

MIDWEST GOLD LIMITED

(Formerly Nova Granites (India) Limited)

ANNUAL REPORT 2022-2023



33rd Annual Report



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. G. Bhaskara Rao	- Chairman (Independent Director)
Mr. Deepak Kukreti	- Whole Time Director
Mr. B Satyanarayana Raju	- Whole Time Director
Mr. Rao Sasikanth	- Director (Non-Executive)
Mr. A. Rajyalakshmi	- Director (Non Executive)
Mr. K. S.S. Pratap	- Additional Director (Independent) [Appointed with effect from 14/11/2022]
Mr. S. Anand Reddy	- Chief Financial Officer (CFO)
Ms. Rukhya Parveen	- Company Secretary & Compliance Officer [Appointed with effect from 04/12/2022]

AUDITORS

: Majeti & Co.
101, Ganesh Siri Sampada Apts,
6-3-347/17, Dwarakapuri Colony,
Panjagutta, Hyderabad- 500082
Phone: +91 40 23358055
E-mail: kiran@majeti.co.in

REGISTERED OFFICE

: 1st Floor, H.No.8-2-684/3/25&26,
Road No.12, Banjara Hills,
Hyderabad, Telangana- 500 034
Phone No: 040-23305194. Fax: 23305167
Web Address: www.midwestgoldltd.com
E-Mail: novagranites1990@gmail.com

FACTORY

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

INTERNAL AUDITOR

: Mr. I.VENKATESWARLU, M.Com, LL.M,
Address-7-1-40/1/308, Jamunatirth Apts.,
Daram Karan Road, Near Nature Cure
Hospital, Hyderabad, Telangana- 500 016.

SECRETARIAL AUDITOR : M/s. SHYAMGK & ASSOCIATES,
Company Secretaries,
Address- Flat No. G-3, Chaitanya Nivas,
Madhavanagar Colony, Miyapur,
Hyderabad-500049, Telangana, India.

**REGISTRAR AND
SHARE TRANSFER AGENTS** : **Bigshare Services Private Limited.,**
306, 3rd Floor, Right Wing,
Amrutha Ville, Opp: Yashoda Hospital,
Rajbhawan Road, Somajiguda,
Hyderabad – 500082.
Direct Desk: 040-23374967/40144582
Web Address: www.bigshareonline.com
Email: bsshyd1@bigshareonline.com
bsshyd@bigshareonline.com

LISTED AT : Bombay Stock Exchange Limited

ISIN : INE519N01014

CIN : L13200TG1990PLC163511

WEBSITE : www.midwestgoldltd.com

**E-MAIL FOR INVESTOR
GRIEVANCES** : novagranites1990@gmail.com



AGM NOTICE

Notice is hereby given that the Thirty Third (33rd) Annual General Meeting of the members of Midwest Gold Limited will be held on Tuesday, the 26th day of September, 2023 at 11.30 A.M. IST through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) (The venue of the meeting shall be deemed to be the registered office of the Company at 1st Floor, H.No.8-2-684/3/25 & 26, Road No.12, Banjara Hills, Hyderabad, Telangana-500034), to transact the following business(es):

AS ORDINARY BUSINESS:-

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Report of Directors and the Auditors thereon.**

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

“**RESOLVED THAT** the audited financial statement of the Company for the financial year ended 31st March 2023 and the report of Board of Directors and Auditors thereon be and are hereby considered and adopted.”

- 2. To appoint Director in the place of Mr. Baladari Satyanarayana Raju (DIN-01431440), who retires by rotation and being eligible offers himself for re-appointment.**

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

“**RESOLVED THAT** pursuant to the provisions of section 152 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder, Mr. Baladari Satyanarayana Raju (DIN-01431440), who retires by rotation at this meeting and being eligible had offered himself for re-appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

AS SPECIAL BUSINESS : -

- 3. To appoint Mr. Kothamasu Sri Surya Pratap (DIN- 09764069) as Independent Director of the Company.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Mr. Kothamasu Sri Surya Pratap bearing DIN-09764069 who was appointed as an Additional Independent Director of the Company by the Board of Directors with effect from 14th November, 2022 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting or the last date on which the Annual General Meeting for Financial Year 2022-23 should have been held, whichever is



earlier and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the company has received a notice in writing from himself signifying his intention to propose as a candidate for the office of the Director and in respect of whom the Nomination & Remuneration Committee has recommended for the appointment as Independent Director be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation for a period five years upto 13.11.2027.”

4. To enter into related party transactions with Midwest Granite Private Limited.

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

“**RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended (“Listing Obligation”) if any, approval of the members be and is hereby accorded to Board of Directors of the Company (the “Board” which expression shall also include a committee thereof) to enter into contract(s)/ arrangement(s)/ transaction(s) (including any modifications, alterations or amendments thereto) with the following related party, on such terms and conditions as the Board of Directors may deem fit, provided that the terms of said contract(s)/ arrangement(s)/ transaction(s) so carried out with the terms of the Related Party shall be in the ordinary course of business at arms’ length price on continuous basis.

S.No	Name of the Related Party	Nature of Relationship	Monetary value of transaction in crores (over & above the limits specified under section 188 read with rule 15 but not exceeding on aggregate)	Nature, material terms and particulars of arrangements/contracts
1	Midwest Granite Private Limited	Holding Company	Rs.50 Crores per Annum	Sale, purchase or supply of goods or materials including natural stone would be dependent on requirement of the Company/ Midwest Granite Pvt Ltd. in ordinary course of business at arms’ length price on continuous basis.
2	Midwest Granite Private Limited	Holding Company	Rs.5 Lacs per Annum	For taking lease of stock yard premises belong to Midwest Granite Pvt Ltd.



RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to determine the actual sums to be involved in the proposed transactions not exceeding the limits as mentioned above and the terms & conditions related thereto and all other matters arising out of or incidental to the proposed transactions and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or officer(s) of the Company and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of the said transaction and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution.”

5. To enter into related party transactions with Reliance Diamond Tools Private Limited, Sri Lanka.

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

“RESOLVED THAT pursuant to the provisions of section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended (“Listing Obligation”) if any, approval of the members be and is hereby accorded to Board of Directors of the Company (the “Board” which expression shall also include a committee thereof) to enter into contract(s)/ arrangement(s)/ transaction(s) (including any modifications, alterations or amendments thereto) with the following related party, on such terms and conditions as the Board of Directors may deem fit, provided that the terms of said contract(s)/ arrangement(s)/ transaction(s) so carried out with the terms of the Related Party shall be in the ordinary course of business at arms’ length price on continuous basis.

S.No	Name of the Related Party	Nature of Relationship	Monetary value of transaction in crores (over & above the limits specified under section 188 read with rule 15 but not exceeding on aggregate)	Nature, material terms and particulars of arrangements/contracts
1	Reliance Diamond Tools Private Limited, Sri Lanka	Fellow Subsidiary	Rs.5 Crores per Annum	Sale, purchase or supply of goods or materials including natural stone would be dependent on requirement of the Company in ordinary course of business at arms’ length price on continuous basis.



RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to determine the actual sums to be involved in the proposed transactions not exceeding the limits as mentioned above and the terms & conditions related thereto and all other matters arising out of or incidental to the proposed transactions and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or officer(s) of the Company and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of the said transaction and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution.”

*****By Order of the Board of Directors*****

For **MIDWEST GOLD LIMITED**

B. SATYANARANA RAJU

WHOLE TIME DIRECTOR

DIN : 01431440

Place: Hyderabad

Date: 14.08.2023



NOTES :

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular No.10/2022 dated 28th December, 2022 read with circular no. 02/2022 dated 05th May, 2022 and circular no. 20/2020 dated 05th May, 2020 permitted the holding of the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), without the physical presence of the Members at a common venue. In compliance with the provisions of Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. **A MEMBER ENTITLED TO ATTEND AND TO VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING PROPOSED TO BE HELD PURSUANT TO THE ABOVE STATED MCA CIRCULARS THROUGH VC / OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM AND HENCE THE ATTENDANCE SLIP AND PROXY FORM ARE NOT ATTACHED TO THIS NOTICE.**
3. Statement as required under Section 102 of the Companies Act, 2013, in respect of items of special business is annexed hereto.
4. Corporate members intending to attend e-AGM through their authorized representatives are requested to send a duly certified copy of the board resolution authorizing their representative(s) to attend and vote at the e-Annual General Meeting as mentioned in the e-voting instructions.
5. The Register of Members and the Share Transfer Books will remain closed from 20th September, 2023 to 27th September, 2023 (both days inclusive).
6. Members whose name appears in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e., 19th September, 2023 shall only be entitled to attend and vote at the AGM. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
7. Members are requested to quote their Registered Folio number on all correspondence with the Company.
8. Members are requested to send all communication relating to shares to the Company's Share Transfer Agents (Physical and Electronic) at Bigshare Services Private Limited., 306, 3rd Floor, Right Wing, Amrutha Ville, Opp: Yashoda Hospital, Rajbhawan Road, Somajiguda, Hyderabad – 500082, Telangana.
9. The information with respect to the details of the Directors seeking appointment / re-appointment in this Annual General Meeting is annexed.
10. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 05th January, 2023, Notice of the 33rd AGM along with Annual Report 2022-23 is being sent only through electronic mode to those Members, whose e-mail addresses are registered with the Company / Depository Participants as on 25th August, 2023. Members may note that the Notice and the Annual Report 2022-23 will also be available on the Company's website at www.midwestgoldltd.com and on website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of BIGSHARE Services Pvt. Ltd., i.e. <https://ivote.bigshareonline.com>. All documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013 shall be open for inspection in electronic mode by the



Members by writing an e-mail to the Company Secretary at to novagranites1990@gmail.com.

11. The Securities and Exchange Board of India ('SEBI') vide its circular dated March 16, 2023 (also read with circular dated November 03, 2021 and circular dated December 14, 2021) has made it mandatory for the shareholders holding securities in physical form to furnish PAN, KYC and Nomination details to the Registrar and Transfer Agent ('RTA') of the Company. Pursuant to the said circular, the Company has sent intimation to all the share holders having physical shares to submit the required documents before 30th May, 2023 and complied with the said Circular. Accordingly, such shareholders are requested to approach the RTA- Bigshare services to complete the same at earliest and in case of failure to provide required documents and details as per aforesaid SEBI circular, all folios of such shareholders shall be **frozen** on or after October 01, 2023 by the RTA.
12. The amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 8, 2018 has mandated that transfer of securities would be carried out in dematerialized form only from 01st April, 2019. Hence all the Members holding shares in physical form are requested to convert their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Bigshare Services Private Limited for assistance in this regard.
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Bigshare Services Pvt Ltd., the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
14. In case of joint holders attending the AGM, 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.
15. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said Form can be downloaded from the Company's website www.midwestgoldltd.com (under 'Investors' section). Members holding shares in physical form may submit the same to Bigshare Services Private Limited. Members holding shares in electronic form may submit the same to their respective depository participant.
16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.
17. The route map is not required as the AGM is proposed to conduct through Video conference/OAVM.
18. In view of the green initiatives taken by the Ministry of Corporate Affairs all the members of the Company are hereby requested to send their email IDs to novagranites1990@gmail.com or bsshyd1@bigshareonline.com or bsshyd@bigshareonline.com to send the Annual Reports and other information electronically. The notice of 33rd AGM and Annual Report 2022-2023 will be available on the Company's website www.midwestgoldltd.com The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their Depository Participants



with whom they are maintaining their demat accounts. Members holding shares in physical form shall submit their PAN and Bank Account details to the Company/Registrar pursuant to the SEBI Circular No. SEBI/HO/ MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018.

