2014-23.02.2015) before CESTAT-Ahmedabad, Surat. Pre deposit 10% on 45.78 lakhs has been paid INR 114455 on 20.07.2015 and INR 343366 paid by SURAT branch vide Ch.No 568778/26.05.17.

n. The commissioner of Sales Tax, Nellore has sent Assessment order for FY 2014-15 dated 30.03.2019 under CST Act, 1956 for Rs.4.18 lakhs and for FY 2015-16 dated 17.12.2019 for Rs.10.31 lakhs.

2.8 Company has created Capital Redemption Reserve of Rs.57.14 Lakhs (Previous year Rs. 57.14 Lakhs)out of the retained earnings for the redemption of the 2% Cumulative Redeemable Preference Share. The allocation is in proportion of the Preference Share Capital to the redemption period. Due to loss the company has created Capital Redemption Reserve for the current year from accumulated profit of the earlier years.

2.9 The Assistant Commissioner, Commercial Tax, Vepery Assessment Circle, Chennai, TamilNadu.has sent Notice dated 04.02.19 under TN VAT ACT 2006, levied Tax of Rs.6.94 lakhs u/s 27(1) and Penalty of Rs.10.41 lakhs u/s 27(3) for the stock value of Rs.1.39 crores. Subsequent to the notice, we have filed petition (AP No.93/2019 VAT) with 25% deposit amount of Rs.1.73 lakhs towards appeal deposit fee. We have received NIL order dated 09.04.2019 passed by Appellate Deputy Commission of Commercial Tax, Chennai-Central.

2.9.1 The company has initiated legal cases under sec.9 of the Insolvency and Bankruptcy Code, 2016 against the following debtors.

Sr.No.	Name of the Parties	Outstanding Amount in Lakhs	Provision created against Outstanding Amount in Lakhs
1	M/s. Sai Balaji Sponge Iron India Pvt Ltd	186.82	93.41
2	M/s. Panyam Cements and Min.Ind.Ltd	12.36	-
3	M/s. Sri Sai Sindhu Impex Pvt ltd	14.47	-

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

Sr. No.	Name of the party	Cheque Amount-in Lakhs
1	S S P Sponge Iron Pvt Ltd	98.86
2	Sai Balaji Sponge Iron India Pvt Ltd	307.79
	Sai Balaji Sponge Iron India Pvt Ltd	25.00
	Sai Balaji Sponge Iron India Pvt Ltd	60.00
3	Basai Steels And Power Pvt. Ltd	150.00
4	Neerajaksha Iron and Steel Pvt.Ltd	34.17
	Neerajaksha Iron and Steel Pvt.Ltd	21.00
5	Panyam Cements And Min .Ind.Ltd.	30.00
6	Prem Enterprises	16.19
7	Sri Kanakadurga Agencies	11.00
8	Sri Ramanjaneya Ispat Pvt Ltd	140.00
	Sri Ramanjaneya Ispat Pvt Ltd	26.62
9	Agarwal Sponge & Energy Pvt Ltd	12.82
10	Sri Sai Sindhu Impex Pvt Ltd	4.00
11	SN Coal Agency	60.00

2.10 As per condition of lending banks, Board of Directors did not recommend the dividend of Rs.16.00 Lakhs on 8,00,000 2% Cumulative Redeemable Preference Shares of face value of Rs.100/- each, for the Financial year ended 31st March 2021.

2.11 The Company is in process of obtaining information from its suppliers/vendors and service providers and Company has written confirmation letters to parties for disclosure as required under Micro, Small and Medium Enterprises Development Act, 2006.

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

(Rs. In Lakhs)

Financial Year	Total Interstate Sales	C Form Received	C Form Pending
2013-14	868.52	716.19	152.33
2014-15	8,078.25	7,570.89	507.36
2015-16	4,053.59	3,804.42	249.17
2016-17	2,110.17	1,972.58	137.59
2017-18	57.61	57.61	-
Total	**15,168.14**	**14,121.68**	**1,046.46**

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

Sundry Debtors amounting to Rs.2415.66 Lakhs are outstanding more than 180 days. The management is of the opinion that whole amount will be recovered from parties so that the company has not created any provision on such debtor.

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

2.15 Bank of India, Financial Creditor has filed an application for initiation of Corporate Insolvency Resolution Process ("CIRP") before the National Company Law Tribunal, Chennai Bench against the company claiming a default of Rs. 24,39,60,353/- in aggregate. However, the case has been withdrawn on 09.03.2021

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

But Mr. Syed Khaja Alimuddeen, Whole Time Director of GTC Coal Private Limited agrees to settle the dues of HRL for and behalf of GTC Coal Private Limited by transfer / sell all piece and parcel of vacant land situated at

Plot No.5, SUN VIEW, Kanathur Reddy Kuppam Village, Tiruporur Taluk, Kancheepuram District measuring an extent of 1206 square feet for approximate value of Rs.40 lakhs. Mr. Syed Khaja Alimuddeen declares that he is legal and rightful owner of this unencumbered property and has all the rights to transfer the said property, documents/ deeds to Mr. Deepak Tiwary, Ex-Whole Time Director and Ex-Chief Executive Officer of Hemang Resources Ltd.

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

2.17 Bank Guarantee No. 8837IFIBG150009 dated 07.10.15 for Rs.500 lakhs was opened in favour of Stata Bank of India, Industrial Finance Branch, Bharat Nagar, Amrawati Road, Nagpur under the terms and conditions of work order no. IUFL/HRL/02 dated 29.09.2015. State Bank of India had demanded a claim against the said Bank Guarantee with their letter dated 04.11.20 to Bank of India. The said Bank Guarantee was invoked on 05.11.20 and Bank of India had debited to Hemang Resources Ltd for Rs.500 lakhs.

As per our report of even date attached
For SATHISH KUMAR & ASSOCIATES
Chartered Accountants
FRN: 017448S

Sd/-
Sathish Kumar M
Proprietor

Membership No: 240966
UDIN : 21240966AAAAEH8060

Place : Chennai
Date : 29-JUN-2021

For and on behalf of the Board
Hemang Resources Limited

Sd/-
Surinder Singh Bhatia
Director
DIN: 00038741

Sd/-
Shikha Jain
Director
DIN: 08087342

Sd/-
Komal J Thakker
Chief Executive Officer

Sd/-
Saloni Kochar
Chief Financial Officer

Place : Indore
Date : 29-JUN-2021

HEMANG RESOURCES LIMIITED

Registered Office: Flat A2 Harington Court, 99,

Harington Road, Chetpet, Chennai, TN- 600031

Corporate office - "BCC House," 8/5, Manoraman Ganj

, Navratan Bagh, Main Road, Indore -452001

Phone: 044-4590050, 0731-4200200, Email Id- cs@bhatiacoalindia.com

Website: www.bhatiacoalindia.com/BIL/index.htm