19. Voting Through Electronic (e-voting):

E-Voting System – For Remote e-voting and e-voting during AGM

1. Pursuant to the guidelines issued by the Ministry of Corporate Affairs (MCA) vide circular no. 14/2020 dated April 8, 2020, circular no.17/2020 dated April 13, 2020, circular no. 20/2020 dated May 05, 2020, circular no. 02/2021 dated 13th January, 2021, circular No. 21/2021 dated December 14, 2021, circular no.02/2022 dated May 05, 2022 and circular no.10/2022 dated 28th December, 2022 along with relevant circulars (collectively known as 'MCA Circulars') and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively "SEBI Circulars") the 33rd AGM for the year ended March 31, 2023 will 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. 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, 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 arrangement with Big Share Services Private Limited (Bigshare) 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 **Bigshare**.
3. The Members can join the AGM in VC/OAVM mode between 15 minutes before and after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circulars, the Notice calling the AGM has been uploaded on website of the Company at www.midwestgoldltd.com. The Notice can also be accessed from website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of Bigshare (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://ivote.bigshareonline.com>.
7. The AGM shall be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars.

8. In continuation of the Ministry's **General Circular No. 20/2020**, dated 05.02.2020 and General Circular No. 02/2022 dated 05.05.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the year 2023, to conduct their AGMs on or before 30th September, 2023 in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 dated 05th May, 2020.

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

- (i) The voting period begins on 23rd September, 2023 at 9.00 A.M and ends on 25th September, 2023 at 05.00 P.M. During this period, shareholders' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 December 09, 12, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Type of shareholders	Login Method
Individual shareholders holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website https://ivote.bigshareonline.com directly.</p>



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 e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.

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.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2) If the user is not registered for IDEAS e-Services, option to register is available at <https://eservices.nsd.com>. Select “Register Online for IDEAS “Portal or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>

3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.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 company name or e-Voting service provider name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual shareholders (holding securities in demat mode) login through their **Depository Participants**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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



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

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

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

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

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

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

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

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



“**PROFILE**” option on investor portal.

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

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

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

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

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

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

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

Investor Mapping:

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

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

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

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

Investor vote File Upload:

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



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

Helpdesk for queries regarding e-voting:

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

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

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

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

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

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

Helpdesk for queries regarding virtual meeting:

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



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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVENT of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at agmparticipant@bigshareonline.com or novagranites1990@gmail.com mentioning the Company name and meeting date in subject line. On receipt of request from shareholder, company's RTA shall share a link with shareholder for joining the meeting 48 hours before the date of meeting. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at novagranites1990@gmail.com. These queries will be replied by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
11. The Board of directors of the company at their meeting held on 14th August , 2023, has appointed M/s. Prathap Satla & Associates, Company Secretaries (Peer Review No.2188/2022), Hyderabad, having their office situated at H. No. 6-3-1238/15/1, Flat No. 301, 3rd Floor, Elite Heights, Somajiguda, Hyderabad-500082, who in the opinion of the Board is a duly qualified person, as a Scrutinizer to collate the electronic



voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting shall be final.

12. The voting rights for the shares are one vote per equity share, registered in the name of the shareholders / beneficial owners as on cut-off date of 19th September, 2023.
13. Members holding shares either in physical form or dematerialized form may cast their vote electronically. Members, who do not cast their vote electronically, may only cast their vote at the e-Annual General Meeting.
14. The scrutinizer will after the conclusion of e-voting at the meeting, scrutinize the votes cast at the meeting and votes cast through remote e-voting, make a consolidated scrutinizer report and submit the same to the Chairman or any other person authorised by the Chairman. The result of e-voting will be declared within two working days of the conclusion of the meeting and the same along with the consolidated scrutinizer report will be placed on the website of the Company www.midwestgoldltd.com and website of BIGSHARE Services Pvt. Ltd., i.e. <https://ivote.bigshareonline.com>.

Explanatory Statement

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

ITEM NO. 3: Ordinary Resolution

It is to inform the members that Mr. Kothamasu Sri Surya Pratap (DIN: 09764069) was appointed as an Additional Independent Director of the Company by the Board of Directors in their meeting held on 14th November, 2022 on recommendation of Nomination and Remuneration Committee of the Company. As per section 161 of the Companies Act, 2013 ("The Act") and rules made thereunder Mr. Kothamasu Sri Surya Pratap holds office upto the date of conclusion of ensuing Annual General Meeting of the Company, which is being held on 26th September, 2023.

It is to further inform that the company has received notice from himself proposing his candidature to be appointed as an Independent Director of the Company at the ensuing Annual General Meeting, not liable to retire by rotation. He further consented for the proposed appointment and declared qualified. He has registered with Independent Directors Data Bank of IICA and has qualified the Online Proficiency Self Assessment Test for Independent Directors. He has completed his graduation in B.Com with specialization in computers, pursued L.L.B., completed intermediate level of Company Secretary Course and has over 10 years of experience and knowledge in Corporate Laws/ secretarial works/ financial matters.

On recommendation of nomination and remuneration committee, the board hereby request members to consider the above details and approve his appointment by passing an ordinary resolution.

Excluding Mr. Kothamasu Sri Surya Pratap, none of the Directors, Key Managerial Personnel of Company or their relatives is interested or concerned in the proposed resolution.

ITEM NO. 4: Ordinary Resolution

The Company is engaged in the business of Trading, processing of Natural Stone from Raw blocks purchased from the Market. Midwest Granite Pvt. Ltd., Holding Company of the Company is engaged in the quarrying of Natural Stone and is able to supply the raw blocks as and when required by the Company. Pursuant to section



188 of the Companies Act, 2013 read with rule 15(3) of Companies Meetings of Board and its Powers) Rules, 2014, if the value of any contract or arrangement with respect to clauses (a) to (g) of Sub-Section (1) of Section 188, exceed the limits specified therein, prior approval of the company by an ordinary resolution is required.

Accordingly, considering the present business scenario of the Company, the Audit Committee and the Board of Directors in their respective meetings held on 14th Day of August, 2023 recommended to place the related party transaction(s) details as mentioned below before the members and seek their approval by way of an Ordinary Resolution under Section 188 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 to enable the Company to enter into the subject related party transactions.

S. No.	Description	Details
(a)	Name of the related party	Midwest Granite Private Limited
(b)	Name of the Director or Key Managerial Personnel who is related, if any.	Wife and mother-in-law of Mr. Deepak Kukreti, Whole Time Director of the Company are Directors in related party.
(c)	Nature of relationship	Holding Company
(d)	Nature, material terms, monetary value and particulars of the contract or arrangements.	Sale, purchase or supply of goods or materials including natural stone would be dependent on requirement of the Company/ Midwest Granite Pvt Ltd. in ordinary course of business at arms' length price on continuous basis.
(e)	Any other information relevant or important for the members to take decision on the proposed resolution.	Nil

The proposal mentioned above is in the interest of the Company and the Board recommends the resolution set out in the Item no. 4 of the accompanying notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company is concerned or interested in the proposed resolution except Mr. Deepak Kukreti as relative of two Directors of the related party. Further, Midwest Granite Pvt. Ltd., the holding company as one of promoters of the Company has interest in the above proposed resolution to the extent of its share holding.

ITEM NO. 5: Ordinary Resolution

The Company is engaged in the business of Trading, processing of Natural Stone from Raw blocks purchased from the Market. Reliance Diamond Tools Private Limited, Sri Lanka, Fellow Subsidiary Company of the Company is engaged in the manufacturing of Diamond Tools and trading of natural stone is able to supply the raw blocks as and when required by the Company. Pursuant to section 188 of the Companies Act, 2013 read with rule 15(3) of Companies Meetings of Board and its Powers) Rules, 2014, if the value of any contract or arrangement with respect to clauses (a) to (g) of Sub-Section (1) of Section 188, exceed the limits specified therein, prior approval of the company by an ordinary resolution is required.

Accordingly, considering the present business scenario of the Company, the Audit Committee and the Board of Directors in their respective meetings held on 14th Day of August, 2023 recommended to place the related party transaction(s) details as mentioned below before the members and seek their approval by way of an Ordinary Resolution under Section 188 of the Companies Act, 2013 read with the Companies



(Meeting of Board and its Powers) Rules, 2014 to enable the Company to enter into the subject related party transactions.

S. No.	Description	Details
(a)	Name of the related party	Reliance Diamond Tools Private Limited, Sri Lanka,(Foreign Company)
(b)	Name of the Director or Key Managerial Personnel who is related, if any.	Mr. Deepak Kukreti, Whole Time Director of the Company is also Director in the said Foreign Company.
(c)	Nature of relationship	Fellow Subsidiary Company
(d)	Nature, material terms, monetary value and particulars of the contract or arrangements.	Sale, purchase or supply of goods or materials including natural stone would be dependent on requirement of the Company/ Reliance Diamond Tools Private Limited in ordinary course of business at arms' length price on continuous basis.
(e)	Any other information relevant or important for the members to take decision on the proposed resolution.	Nil

The proposal mentioned above is in the interest of the Company and the Board recommends the resolution set out in the Item no. 5 of the accompanying notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company is concerned or interested in the proposed resolution except Mr. Deepak Kukreti as relative of two Directors of the related party. Further, Midwest Granite Pvt. Ltd., the holding company as one of promoters of the Company has interest in the above proposed resolution to the extent of its share holding.

ADDITIONAL INFORMATION

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

Particulars

(1) Mr. SATYANARAYANA RAJU BALADARI (Whole Time Director)- Retire by rotation	
Date of appointment/ re-appointment (retirement by rotation/ re-appointment)	28.09.2018/ 14.11.2017 /02.09.2022/ 28.09.2022
Qualifications	Graduate in Commerce.
Date of Birth	10/08/1975
Expertise in specific functional Areas	Over 16 years of knowledge and experience in accounting, finance and running of granite/ marble processing units.
Directorships in other Companies (As on 31st March, 2023)	1. S.C.R. AGRO TECH PRIVATE LIMITED 2. SOUTH COAST INFRASTRUCTURE DEVELOPMENTCOMPANY OF ANDHRA PRADESH LIMITED 3. AMAYA SMART TECHNOLOGIES PRIVATE LIMITED
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholder's Relationship Committee.)	Nil
Number of shares held in the Company	Nil
Relationship with Directors, Manager and KMP inter-se	Nil
Number of Board Meetings attended during F.Y. 2022-23	7/8
(2) Mr. KOTHAMASU SRI SURYA PRATAP - Proposed Independent Director	
Date of first appointment	14.11.2022
Qualifications	Holder of Bachelor's Degree in Commerce and Bachelor's Degree in Law. Completed intermediate level of Company Secretary Course. He has also cleared the online Proficiency Self Assessment Test for Independent Directors conducted by IICA.
Date of Birth	22-09-1985
Expertise in specific functional Areas	Over 10 years of experience and knowledge in Corporate Laws/ secretarial works/financial matters.
Directorships in other Companies (As on 31st March, 2023)	Nil



Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholder's Relationship Committee.)	Nil
Number of shares held in the company	Nil
Relationship with Directors, Manager and KMP inter-se	Nil
Number of Board Meetings attended during F.Y. 2022-23	3/3

*****By order of the Board of Directors*****

For **MIDWEST GOLD LIMITED**

B. SATYANARANA RAJU

WHOLE TIME DIRECTOR

DIN : 01431440

Date: 14.08.2023

Place: Hyderabad

DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the **THIRTY THIRD ANNUAL REPORT** together with the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023.

1. FINANCIAL HIGHLIGHTS:

The performance of the Company for the Financial Year ended 31st March, 2023, is summarized below.

(Amount in Lakhs)

PARTICULARS	2022-2023	2021-2022
Gross Revenue	176.69	25.00
Total Expenditure	807.51	226.08
Profit/(Loss) before tax (PBT)	(630.82)	(201.08)
Less: Tax Expenses	329.82	(39.15)
Profit/(Loss) after tax	(960.64)	(161.93)
Total other comprehensive Income/Loss	0	0
Total comprehensive Income/Loss	(960.64)	(161.93)
EPS	(29.38)	(4.95)

2. STATEMENT OF COMPANY AFFAIRS:

Your Company has achieved a Turnover of Rs. 175.03 Lakhs excluding other income of Rs. 1.66 Lakhs when compared to Rs. 12.35 Lakhs excluding other income of Rs. 12.65 Lakhs during previous year. The operations of the Company resulted in loss of Rs. 960.64 Lakhs when compared to loss of Rs. 161.93 Lakhs during previous year.

3. FUTURE OUTLOOK:

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

4. DIVIDEND:

Considering the operating loss in current year and accumulated losses, your Directors had decided not to recommend any dividend for the year 2022-2023.

5. DEPOSITS:

The Company has not accepted any deposits during the year.

6. TRANSFER TO RESERVES:

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

7. CHANGE IN THE NATURE OF BUSINESS:

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

8. ACCOUNTING TREATMENT:

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

9. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR:

The Company has conducted Eight (8) Board Meetings, Six (6) Audit Committee, Three (3) Nomination and Remuneration Committee Meetings, Three (3) Stakeholders Relationship Committee Meetings and Two (2) Independent Directors Meetings during the financial year 2022-23 and all such meetings were held in compliance with the provisions of Companies Act, 2013 and Secretarial Standards as applicable. During the year, the Company has re-constituted Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee due to change in constitution of Directors and composition of each committee has been detailed in Corporate Governance Report.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL INFORMATION:

Appointment of Mr. G. Sai Prashanth as Company Secretary and Compliance Officer of the Company w.e.f. 21.06.2021 and Resignation w.e.f. 03.12.2022.

Mr. G. Sai Prashanth was appointed by the board in their meeting held on 21.06.2021 as a Company Secretary and Compliance Officer of the Company.

However, he has resigned from the said position with effect from 03.12.2022.

Appointment of Ms. Rukhya Parveen as Company Secretary and Compliance Officer of the Company w.e.f. 04.12.2022.

Ms. Rukhya Parveen was appointed by the board in their meeting held on 03.12.2022 w.e.f 04.12.2022 as a Company Secretary and Compliance Officer of the Company. Further she has submitted her resignation vide her letter dated 26.07.2023 and your Board of Directors have accepted her resignation w.e.f closing hours of 25.08.2023.

Appointment of Mr. Bhaskara Rao Gadipudi as an Independent Director Company.

Mr. Bhaskara Rao Gadipudi, whose tenure as an Additional Director expired on the AGM dated 28.09.2022 was appointed by the members to hold office as an Independent Director of the Company for a period of five years i.e., up to 11.02.2027. He was appointed as Chairman of the Company by the Board of Directors in their meeting held on 14.11.2022

Appointment of Mr. Kothamasu Sri Surya Pratap as an Additional Independent Director Company w.e.f. 14.11.2022.

Mr. Kothamasu Sri Surya Pratap was appointed as Additional Independent Director of the Company w.e.f. 14.11.2022 by the board and his appointment shall be regularized subject to approval of members in the ensuing Annual General Meeting.



Reappointment of Retiring Director.

In accordance with the provisions of Companies Act, 2013, Mr. Baladari Satyanarayana Raju, Director of the Company is retiring at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. Your directors have recommended for his reappointment.

Board Opinion on Integrity and Expertise and Experience on Independent Directors:

In terms of section 149 of the Companies Act, 2013, Mr. Kothamasu Sri Surya Pratap and Mr. Bhaskara Rao Gadipudi are Independent Directors of the Company as on 31.03.2023. Based upon the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under section 149(6) of the Act and that they are independent of the management.

In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. Further, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs and both Independent Directors were qualified in the Online Proficiency Self Assessment Test conducted by IICA.

11. DISCLOSURE UNDER SECTION 164(2) OF THE COMPANIES ACT, 2013:

The Company has received the disclosures in Form DIR-8 from its Directors being appointed or re-appointed and has noted that none of the Directors are disqualified under Section 164(2) of the Companies Act, 2013, read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

12. SUBSIDIARY COMPANIES:

The Company does not have subsidiary Companies as on 31st March, 2023. There are no Associate Companies within the meaning of Section 2(6) of the Companies Act, 2013. Therefore, the question of material change of the business of subsidiaries/ associates does not arise.

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

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

However, during the financial year the Regional Director, South East Region, Hyderabad has approved the shifting of Registered Office of the Company from Bangalore, Karnataka to Hyderabad, Telangana vide order dated 26.04.2022 and accordingly the Registered Office was shifted to Hyderabad.

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

In pursuant to the provisions of the Section 134 (3)(n) of The Companies Act 2013, the Company has formulated risk management policy to mitigate and manage the risk including identification therein of elements of risk, if any, which in the opinion of Board may threaten the existence of the company.

The policy on Risk Management is available on website of the Company at <https://www.midwestgoldltd.com/policies.html>.

15. BOARD DIVERSITY:

The Policy on Board diversity of the Company devised by the Nomination and Remuneration Committee to the extent applicable as per the provisions of the Companies Act, 2013 read with relevant Rules applicable if any and approved by the Board is available on the website of the Company at <https://www.midwestgoldltd.com/policies.html>.

16. CORPORATE SOCIAL RESPONSIBILITY:

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

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

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

The Company has not given any Loans, or made Investments made under Section 186 of the Companies Act, 2013 to other Bodies Corporate or persons as referred thereto during the financial year. However the Company has given guarantee/ security in favor of HDFC Bank Ltd on behalf of Midwest Granite Pvt. Ltd, Holding Company of the Company for an additional credit facility amount of Rs. 12.50 Crores during the financial year and the outstanding liability towards the said guarantee/ security stood at Rs. 35.57 Crores as on 31.03.2023, which is well within the limits of prior approval of the Shareholders.

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

The transactions entered with related parties during the year were on arms length basis and in the ordinary course of business and with approval of members wherever required in accordance with provisions of Section 188 of the Companies Act, 2013. Further, there are no material related party transactions as applicable under the SEBI (LODR), Regulations, 2015 during the year with Directors or Key Managerial Personnel. The disclosure as per section 134(3)(h) & Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is enclosed herewith as **Annexure-I**.

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

The Board has framed a Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under section 178 (3) of the Companies Act, 2013 based on the recommendation of Nomination and Remuneration Committee and same has been placed on website of the Company at <https://www.midwestgoldltd.com/policies.html> with name Nomination and Remuneration Policy.

20. DECLARATION OF INDEPENDENT DIRECTORS:

Pursuant to section 134 (3) (d) of the Companies Act, 2013, a statement shall be made on declaration given by Independent Directors under sec 149 (6) of the Companies Act, 2013 in the Board report. The Board has received declarations from the Independent Directors, as required under Sec 149 (7) of the Companies Act, 2013 stating the fulfillment of criteria mentioned in the sub section (6) of Sec 149 of the Companies Act, 2013 and the rules made thereunder.

21. EVALUATION OF THE BOARD'S PERFORMANCE:

In compliance with the requirements of Section 134(3) (p) of the Companies Act, 2013 and the applicable Regulations of SEBI (LODR) Regulations, 2015, the performance of the Board was carried out during the year. The Board was evaluated for its performance based on the following factors:

- i. Attendance of Board Meetings and Committees;
- ii. Contribution made to the Board discussions and future planning;
- iii. Level of commitment to the stakeholders' interest;
- iv. Initiatives towards the growth of the business and profitability;
- v. Providing outlook, view points and feedback taking the Company ahead beyond expectations.

The evaluation involves Self-Evaluation by the Board Member and thereafter in the following manner:

- a) Individual Directors - The performance of the individual Directors' is evaluated by the Nomination and Remuneration Committee.
- b) Board and Committees - The Board evaluated its own performance and also of the Committees taking into consideration the above mentioned factors. A member of the Board did not participate in the discussion of his / her evaluation.

22. SECRETARIAL STANDARDS :

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

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

24. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

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

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

25. STATUTORY AUDITORS:

M/s. Majeti & Co., Chartered Accountants, Hyderabad, (Firm Registration Number: 15975S) were appointed as Statutory Auditors of the Company by the members in their Annual General Meeting held on 28th September, 2022 to hold office for a period of five years till conclusion 37th Annual General Meeting.

26. AUDIT REPORT AND OBSERVATIONS, IF ANY:

The notes to accounts referred to in the Auditors Report are self explanatory and therefore do not call for any further comments. The auditors have reported no observations or qualifications in their report for the financial year 2022-23.

27. INTERNAL AUDITOR:

Your Company continuously invests in strengthening its internal control process and appointed Mr. I. Venkateswarlu, M.Com, LL.M, who is having vast knowledge and over 40 years experience in the field of accounts, finance, Law, costing, etc., as Internal Auditor of the Company.

28. SECRETARIAL AUDIT:

In accordance with the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has got the Secretarial Audit conducted by Peer Reviewed Secretarial Firm of Company Secretaries.

The Secretarial Audit Report issued by M/s. SHYAMGK & ASSOCIATES, Company Secretaries, Hyderabad in Form MR-3, in respect of the secretarial audit of the Company for the financial year ended 31st March 2023, is annexed herewith as **Annexure III**.

29. COST AUDIT :

The Company is not required to maintain cost records as per section 148 of Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014 as the turnover of the Company for the financial year 2021-2022 is below Rs. 35 Crores.

30. EXPLANATION ON QUALIFICATION(S) MADE BY AUDITORS:

There are no qualifications to be addressed in the internal, statutory and secretarial audit reports of the Company for the financial year ended 31st March, 2023.

31. ANNUAL RETURN:

Pursuant to section 92(3) read with section 134(3) of the Companies Act, 2013, the Annual Return as on 31st March, 2023 is being placed on website of the Company www.midwestgoldltd.com and can be accessed through web link https://www.midwestgoldltd.com/pdf/MGT_7_FY_2022-23.pdf

32. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

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

33. CORPORATE GOVERNANCE:

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

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

34. RATIO OF REMUNERATION OF EACH DIRECTOR TO EMPLOYEE:

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

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2022-23 and ratio of the remuneration of each Director to the median remuneration of employees of the Company for the financial year 2022-23, are as under:

S. No.	Name of Director/ KMP and designation	Remuneration of Director/ KMP for the financial year 2022-23 (In Rs.)	% increase in remuneration during the financial year 2022-23	Ratio of remuneration of each director to median remuneration of employees
1.	Mr. B.S. Raju, Whole Time Director	Nil	Nil	Nil
2.	Mr. Deepak Kukreti, Whole Time Director	Nil	Nil	Nil
3.	Mr. Bhaskara Rao Gadipudi, Independent Director	Nil	Nil	Nil
4.	Mr. Kothamasu Sri Surya Pratap, Additional Independent Director	Nil	Nil	Nil
5.	Mrs. Rajyalakshmi Ankireddy, Director	Nil	Nil	Nil
6.	Mr. Rao Sasikanth, Director	Nil	Nil	Nil
7.	Mr. G. Sai Prashanth, Company Secretary	5,20,475	10%	Nil
8.	Ms. Rukhya Parveen, Company Secretary	2,49,682	Nil	Nil
9.	Mr. S. Anand Reddy, Chief Financial Officer	8,22,230	6%	Nil

- (ii) In the financial year, there was no increase in the median monthly remuneration of employees.
- (iii) There were Nine (9) permanent employees on rolls of the Company as on 31st March, 2023.
- (iv) Average percentage increase made in salaries of employees other than the managerial personnel in the last financial year 2022-23 is 6% whereas increase in managerial remuneration for the same financial year was 8% and it is hereby affirmed that the remuneration paid is as per the remuneration policy for Directors, Key Managerial Personnel and other Employees.

35. VIGIL MECHANISM / WHISTLE BLOWER POLICY

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

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

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to the extent applicable.

During the Financial Year ended 31st March, 2023, the Company has not received any Complaints pertaining to Sexual Harassment.

37. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

The Company has neither made any application nor have any application is pending under the Insolvency and Bankruptcy Code, 2016 during the year and the Company is active as on 31.03.2023.

38. GENERAL:

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

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



39. OTHER POLICIES UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

The Company has also formulated and adopted the following policies as required under Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- Policy for consideration and approval of related party transactions
- Code for independent Directors
- Key Managerial Personnel for determination of materiality
- Archival Policy
- Determination of Materiality of Events
- Preservation of Documents Policy
- Insider Trading Prohibition code
- Code of practices for fair disclosure of unpublished price sensitive information.

All policies are available on our website at <https://www.midwestgoldltd.com/policies.html>

40. LISTING:

Your Company's shares are presently listed on Bombay Stock Exchange. The company is regular in payment of listing fee to BSE.

41. DIRECTORS' RESPONSIBILITY STATEMENT:

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

- i. In the preparation of the Annual financial statements for the financial year ended 31st March, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that financial year;
- iii. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The Directors had prepared the Annual accounts on a going concern basis;
- v. The directors, has laid down internal financial control to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- vi. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

42. ACKNOWLEDGEMENTS:

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



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

Deepak Kukreti
Whole Time Director
(DIN: 03146700)

Baladari Satyanarayana Raju
Whole Time Director
(DIN: 01431440)

Place: Hyderabad

Date: 14.08.2023

ANNEXURE-I
Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis:

The Company has not entered into any contract or arrangement or transactions with its related parties which are not at arm's length during the financial year 2022-2023.

2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms/ justification of the contracts or arrangements or transactions, including value, if any	The Value of the Contract / arrangement / transaction (In Rs)	Amount paid as Advance (In Rs)/ Received
Midwest Granite Pvt. Ltd, Holding Company	Rental arrangement	1 year and to be continued on need basis	Rs. 10,000/- per month on based on normal terms and conditions in the ordinary course of business at arms length price.	Rs. 2,40,000/- (Transaction value during the year is Rs. 1,20,000/-)	NIL
Midwest Granite Pvt. Ltd, Holding Company	Purchase of Goods	On need/ continous Basis	Sale, purchase or supply of goods or materials including natural stone would be dependent on requirement of the Company/ Midwest Granite Pvt Ltd. in ordinary course of business at arms' length price on continuous basis.	Rs. 50 crores per annum (Transaction value during the year is Rs. 13.16 Lakhs)	NIL
Midwest Granite Pvt. Ltd, Holding Company	Sale of Goods	On need / continous Basis	Sale, purchase or supply of goods or materials including natural stone would be dependent on requirement of the Company/ Midwest Granite Pvt Ltd. in ordinary course of business at arms' length price on continuous basis.	Rs. 50 crores per annum (Transaction value during the year is Rs. 8.57 Lakhs)	NIL



Reliance Diamond Tools Private Limited, Sri Lanka Fellow Subsidiary	Supply of Goods and Services	On need / continous Basis	Sale, purchase or supply of goods or materials including natural stone would be dependent on requirement of the Company in ordinary course of business at arms' length price on continuous basis.	Rs. 5 crores per annum	155.54 lakhs (Amount paid as an advance for supply of raw blocks)
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3. Date(s) of approval by the Board: The Audit committee and the Board of Directors have approved in their meetings held on 13.08.2022 the related party transactions to be made at arm's length price and in the ordinary course of business and further the Audit Committee had reviewed the said related party transactions in its meeting held on 14.02.2023. The members have approved the transactions of sale and purchases and lease of stock yard between the Company and its holding Company in their meeting held on 17.09.2021 / 28.09.2022 on need and continuous basis in the Ordinary course of business at arms length price. Further the transaction between the Company and its Fellow Subsidiary was approved by the Audit Committee in their meeting held on 02.09.2022 and by the Board of Directors in their meeting held on 02.09.2022 as the said transaction has been entered in the ordinary course of business at arm's length price on need and continuous basis.

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

Deepak Kukreti
Whole Time Director
(DIN: 03146700)

Baladari Satyanarayana Raju
Whole Time Director
(DIN: 01431440)

Place: Hyderabad
Date: 14.08.2023

ANNEXURE – II

FORM -A

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

A. CONSERVATION OF ENERGY:

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

B. TECHNOLOGY ABSORPTION:

FORM B

(Disclosure of particulars with respect to technology Absorption)

i) Research and Development (R & D):

Specific areas in which R & D carried out by the Company : NIL

Benefits derived as a result of the above : NIL

Future plan of action : NIL

Expenditure on R & D : NIL

ii) Technology absorption, adaptation and innovation : NIL

C. FOREIGN EXCHANGE EARNINGS AND OUT GO:

Foreign Exchange earnings and outgo:

(On accrual basis)

(Rs. in Lacs)

Particulars	2022-2023	2021-2022
Foreign Exchange Earnings	NIL	NIL
Foreign Exchange outgo	NIL	NIL

//BY ORDER OF THE BOARD//

For MIDWEST GOLD LIMITED

Deepak Kukreti
Whole Time Director
(DIN: 03146700)

Baladari Satyanarayana Raju
Whole Time Director
(DIN: 01431440)

Place: Hyderabad

Date: 14.08.2023

ANNEXURE - III

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

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

To,
The Members,
Midwest Gold Limited,
Hyderabad

We have conducted the secretarial audit on the compliance of applicable statutory provisions and the adherence to good corporate practices by Midwest Gold Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon. Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit and as per the explanations given to me and the representations made by the Management, we hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by Midwest Gold Limited for the financial year ended on 31st March, 2023 according to the applicable provisions of:

- i. The Companies Act, 2013 ('the Act') and the rules made there under, as applicable;
- ii. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and amendments thereto:
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 & 2015;
 - c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
- v. Other laws applicable to the Company as per the representations made by the Management.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India, with respect to Board and General Meetings,

ii. The Listing Agreement entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as the shares were listed in Bombay Stock Exchange.

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

We further report that:

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

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors to the extent applicable provisions of the Companies Act, 2013 read with relevant Rules made there under. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notices including shorter notices were given to all Directors and consents were obtained as and when required in accordance with schedule of Board Meetings. Agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Decisions at the Board Meetings as represented by the management were taken unanimously. We further report that as per the explanations given to me and the representations made by the Management and relied upon by me there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For M/s. SHYAMGK & ASSOCIATES

Company Secretaries

G. Shyam Krishna (PR No. 2490/2022)

Proprietor

UDIN: F012805E000814452

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

Place: Hyderabad

Date: 14.08.2023



'Annexure - A'

To,
The Members,
Midwest Gold Limited,
Hyderabad.

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

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

For M/s. SHYAMGK & ASSOCIATES

Company Secretaries

(PR No. 2490/2022)

G. Shyam Krishna

Proprietor

UDIN:F012805E000814452

Place: Hyderabad

Date: 14.08.2023

ANNEXURE-IV
MANAGEMENT DISCUSSION & ANALYSIS

OVERVIEW:

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

INDUSTRY REVIEW

Recent global trends indicate that there is a rising demand relative to supply and increasing cost of mining leading to an increase in commodity prices. Replenishment of mineral reserves has become stiff due to declining ore grades and additional challenges such as inadequate infrastructure and human capital, which are critical to support the growth of sector. The Governments worldwide are adopting progressive policy measures to boost mining and mineral exploration in their countries. The Indian Government has also initiated several measures under Ministry of Mines through Mines and Minerals (Development and Regulation) Act, 1957 and amendments thereon.

RISKS AND CONCERNS:

The Company is planning to acquire prospecting licenses of natural stones, gold and other minerals which are highly speculative in nature and subject to several approvals and operational risks. These risks include exploration and mining risks, delays in approvals to undertake exploration activities, delays in grant of appropriate mineral concession licenses, actual resources differing from estimates, operational delays and the availability of equipment, personnel and infrastructure.

The Company is also dependent on key personnel and subject to actions of third parties, including the staff, other contractors and suppliers.

The Company's operations are also subject to government laws and regulations, particularly environmental and land acquisition regulations.

The Company's future revenues from product sales will be affected by changes in the market price of gold and other natural stones which shall be subject to numerous factors which are beyond its control. These include international supply and demand, the level of consumer product demand, international economic trends, currency exchange rate fluctuations, the level of interest rates, rate of inflation, global or regional political events and international events as well as a range of other market forces.

In the absence of cash flow from operations, the Company may have to rely on capital markets / private equity investment to fund its operations. The Company's ability to raise further funds will depend on the success of existing operations.

All the above factors notwithstanding, your Company and its Directors believe that they have adequate experience and access to expertise and capital sources

that will enable the Company to successfully develop, launch and execute its projects successfully.

OUT LOOK AND OPPORTUNITIES:

The Company's business prospects are closely linked to the economic environment prevailing locally and globally. Given the challenging market environment and stiff competition, it is difficult to make an optimistic prediction for business prospect in the coming year.

Despite all these shortcomings, the mineral exploration and mining sector holds substantial potential to contribute to the growth of economy and create value for all stakeholders, including the Central Government, State Government (s) and the community at large.

In view of market opportunities, Midwest Gold Limited is in the process of applying for mining leases and implement the licenses of the mines if the government of India allot the licenses in its favor with state of art technology; a large pool of well trained geologists, geophysicists and mining engineers to generate a mineral-based economic development of enormous scale and value.

Apart from above, the company is doing trading of imported marble, processing of granite blocks purchase from the local quarries to generate revenues to meet its day to day fund requirements. The company is trying to capture the domestic as well as international granite and marble markets to enhance its opportunities thereby achieve its objects.

RISK MANAGEMENT:

The Company has mechanism to combat risk of exposure to Business, Assets and Financial Risks in the form of competition, accidents, natural calamities, obsolescence, and fluctuations in foreign currency etc. The management of your company is on constant vigil to combat any eventuality that may pose threat to the company's business.

INTERNAL CONROL SYSTEMS AND THEIR ADEQUACY:

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

FINANCIAL PERFORMANCE & OUTLOOK:

Your Company has achieved a Turnover of Rs. 175.03 Lakhs excluding other income of Rs. 1.66 Lakhs when compared to Rs. 12.35 Lakhs excluding other income of Rs. 12.65 Lakhs during previous year. The operations of the Company resulted in loss of Rs. 960.64 Lakhs when compared to loss of Rs. 161.93 Lakhs during previous year.

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



Financial Ratios	2022-23	2021-2022	Change (%)	Reasons for Change
Debtors Turnover	0.81	0.03	29.22	Change on account of increase in revenue.
Inventory Turnover	1.00	0.07	12.33	Turnover increased during F.Y. 2022-23
Interest Coverage Ratio	(5.26)	(2.23)	135.97	Increase on account of availing borrowed funds .
Current Ratio	0.19	0.33	(0.42)	Change on account of increase in current borrowings during the F.Y. 2022-2023
Debt Equity Ratio	(1.21)	(1.97)	(0.39)	Increase in Total Equity due to loss incurred during the F.Y. 2022-2023
Operating Profit Margin	(530.11)	(138.84)	281.81	Change on account of increase in losses.
Net Profit Margin	(5.49)	(13.11)	7.62	Change on account of increase in losses.
Return on Networth	0.46	0.14	0.32	Cumulative loss in Reserves and Surplus increased during the financial year 2022-2023.

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

PERSONNEL:

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

CAUTIONARY STATEMENT:

Certain statements made in the management discussion and analysis report relating to the Company's objectives, projections, outlook, expectations, estimates and others may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such expectations whether expressed or implied. Several factors could make significant difference to the Company's operations. These shall include climatic, geographical, political and economic conditions affecting demand and supply, government regulations and taxation, natural calamities over which the Company does not have any direct control.

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

Deepak Kukreti
Whole Time Director
(DIN: 03146700)

Baladari Satyanarayana Raju
Whole Time Director
(DIN: 01431440)

Place: Hyderabad
Date: 14.08.2023

ANNEXURE-V
REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

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

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

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

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

2. BOARD OF DIRECTORS

As on 31st March, 2023, the Company has 6 Directors, of which two are Executive Directors, two are independent non-executive directors and two non-executive Directors out of which one woman director are serving on the Board. The composition of the Board is in conformity with Section 149 of the Companies Act, 2013 ("the Act") and rules made there under.

None of the Directors on Board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2023 have been made by the Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

During the Financial year ended 31st March, 2023, Board of Directors met 8 (Eight) times as mentioned below and gap between two Board meetings did not exceed 120 days:

16.04.2022	30.05.2022	13.08.2022	02.09.2022
14.11.2022	03.12.2022	14.02.2023	14.03.2023

The attendance at the Board Meetings conducted during the 12 months period ended 31st March, 2023 and at the Annual General Meeting as also the number of Directorships and committee memberships (other than Midwest Gold Limited) are given below:

Name of Director	Category	Designation	No. of Board Meetings Attended	Attendance at previous AGM	No. of Directorships held in other companies		No. of other Board/ Committee he/ She is a Member/ Chairman	
					Public	Private	Public	Private
K. Deepak	Executive	Whole Time Director	7	No	0	6	--	--
B S Raju*	Executive	Whole Time Director	7	Yes	1	2	--	--
G. Bhaskara Rao**	Non-Executive Independent	Chairman/ Director	8	Yes	--	1	--	--
Kothamasu Sri Surya Pratap ***	Non- Executive Independent	Additional Director	3	NA	--	--	--	--
Rao Sasikanth	Non-Executive	Director	7	Yes	--	--	--	--
A. Rajya lakshmi	Non- Executive	Director Women	8	NA	--	--	--	--

* Mr. B.S. Raju was appointed on 32nd AGM as Whole Time Director, liable to retire by rotation.

** Mr. G. Bhaskara Rao was appointed as an Independent Director on 32nd AGM for a period of five years w.e.f. 12.02.2022 and further, appointed as Chairman of the Company w.e.f. 14.11.2022.

*** Mr. Kothamasu Sri Surya Pratap was as an additional Independent director w.e.f. 14.11.2022 and is subject to regularization on approval of members in ensuing AGM.

3. AUDIT COMMITTEE

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

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

- i. The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Act.
- ii. The terms of reference of the audit committee are broadly as under:
 - Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
 - Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
 - Approval of payment to statutory auditors for any other services rendered by the statutory Auditors;
 - Review with management, the annual financial statements and auditors' report thereon before submission to the board for approval.
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Act.
 - Changes, if any, in accounting policies and practices and reasons for the same. Major accounting entries involving estimates based on the exercise of judgment by management.



- Significant adjustments made in the financial statements arising out of audit findings.
 - Compliance with listing and other legal requirements relating to financial statements.
 - Disclosure of any related party transactions.
 - Qualifications in the draft audit report.
 - Review with management, the quarterly financial statements before submission to the board for approval;
 - Review with management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 - Review and monitor the auditors' independence and performance, and effectiveness of audit process;
 - Approval or any subsequent modification of transactions of the Company with related parties; Scrutiny of inter-corporate loans and investments;
 - Examination of the financial statement and the auditors' report thereon;
 - Valuation of undertakings or assets of the company, wherever it is necessary;
 - Evaluation of internal financial controls and risk management systems;
 - Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed;
 - The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
 - The audit committee shall review the information required as per SEBI Listing Regulations.
- iii. The audit committee invites such of the executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings. The Company Secretary acts as the Secretary to the Audit Committee.
- iv. In terms of the Insider Trading Code adopted by the Company in FY 2022-2023, the Committee considers the following matters:
- To approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the Insider Trading Code.
 - To note and take on record the status reports detailing the dealings by Designated Persons in Securities of the Company, as submitted by the Compliance Officer on a quarterly basis.
 - To provide directions on any penal action to be initiated, in case of any violation of the Regulations by any person.

- v. Ms. Rukhya Parveen, Company Secretary was appointed as Compliance Officer by the Board to ensure compliance and effective implementation of the Insider Trading Code with effect from 04th December, 2022.
- vi. Quarterly Reports are sent to the members of the Committee on matters relating to the Insider Trading Code.
- vii. The previous Annual General Meeting (“AGM”) of the Company was held on 28th September 2022 and was attended by Mr. Sudi Malyadri, former Chairman of the Company.

Composition:

The composition of the audit committee as on 31st March, 2023 and the details of meetings attended by its members are given below:

Name	Designation	Category	No.of Meetings held during the financial year 2022-2023	
			Attended	Held
Mr. Bhaskara Rao Gadipudi*	Chairman	Independent Director	6	6
Mr. B.S. Raju	Member	Whole Time Director	6	6
Mr. Kothamasu Sri Surya Pratap**	Member	Independent Director	2	6

During the year the Audit Committee was re-constituted w.e.f 14th November, 2022

* Mr. Bhaskara Rao Gadipudi, Independent Director, was designated as Chairman of Audit Committee w.e.f. 14th November, 2022

** Mr. Kothamasu Sri Surya Pratap, Additional Independent Director, was appointed as a member of Audit Committee w.e.f. 14th November, 2022.

Meetings during the year:

During the financial year ended 31st March, 2023, the Audit Committee meetings were conducted (Six) 6 times as follows:

30.05.2022	13.08.2022	02.09.2022
14.11.2022	14.02.2023	14.03.2023

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

4. NOMINATION & REMUNERATION COMMITTEE

Terms of Reference:

The terms of reference as per SEBI Listing Regulations are to determine and review the remuneration, performance, and related bonuses of Executive Director(s), Senior Managerial Personal and KMPs.

Composition

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

Name	Designation	Category	No. of Meetings held during the financial year 2022-2023	
			Attended	Held
Mr. Kothamasu Sri Surya Pratap*	Chairman	Independent Director	1	3
Mr. Bhaskara Rao Gadipudi	Member	Independent Director	3	3
Mrs. A. Rajyalakshmi	Member	Non Executive Director	3	3

During the year the Nomination & Remuneration Committee was re-constituted w.e.f 14th November, 2022

* Mr. Kothamasu Sri Surya Pratap, Additional Independent Director, was appointed as Chairman of Nomination & Remuneration Committee w.e.f. 14th November, 2022.

Remuneration paid to Directors during the financial year 2022 - 2023:

Executive Directors: NIL

Non - Executive Directors: NIL

During the financial year 2022-2023, 3 (Three) Nomination & Remuneration committee meetings were held on 02.09.2022, 14.11.2022 and 03.12.2022, wherein the committee has reviewed policies pursuant to section 178 of Companies Act, 2013.

Shareholding of Non-Executive Directors :

Mr. Kothamasu Sri Surya Pratap and Mr. Bhaskara Rao Gadipudi, Independent Directors of the Company each holds 5 shares of the Company which is within the limits prescribed under Section 149(6) of the Companies Act, 2013 read with relevant rules made there under, no other Non-Executive Directors of the Company hold shares in the Company.

5. STAKEHOLDER RELATIONSHIP COMMITTEE (SHAREHOLDERS / INVESTOR GRIEVANCE AND SHARE TRANSFER COMMITTEE):

Brief description of terms of reference:

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

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

Compositions

The committee has been reconstituted for the period ended 31st March, 2023 with following directors:

Name	Designation	Category	No. of Meetings held during the financial year 2022-2023	
			Attended	Held
Mr. Bhaskara Rao Gadipudi*	Chairman	Independent Non Executive Director	3	3
Mr. Kothamasu Sri Surya Pratap**	Member	Independent Non Executive Director	1	3
Mr. Satyanarayana Raju Baladari	Member	Whole Time Director	3	3

During the year the Stakeholders Relationship Committee was re-constituted w.e.f 14th November, 2022

* Mr. Bhaskara Rao Gadipudi, Independent Director, was designated as Chairman of Stakeholders Relationship Committee w.e.f. 14th November, 2022

** Mr. Kothamasu Sri Surya Pratap, Additional Independent Director, was appointed as a member of Stakeholders Relationship Committee w.e.f. 14th November, 2022.

During the financial year 2022-2023, 3 (Three) stakeholder relationship committee meetings were held on 19.05.2022, 21.07.2022 and 14.02.2023.

There were no outstanding complaints as on 31st March, 2023.

Ms. Rukhya Parveen, Company Secretary is the Compliance Officer of the Company for attending to Complaints / Grievances of the members with effect from 04th December, 2022. The address for correspondence is provided below:

Regd. Office: Midwest Gold Ltd., 1st Floor, H.No.8-2-684/3/25&26, Road No.12, Banjara Hills, Hyderabad, Telangana-500034. Phone No: 040-23305194, Fax: 040-23305167.

6. MEETINGS OF INDEPENDENT DIRECTORS:

The Independent Directors of the Company meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings enable Independent Directors to discuss matters pertaining to the Company's affairs and matters mentioned in Schedule IV to the Companies Act, 2013. The Independent Directors take appropriate steps to present their views to the Chairman. 2 (Two) meetings of Independent Directors was held during the year on 19.05.2022 and 14.03.2023 and all the independent directors were present at such meeting.

7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A Report of the Management Discussion and Analysis is attached as part of the Annual Report.

8. GENERAL BODY MEETINGS:

8.1 Venue and time where the last three AGMs held:

Year	AGM	Venue	Day & Date	Time
2020	30th	Through video conferencing (Deemed to be held at 25-A, Attibele Industrial Area, Attibele, Bangalore district, Karnataka-562107.)	Wednesday, 30th September, 2020	12.30 P.M.
2021	31st	Through video conferencing (Deemed to be held at 25-A, Attibele Industrial Area, Attibele, Bangalore district, Karnataka-562 107.)	Friday, 17th September, 2021	11.30 A.M.
2022	32nd	Through video conferencing (Deemed to be held at 1st Floor, H.No.8-2-684/3/25 & 26, Road No.12, Banjara Hills, Hyderabad, Telangana-500034.)	Wednesday, 28th September, 2022	11:30 A.M.

8.2. Details of the Special Resolutions passed with requisite majority, in the previous three Annual General Meetings (AGM):

Year	AGM No.	Details of Special Resolutions Passed
2020	30th	No Special Resolutions were passed
2021	31st	Following Special Resolutions were passed: Item No. 7- To give loans or provide guarantee including corporate guarantee/ security or make investment under section 186 of Companies Act, 2013. Item No. 8- To shift Registered Office of the Company from one state to another state under section 13 of Companies Act, 2013 read with relevant rules in force.
2022	32nd	Following Special Resolution was passed : Item No.5 - To alter and adopt Memorandum of Association as per provisions of the Companies Act, 2013

8.3 Extraordinary General Meeting:

There were no Extraordinary General Meetings held during the year 2022-23.

8.4 Postal Ballot Resolutions :

There were no Postal Ballot Resolutions passed during the year 2022-23.

9. DISCLOSURES :

Related Party Transaction (Shown in Notes to Accounts)

There are no materially significant related party transactions i.e., transactions material in nature, with its Promoters, the directors or the management, their subsidiaries or relatives, etc. having potential conflict with the interests of Company at large.

10. PENALTIES FOR NON-COMPLIANCE:

There were no penalties and strictures imposed on the company by stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

11. C.E.O/C.F.O. CERTIFICATION

To
The Board of Directors
Midwest Gold Limited
(Formerly Nova Granites (India) Limited)

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

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

- a. We, have reviewed the financial statements and the cash flow statement for the year 2022-2023 and that to the best of our knowledge and belief:
 - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - These statements present a true and fair view of the state of affairs of the Company and of the results of the operations and cash flows. The financial statements have been prepared in conformity, in all material respects with the existing generally accepted accounting principles including accounting standards, applicable laws and regulations.
- b. There are to the best of our knowledge and belief, no transactions entered into by the company during the year 2022-2023 which are fraudulent, illegal or violation of the company's code of conduct;
- c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting.
- d. There are no deficiencies in the design or operation of internal controls.
- e. We have disclosed to the Company's Statutory Auditors and to the Audit Committee of the board that:
 - There were no significant changes in internal control over financial reporting during the year under review.
 - There were no significant changes in accounting policies during the year.
 - There were no Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

S. Ananda Reddy
Chief Financial Officer

Baladari Satyanarayana Raju
Whole Time Director
DIN : 01431440

Place: Hyderabad
Date: 14.08.2023

12. GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting

Day, Date and time	: Tuesday, 26th Day of September, 2023 at 11:30 A.M
Venue	: Video Conference/OAVM to be provided By Bigshare Services Private Limited,
Financial year	: 01.04.2022 - 31.03.2023
Book Closure Date	: 20.09.2023- 27.09.2023 (Both days inclusive)
Dividend	: No dividend is recommended for the year.
Listing on Stock Exchanges	: Shares of the company listed on Bombay Stock Exchange Limited
Scrip Code	: BSE - 526570
ISIN	: INE519N01014
Registrars and Transfer	: Share Transfers & Communication regarding Share Agents Certificates, Dividends & Change of Address including KYC may be sent to:

Bigshare Services Private Limited 306, Right wing,
Amrutha Ville Opp. Yashoda Hospital, Somajiguda
Rajbhawan Road, Hyderabad-500082
Tel- 91-40-2337-4967
Fax- 91-40-2337-0295
Email: bsshyd1@bigshareonline.com
Website: www.bigshareonline.com

13. SHARE TRANSFER SYSTEM :

The R & T Agent process the Physical Share Transfers and the Share Certificates are returned to the shareholder within a maximum period of 30 days from the date of receipt, subject to the documents being valid and complete in all respects.

14. ISSUE OF EQUITY SHARES : Nil

15. STOCK/MARKET PRICE DATA:

The monthly high / low price of shares of the Company from April, 2022 to March, 2023 at BSE Limited is given below:

Month	High (Rs.)	Low (Rs.)
April, 2022	NIL	NIL
May, 2022	NIL	NIL
June, 2022	31.60	28.60
July, 2022	NIL	NIL
August, 2022	NIL	NIL
September, 2022	33.20	31.65
October, 2022	NIL	NIL
November, 2022	NIL	NIL
December, 2022	33.20	33.20
January, 2023	33.20	31.55
February, 2023	34.65	33.00
March, 2023	32.30	30.69

16. DISTRIBUTION OF HOLDINGS AS ON 31.03.2023:

SHAREHOLDING OF NOMINAL	No. of Share holders	% to Total	No. of Shares	% to Total
(1)	(2)	(3)	(4)	(5)
1 - 500	6751	99.1045	143870	4.3997
501 - 1,000	19	0.2789	13942	0.4264
1,001 - 2,000	11	0.1615	16698	0.5106
2,001 - 3,000	2	0.0294	5400	0.1651
3,001 - 4,000	5	0.0734	17693	0.5411
4,001 - 5,000	1	0.0147	5000	0.1529
5,001 - 10,000	5	0.0734	36260	1.1089
10,001 - 99,99,999	18	0.2642	3031137	92.6953
Total (as per folios)	6,812	100.00	32,70,000	100.00
Total (as per PAN No.)	6,802	100.00	32,70,000	100.00



17. OUTSTANDING GDR'S/ ADR'S/ WARRANT OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:

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

18. DEMATERIALIZATION OF SHARES AND LIQUIDITY :

The Company has entered into a tripartite agreement with NSDL and CDSL to establish electronic connectivity through Company's Electronic Registrar i.e., Big Share Services Pvt. Ltd, Hyderabad and facilitate scrip less trading. Trading in equity shares of the Company shall be in dematerialized form for all investors. Investors are therefore advised to open a demat account with the Depository participant of their choice, if not already done, to trade in the equity shares of the Company. The list of depository participants is available with NSDL and CDSL. The ISIN allotted Company's scrip equity shares of Re.10/- each, is INE519N01014.

19. RECONCILIATION OF SHARE CAPITAL :

A qualified Firm of Company Secretaries carried out the audit of Reconciliation of Share Capital quarter-wise throughout the financial year 2022-23 to reconcile the total issued and listed capital. The audit confirms that the total issued/paid up capital is in conformity with the aggregate total number of shares in physical form & in the Electronic Form.

20. ADDRESS FOR CORRESPONDENCE:

Plant Locations : 25-A, Attibele Industrial Area, Attibele, Bangalore District, Karnataka-562 107

Registered Office : 1st Floor, H.No.8-2-684/3/25&26, Road No.12, Banjara Hills, Hyderabad, Telangana-500034. Phone No.: 040-23305194 Fax: 040-23305167

21. MEANS OF COMMUNICATION:

The quarterly, half-yearly and annual results of the Company are published in leading newspapers in Business Standard in English & Nava Telangana in Telugu. The results are also displayed on the Company's website * www.midwestgoldltd.com*

22. NOMINATION FACILITY:

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted Pursuant to section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to submit to the Company the prescribed Form SH-13 and / or SH-14 for this purpose.

23. CODE FOR PROHIBITION OF INSIDER TRADING:

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

24. SCHEDULING AND SELECTION OF AGENDA ITEMS FOR BOARD MEETINGS:

Minimum four Board Meetings are held in each year and such meetings have been convened by giving appropriate notice to address specific needs of the Company

The minimum information placed before the Board is inter alia include:

- Quarterly results of the Company.
- Minutes of the meetings of Audit Committee and other Committees of the Board.
- The information on recruitment and remuneration of senior personnel just below the board level, including appointment/ removal of Chief Financial Officer and the Company Secretary.
- Non-compliance of any regulatory, statutory nature or listing requirements and shareholders' services such as delay in share transfer.
- Notice of interest of Directors.
- Terms of reference of Board Committees.
- Any material default in financial obligations to and by the Company.

25. CODE OF CONDUCT FOR THE BOARD & SENIOR MANAGEMENT PERSONNEL:

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

26. DECLARATION ON COMPLIANCE OF CODE OF CONDUCT:

MIDWEST GOLD LIMITED has adopted a Code of Business Conduct and Ethics (the Code) which applies to all the employees and Directors of the Company. Under the Code, it is the responsibility of all the employees and directors to familiarize themselves with the code and comply with its standards.

We, hereby certify that the Board of Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year 2022-2023.

BY THE ORDER OF THE BOARD

For MIDWEST GOLD LIMITED

Deepak Kukreti
Whole Time Director
(DIN: 03146700)

Baladari Satyanarayana Raju
Whole Time Director
(DIN: 01431440)

Place: Hyderabad

Date: 14.08.2023

INDEPENDENT AUDITOR'S REPORT

To the Members of
MIDWEST GOLD LIMITED

Report on the audit of the financial statements

We have audited the accompanying financial statements of **Midwest Gold Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Material Uncertainty related to Going concern.

We draw attention to Note 38 of the financial statements, which indicates that the Company has incurred a net loss of Rs.960.64 Lakhs during the year end March 31, 2023 and, as of date, the Company's accumulated losses at Rs. 2789.54 Lakhs and erosion of its Net worth as at March 31, 2023. the company's current liabilities exceeded its current assets by Rs. 2,320.25 Lakhs. The financial statements of the Company have been prepared on a going concern basis based on the future business plans contemplated by the Company, commercial and financial support provided by the holding company to enable the Company to sustain its operations and meet its obligations and for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter.

Key Audit Matters

We have determined that there are no other key audit matters to communicate in our report beyond matter addressed in the Material Uncertainty Related to Going Concern section of our report.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon. These reports comprising other information are expected to be made available to us after the date of this auditor's report.
- Our opinion on the financial statements does not cover the other information and will not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance, and Shareholder's Information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation, and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

The comparative financial information of the Company for the year ended March 31, 2022, prepared in accordance with Ind AS included in this Statement have been audited by the predecessor auditor. The report of the predecessor auditor on this comparative financial information dated May 30, 2022, expressed an unmodified opinion.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) In our opinion and to the best of our information and according to the explanations given to us, the company has not paid any remuneration to its directors during the year and accordingly, the provisions of section 197 of the Act are not applicable.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company has disclosed the impact of pending litigation on its financial position as stated in note no 30(a) to the Ind AS Financial Statements.



- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amount required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - v. The Company has not declared or paid any dividend during the year
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **MAJETI & CO**

Firm Registration Number: 015975S

Chartered Accountants

Kiran Kumar Majeti

Partner

Membership Number 220354

UDIN No.:23220354BGTEUH1444

Place: Hyderabad

Date: May 29, 2023

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

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

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

We have audited the internal financial controls over financial reporting of Midwest Gold Limited (“the Company”) as of March 31, 2023 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For **MAJETI & CO**

Firm Registration Number: 015975S

Chartered Accountants

Kiran Kumar Majeti

Partner

Membership Number 220354

UDIN No.:23220354BGTEUH1444

Place: Hyderabad

Date: May 29, 2023

Annexure B to Independent Auditors' Report

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

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

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

Particulars	Amount in Lakhs
The amount of guarantee provided during the year	3,557.67
Balance outstanding as at balance sheet date	3,557.67

- b) In respect of aforesaid investments made & guarantees provided, the terms and



conditions under which such investments were made, and guarantees provided are not prejudicial to the Company's interest, based on the information and explanations provided by the Company. The Company has not provided security and has not granted loans and advances in the nature of loans to any other company, firms, Limited Liability Partnerships, or any other parties and hence not commented upon.

- c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships, or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) to 3(iii)(f) of the Order is not applicable to the Company and hence not commented upon
- iv According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans as specified under Section 185 of the Companies Act, 2013 and the Company has provided guarantee or security as specified under Section 186 of the Companies Act, 2013.

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

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

As confirmed by the management Provident fund, employee state insurance, sales tax, service tax, duty of excise, and value-added tax are not applicable to the company.
- b) According to the records of the Company and as per the information and explanations given to us, there are no dues of income tax, sales tax, service tax, goods and service tax, duty of customs, duty of excise, and value-added tax which have not been deposited on account of any dispute as on 31st March 2023
- viii According to the information and explanations given to us and the records of the company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

- ix a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or borrowings from any lender during the year.



- b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared a wilful Defaulter by any bank or financial institution or government or any government authority.
- c) According to the records of the Company examined by us and the information and explanations given to us, the Company has not obtained any term loans
- d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Therefore, the reporting under clause (ix)(e) and (ix)(f) of the Order are not applicable to the Company.
- x a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- b) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Hence reporting under clause 3(x)(b) is not applicable.
- xi a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- xii As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to the Company. Hence reporting under clause 3(xii)(a), (b), (c) are not applicable.
- xiii The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian



Accounting Standard (IND AS) 24, Related Party Disclosures specified under Section 133 of the Act.

- xiv a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi a) The Company is not required to be registered under Section 45-1A of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
- b) The Company has not conducted any non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company
- c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- xvii The company has incurred cash losses during the current financial year and the immediately preceding financial year
- xviii There has been no resignation of the statutory auditors during the year and accordingly, the reporting under clause (xviii) is not applicable.
- xix On the basis of the financial ratios (Refer 'Note 37 to the Ind AS Financial Statements), aging and expected dates of realisation of financial assets and payments of financial liabilities, and other information accompanying the financial statements, in our opinion and according to the information and explanations are given to us, Material uncertainty exists as on the date of the audit report that company's capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date.
- xx The provisions relating to Corporate Social Responsibility under Section 135 of the Act are not applicable to the Company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

For **MAJETI & CO**

Firm Registration Number: 015975S

Chartered Accountants

Kiran Kumar Majeti

Partner

Membership Number 220354

UDIN No.:23220354BGTEUH1444

Place: Hyderabad

Date: May 29, 2023

MIDWEST GOLD LIMITED
Balance sheet as at March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

	Notes	As at March 31, 2023	As at 31st March, 2022
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	202.65	205.75
(b) Financial assets			
(i) Other Financial Assets	4	44.44	44.04
(ii) Deferred Tax	5	-	329.82
Total Non-current assets		247.09	579.61
II Current assets			
(a) Inventories	6	185.73	164.96
(b) Financial assets			
(i) Investments	7	1.86	-
(ii) Trade receivables	8	33.56	396.88
(iii) Cash and cash equivalents	9	19.18	14.16
(c) Other current assets	10	299.18	247.58
Total Current assets		539.51	823.58
TOTAL ASSETS		786.60	1,403.19
EQUITY AND LIABILITIES			
III Equity:			
(a) Equity share capital	11	327.00	327.00
(b) Other equity	12	(2,409.40)	(1,448.76)
Total Equity		(2,082.40)	(1,121.76)
LIABILITIES			
IV Non-current liabilities			
(a) Provisions	14(i)	9.24	7.49
Total Non-current liabilities		9.24	7.49
V Current liabilities			
(a) Financial liabilities			
(i) Borrowings	13	2,512.02	2,212.91
(ii) Trade payables:			
- Total outstanding dues of micro enterprise and small enterprises (Refer note- 31)		-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises		312.34	280.67
(iii) Other financial liabilities	15	21.79	12.19
(b) Other current liabilities	16	12.32	11.69
(c) Provisions	14(ii)	1.29	-
Total current liabilities		2,859.76	2,517.46
TOTAL LIABILITIES		2,869.00	2,524.95
TOTAL EQUITY AND LIABILITIES		786.60	1,403.19

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

Deepak Kukreti
Whole Time Director
DIN :03146700

B. Satyanarayana Raju
Whole Time Director
DIN: 01431440

S Anand Reddy
Chief Financial Officer

Rukya Praveen
Company Secretary

As per our report of even date

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

Kiran Kumar Majeti
Partner
Membership Number: 220354

Place : Hyderabad
Date : May 29,2023

Place : Hyderabad
Date : May 29,2023



MIDWEST GOLD LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

	Notes	For the year ended March 31, 2023	For the year ended March 31, 2022
I Revenue from operations	17	175.03	12.35
II Other income	18	1.66	12.65
Total Revenue		176.69	25.00
III Expenses			
(a) Raw Material consumed	19	133.06	7.46
(b) Purchase of stock in trade		76.07	-
(c) Changes in inventories of finished goods and work-in-progress	20	(44.34)	10.55
(d) Employee benefits expense	21	64.72	43.12
(e) Finance costs	22	100.71	62.24
(f) Depreciation expense	23	8.93	11.25
(g) Other expenses	24	468.36	91.46
Total Expenses		807.51	226.08
IV Loss before tax (I+II-III)		(630.82)	(201.08)
V Tax expense			
(a) Current tax	25	-	-
(b) Deferred tax	25	329.82	(39.15)
Total tax expense		329.82	(39.15)
VI Loss after tax for the year from continuing operations (IV-V)		(960.64)	(161.93)
VII Other Comprehensive Income			
(a) Items that will not be reclassified to profit or loss			
(i) Remeasurements of post-employment benefit obligations		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
Other Comprehensive Income after tax for the year		-	-
VIII Total Comprehensive Income for the year from continuing operations (VI-VII)		(960.64)	(161.93)
IX Loss per share (Par value of Rs.10 each)			
(a) Basic	34	(29.38)	(4.95)
(b) Diluted	34	(29.38)	(4.95)

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

Deepak Kukreti
Whole Time Director
DIN :03146700

B. Satyanarayana Raju
Whole Time Director
DIN: 01431440

S Anand Reddy
Chief Financial Officer

Rukya Praveen
Company Secretary

As per our report of even date

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

Kiran Kumar Majeti
Partner
Membership Number: 220354

Place : Hyderabad
Date : May 29,2023

Place : Hyderabad
Date : May 29,2023

MIDWEST GOLD LIMITED
(formerly NOVA GRANITES (INDIA) LIMITED)
Statement of Cash flows for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

	For the year ended March 31, 2023	For the year ended March 31, 2022
Cash flow from operating activities		
Loss before tax	(630.82)	(201.08)
Adjustments for:		
Depreciation expense	8.93	11.25
Interest expense	100.71	62.24
Net loss arising on financial assets mandatorily measured at FVTPL	0.56	-
Provision for Expected credit losses	384.35	-
Provision for Other Assets	12.85	-
Book deficit on asset discarded	4.15	-
Gain on sale of Investments	(0.54)	-
Excess provision/ Liabilities written Back	(0.65)	-
Interest Income	-	(1.51)
Operating profit before working capital changes	(120.46)	(129.10)
Change in operating assets and liabilities		
Trade receivables, loans and other assets	(85.22)	(37.15)
Inventories	(20.77)	13.88
Trade payables, other liabilities and provisions	44.94	(214.65)
Cash generated from operating activities	(181.51)	(367.02)
Income tax paid	-	-
Net cash generated from operating activities	(181.51)	(367.02)
Cash flows from investing activities		
Purchase of property, plant and equipment	(9.99)	-
Purchase of Current Investment	(28.31)	-
Sale of Current Investment	26.43	-
Interest received	-	1.51
Net cash (outflow)from investing activities	(11.87)	1.51
Cash flows from financing activities		
Proceeds/(repayment) of current borrowings (net)	198.43	366.54
Interest paid	(0.03)	-
Net cash inflow from financing activities	198.40	366.54
Net increase/(decrease) in cash and cash equivalents	5.02	1.03
Cash and cash equivalents at the beginning of the year	14.16	13.13
Cash and cash equivalents at end of the year	19.18	14.16

Notes:

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

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

Deepak Kukreti
Whole Time Director
DIN :03146700

B. Satyanarayana Raju
Whole Time Director
DIN: 01431440

S Anand Reddy
Chief Financial Officer

Rukya Praveen
Company Secretary

As per our report of even date

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

Kiran Kumar Majeti
Partner
Membership Number: 220354

Place : Hyderabad
Date : May 29,2023

Place : Hyderabad
Date : May 29,2023



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Statement of Changes in Equity for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

a) Equity Share Capital		
Particulars	Number of Shares	Amount
As at April 01, 2021	32,70,000	327.00
Changes in equity share capital	-	-
As at March 31, 2022	32,70,000	327.00
Changes in equity share capital	-	-
As at March 31, 2023	32,70,000	327.00

	Reserves and Surplus		
	Capital reserve	Retained earnings	Total Other equity
Balance as at April 01, 2021	380.14	(1,666.97)	(1,286.83)
Profit for the year	-	(161.93)	(161.93)
Other comprehensive income for the year, net of income tax	-	-	-
Total comprehensive income for the year	-	(161.93)	(161.93)
Balance as at March 31, 2022	380.14	(1,828.90)	(1,448.76)
Balance as at April 01, 2022	380.14	(1,828.90)	(1,448.76)
Profit for the year	-	(960.64)	(960.64)
Other comprehensive income for the year, net of income tax	-	-	-
Total comprehensive income for the year	-	(960.64)	(960.64)
Balance as at March 31, 2023	380.14	(2,789.54)	(2,409.40)

Nature and purpose of reserves

(i) General Reserve:

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

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

Deepak Kukreti

Whole Time Director
DIN :03146700

B. Satyanarayana Raju

Whole Time Director
DIN: 01431440

S Anand Reddy

Chief Financial Officer

Rukya Praveen

Company Secretary

As per our report of even date

For MAJETI & CO.

Chartered Accountants
Firm's registration number: 015975S

Kiran Kumar Majeti

Partner
Membership Number: 220354

Place : Hyderabad
Date : May 29,2023

Place : Hyderabad
Date : May 29,2023

Notes annexed to and forming part of the Financial Statements

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

1. Corporate Information

- 1.1. Midwest Gold Limited (the Company or MGL) is a public limited company incorporated under the provisions of erstwhile Companies Act, 1956 having its registered office at Hyderabad in the state of Telangana, India. The Equity Shares of the Company are listed with Bombay Stock Exchange, Mumbai in India.
- 1.2. The Company is presently engaged in the processing and trading business of Granite, Marble and other natural stone.
- 1.3. These financial statements are approved and authorised for issue by the Board of Directors on 29th May, 2023.

2. Basis of Preparation of financial statements

i Compliance with Ind AS

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

ii. Historical cost convention

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

Current and non-current classification

All assets and liabilities have been classified as current or non-current as per Company's operating cycle and other criteria set out in Schedule-III of the Companies Act 2013. Based on the nature of business, the Company has ascertained its operating cycle as 12 months for the purpose of Current or non-current classified of assets and liabilities.

An asset is classified as current if:

- i. It is expected to be realised or sold or consumed in the Company's normal operating cycle;
- ii. It is held primarily for the purpose of trading;
- iii. It is expected to be realized within twelve months after the reporting period; or
- iv. It is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current if:

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

twelve months after the reporting period.

All other assets and liabilities are classified as non-current.

All assets and liabilities have been classified as current or non-current as per company's operating cycle and other criteria set out in Schedule-III of the Companies Act, 2013. Based on the nature of business, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

2.1. Significant Accounting Policies

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

2.2. Segment Reporting

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

2.3. Foreign currency transactions

a) Functional and presentation currency

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

b) Transactions and balances

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

2.4. Use of estimates, assumptions and judgements

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

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

The areas involving critical estimates or judgements are:

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

2.5. Revenue recognition

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

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

Sale of Goods – Recognition & Measurement

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

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Sale of Goods - Recognition & Measurement

Revenue from Sale of services is recognized as per the terms of the contracts with customers when the related services are performed or the agreed milestones are achieved.

Dividend Income

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

Interest Income

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

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

2.6. Leases

As a lessee

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

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-



use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

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

As a lessor

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

2.7. Property, Plant and Equipment

i) Recognition and measurement

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

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

ii) Subsequent expenditure

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

iii) Derecognition

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

iv) Depreciation expense

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

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

2.8. Financial Instruments

Classification, initial recognition and measurement

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

(i) Financial Assets

Classification:

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

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

- those measured at amortised cost.

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

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

At initial recognition

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

Subsequent measurement - Debt instruments

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

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

Other Equity Investments

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

Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

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

Trade receivables

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

(ii) Financial liabilities

Classification, initial recognition and measurement

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

Subsequent measurement

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

Trade and other payables

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

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

Loans and borrowings

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

De-recognition of financial instruments

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

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. On de-recognition of a financial liability the difference between the carrying amount of the financial liability de

recognized and the consideration paid and payable is recognized in the statement of profit and loss.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

Financial guarantee contracts

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

As Guarantor

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

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

As Beneficiary

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

2.9. Impairment of Assets

Financial assets

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

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

For other assets, the Company uses 12 month ECL to provide for impairment loss

where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Non-financial assets

Property, Plant and Equipment and Other intangible assets with finite life are evaluated for recoverability when there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount and impairment loss is recognized in the profit or loss.

2.10. Equity instruments

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

2.11. Inventories

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

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

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

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

2.12 Tax expenses

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

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

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

Deferred income taxes

Deferred tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences

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

Deferred income tax asset are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

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

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

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

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

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

2.13. Provisions, contingent liabilities and contingent asset

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

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

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

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

2.14. Employee benefits

(i) Short term employee benefit obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for accumulating compensated absences not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are measured at the present value of expected future payments to be made in respect of services provided using the projected unit credit method.

The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation.

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

(a) Defined benefit plans-Gratuity obligations

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

2.15. Dividends

Provision will be made for the amount of the dividend declared, if any being appropriately authorized and no longer at the discretion of the entity, and not distributed on or before the end of the reporting period. Proposed dividend, if any will be recognized as a liability in the period in which it is approved by shareholders in a general meeting or paid.

2.16. Earnings per share

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

shares outstanding during the period.

For calculating diluted earnings per share, the profit or loss after tax for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.17. Commitments

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

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

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general-purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements

Notes to the Financial statements

3. Property, Plant and Equipment

(All amounts in INR lakhs, unless otherwise stated)

Particulars	Free hold land	Improvements to Lease hold Properties	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Temporary fittings	Data processing Equipment	Total
Year ended 31 March 2022										
Gross carrying amount	100.37	10.18	152.44	709.67	9.57	13.83	10.70	0.35	8.01	1,015.12
Cost as at April 01, 2021	-	-	-	-	-	-	-	-	-	-
Additions	-	-	-	-	-	-	-	-	-	-
Disposals/Discarded	-	-	-	-	-	-	-	-	-	-
Closing gross carrying amount	100.37	10.18	152.44	709.67	9.57	13.83	10.70	0.35	8.01	1,015.12
Accumulated depreciation										
Opening accumulated depreciation	-	10.18	118.16	627.81	9.57	13.83	10.21	0.35	8.01	798.12
Depreciation charge during the year	-	-	3.19	8.06	-	-	-	-	-	11.25
Disposals/Discarded	-	-	-	-	-	-	-	-	-	-
Closing accumulated depreciation	-	10.18	121.35	635.87	9.57	13.83	10.21	0.35	8.01	809.37
Net carrying amount as at March 31, 2022	100.37	-	31.09	73.80	-	-	0.49	-	-	205.75
Year ended 31 March 2023										
Gross carrying amount	100.37	10.18	152.44	709.67	9.57	13.83	10.70	0.35	8.01	1,015.12
Opening Gross carrying amount	-	-	-	9.99	-	-	-	-	-	9.99
Additions	-	-	-	(56.28)	(9.57)	(13.83)	(10.70)	(0.35)	(7.83)	(108.74)
Disposals/Discarded	-	(10.18)	-	-	-	-	-	-	-	-
Closing gross carrying amount	100.37	-	152.44	663.38	-	-	-	-	0.18	916.37
Accumulated depreciation										
Opening accumulated depreciation	-	10.18	121.35	635.87	9.57	13.83	10.21	0.35	8.01	809.37
Depreciation charge during the year	-	(10.18)	4.61	4.32	(9.57)	(13.83)	(10.21)	(0.35)	(7.83)	(104.58)
Disposals/Discarded	-	-	-	587.58	-	-	-	-	0.18	713.72
Closing accumulated depreciation	-	-	125.96	587.58	-	-	-	-	0.18	713.72
Net carrying amount as at March 31, 2023	100.37	-	26.48	75.80	-	-	-	-	-	202.65

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

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

MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Statement of Changes in Equity for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

Note 4: Other Financial Assets		
	31 March,2023	31 March,2022
(Unsecured considered good)		
Term deposits with banks original maturity of more than twelve months	4.24	3.84
Security Deposits	40.20	40.20
Total Others Financial Aseets	44.44	44.04
	4,181,793	6,087,324
Note 5: Deferred tax asset (net)		
The balance comprises temporary differences attributable to:		
	31 March,2023	31 March,2022
Deferred tax liability:		
Arising on account of temporary differences in:		
Property, plant and equipment	11.27	10.81
	11.27	10.81
Deferred tax asset:		
Provision for Leave Encashment/Gratuity	2.74	-
Provision for Expected Credit Loss	5.09	-
Provision for Doubtful Debts	3.30	-
Net loss arising on financial assets mandatorily measured at FVTPL	0.14	-
on account of Unabsorbed Depreciation and losses	-	340.63
	11.27	340.63
	-	329.82
<p>Note: In the absence of reasonable certainty, Company has recognized deferred tax assets arising on account of carried forward tax losses and unabsorbed depreciation to the extent of the deferred tax liability. "In the absence of probable tax profits against which the same can be utilised. The company is incurring losses for more than three years and doesn't expect future taxable income in the near future.</p>		
Note 6: Inventories (Valued at Lower of cost and net realisable value)		
	31 March,2023	31 March,2022
Raw materials	29.74	53.31
Finished goods	90.64	46.30
Stock in trade	65.35	65.35
Total inventories	185.73	164.96
Note 7:Current Investments		
	31 March,2023	31 March,2022
(Quoted, fully paid up)		
Investment in equity instruments (at FVTPL)		
DCX Systems Limited	0.74	-
508 (2022:0) Equity Shares of Rs. 10/-each fully paid		
CMS Info Systems Limited	1.11	-
400 (2022:0) Equity Shares of Rs. 10/-each fully paid		
(Quoted, fully paid up)		
Investment in Mutual Funds (at FVTPL)		
Nippon India Mutual Fund	0.01	-
1.135(2022:0) Units of Rs. 1000/-each fully paid		
Total Investments	1.86	-
Aggregate amount of quoted investments and Market value	1.86	-



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

(All amounts in INR lakhs, unless otherwise stated)

Note 8: Trade receivables		
	31 March,2023	31 March,2022
Trade receivables from contract with customer - Billed	417.91	396.88
Less: Provision for expected credit loss	(384.35)	-
Total trade receivables	33.56	396.88
Current portion	33.56	396.88
Non-current portion	-	-

Note 8(i) Sub classification of Trade receivables		
	31 March,2023	31 March,2022
Considered good- Secured	-	-
Considered good- Unsecured	33.56	396.88
Which have significant increase in credit risk	384.35	-
Credit impaired	-	-
Total	417.91	396.88
Less: Provision for expected credit loss	(384.35)	-
Total trade receivables	33.56	396.88

Note 8(ii) Trade Receivables ageing as at March 31, 2023							
	Not Due and Unbilled	Outstanding for following periods from due date of payment					
		Less than 6 Months	6 months - 1 Year	1-2 year	2-3 Years	More than 3 year	Total
Undisputed							
- Considered good	-	21.03	-	4.14	8.39	-	33.56
- Considered doubtful	-	-	-	-	-	384.35	384.35
- Credit impaired	-	-	-	-	-	-	-
Disputed							
- Considered good	-	-	-	-	-	-	-
- Considered doubtful	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-

Note 8(iii) Trade Receivables ageing as at March 31, 2023							
	Not Due and Unbilled	Outstanding for following periods from due date of payment					
		Less than 6 Months	6 months - 1 Year	1-2 year	2-3 Years	More than 3 year	Total
Undisputed							
- Considered good	-	4.14	-	8.39	-	384.35	396.88
- Considered doubtful	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-
Disputed							
- Considered good	-	-	-	-	-	-	-
- Considered doubtful	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-

Note 9: Cash and cash equivalents		
	31 March,2023	31 March,2022
Balances with banks		
- in Current accounts	18.62	14.01
Cash on hand	0.56	0.15
Total cash and cash equivalents	19.18	14.16

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



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

(All amounts in INR lakhs, unless otherwise stated)

Note 10: Other Current Assets

	31 March,2023	31 March,2022
(Unsecured , Considered good)		
Advances other than capital advances:		
Balances with government authorities	29.51	24.78
Prepaid Expenses	0.39	0.33
Prepaid taxes		
- Considered good	0.03	2.31
- Considered doubtful	2.16	-
Less: Provision for doubtful deposits	(2.16)	-
Other Receivable		
- Considered good	111.39	111.48
- Considered doubtful	1.86	-
Less: Provision for doubtful deposits	(1.86)	-
Advances to related parties for supply of goods and services (refer note 33)	151.94	-
Advances for supply of goods and services		
- Considered good	5.92	108.68
- Considered doubtful	8.68	-
Less: Provision for doubtful deposits	(8.68)	-
Total other current assets	299.18	247.58

Note 11 : Equity share capital

Authorised :

	Number of shares	Amount
As at 1st April 2021	20,000,000	2,000.00
Movement during the year	-	-
As at 31st March 2022	20,000,000	2,000.00
Movement during the year	-	-
As at 31st March 2023	20,000,000	2,000.00

Issued :

	Number of shares	Amount
As at 1st April 2021	3,270,000	327.00
Movement during the year	-	-
As at 31st March 2022	3,270,000	327.00
Movement during the year	-	-
As at 31st March 2023	3,270,000	327.00

Subscribed and fully paid up :

	Number of shares	Amount
As at 1st April 2021	3,270,000	327.00
Movement during the year	-	-
As at 31st March 2022	3,270,000	327.00
Movement during the year	-	-
As at 31st March 2023	3,270,000	327.00

Terms and rights attached to equity shares

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



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

(All amounts in INR lakhs, unless otherwise stated)

Details of shareholders holding more than 5% equity shares in the company	
	Midwest Granite Private Limited
As at April 01, 2021	
Number of shares	2,309,500
% holding	70.63%
As at March 31, 2022	
Number of shares	2,309,500
% holding	70.63%
As at March 31, 2023	
Number of shares	2,309,500
% holding	70.63%

Disclosure of Shareholding of Promoters

Promoter name	As at March 31, 2023		% Change during the year	As at March 31, 2022		% Change during the year
	No. of shares	% of total shares		No. of shares	% of total shares	
Midwest Granite Private Limited	2,309,500	70.63%	-	2,309,500	70.63%	-
Jain Deepak K	12,500	0.38%	-	12,500	0.38%	-
Jain Pawan K	33,350	1.02%	-	33,350	1.02%	-

Details of Shares held by holding company

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

Note 12: Other Equity

	31 March, 2023	31 March, 2022
Capital Reserve	380.14	380.14
Retained earnings	(2,789.54)	(1,828.90)
Total Other Equity	(2,409.40)	(1,448.76)

(i) Capital reserve

	31 March, 2023	31 March, 2022
Opening balance	380.14	380.14
Adjustments	-	-
Closing Balance	380.14	380.14

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

(ii) Retained earnings

	31 March, 2023	31 March, 2022
Opening balance	(1,828.90)	(1,666.97)
Profit/(Loss) for the year	(960.64)	(161.93)
Items of other comprehensive income recognised directly in retained earning		
- Remeasurements of post employment benefit obligation, net of tax	-	-
Closing balance	(2,789.54)	(1,828.90)



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

(All amounts in INR lakhs, unless otherwise stated)

Note 13: Borrowings

	31 March,2023	31 March,2022
Unsecured		
Loans repayable on demand:		
Unsecured Loan from Holding company	2,512.02	2,212.91
Total Current Borrowings	2,512.02	2,212.91

Details of Current Borrowings

	Amount in INR Lakhs	Rate of Interest
Amount borrowed from Holding Company(refer Note 33)		
Before Commencement of companies Act 2013.	1,211.14	-
After Commencement of companies Act 2013.	1,300.88	9%

Note 14: Provisions

	31 March,2023	31 March,2022
Employee Benefit Obligations		
(i)Non-Current		
Retirement Benefits	4.69	7.49
Leave Encashment	4.55	-
Total	9.24	7.49
(ii)Current		
Retirement Benefits	0.24	-
Leave Encashment	1.05	-
Total	1.29	-
Grand Total	10.53	7.49

Note 14(a):

(i) Defined Benefits plans

Post-employment obligations- Gratuity

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

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

	Gratuity (Unfunded)	
	31 March,2023	31 March,2022
Defined Benefit Obligation at beginning of the year	-	-
Current Service Cost	0.48	-
Interest Cost	-	-
Past service cost	4.46	-
Actuarial (Gain) / Loss for the year	-	-
Benefits Paid	-	-
Defined Benefit Obligation at year end	4.94	-
Current	0.24	-
Non current	4.70	-



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

(All amounts in INR lakhs, unless otherwise stated)

B) Expenses recognised during the year

	Gratuity (Unfunded)	
	31 March,2023	31 March,2022
In Statement of Profit and Loss		
Current Service Cost	0.48	-
Past service cost	4.46	-
Interest Cost	-	-
Net Cost	4.94	-
In Other Comprehensive Income		
Actuarial (Gain) / Loss for the year	-	-
Net expense for the period recognised in OCI	-	-

Significant estimates: Actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

	31 March,2023	31 March,2022
Discount rate	7.49%	-
Salary growth rate	4.00%	-
Withdrawal rate	4.00%	-
Normal Retirement Age	58 Years	-
Average Balance Future Services	0.16	-
Mortality Table(IALM)	100.00%	-

Sensitivity analysis

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

Particulars	31 March,2023	31 March,2022
Defined Benefit Obligation		
Discount rate:(% change compared to base due to sensitivity)		
Increase : +1%	4.61	-
Decrease: -1%	5.29	-
Salary Growth rate:(% change compared to base due to sensitivity)		
Increase : +1%	5.31	-
Decrease: -1%	4.59	-
Withdrawal rate:(% change compared to base due to sensitivity)		
Increase : +1%	4.98	-
Decrease: -1%	4.88	-

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The weighted average duration of the defined benefit obligation is 8.49years. The expected future cash flows over the next years, which will be met out of planned assets, is as follows:

	31 March,2023	31 March,2022
Defined benefit obligation-gratuity		
Less than a year	0.24	-
Between 2-5 years	1.12	-
Above 5 years	7.53	-



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

(All amounts in INR lakhs, unless otherwise stated)

Risk Management

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

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

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

Note 15: Other Financial liabilities

	31 March,2023	31 March,2022
Current		
Employee benefits payable	6.66	3.68
Creditors for expenses	15.13	8.51
Total other financial liabilities	21.79	12.19

Note 16: Other current liabilities

	31 March,2023	31 March,2022
Advance received from customers	-	5.00
Statutory liabilities	12.32	6.69
Total other current liabilities	12.32	11.69

Note 17: Revenue from operations

	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue from contracts with customers		
Sale of products	175.03	12.35
Total revenue from operations	175.03	12.35

Disaggregation of revenue from contracts with customers

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

	For the year ended March 31, 2023	For the year ended March 31, 2022
Geographical location		
- India	167.52	12.35
- Other countries	7.51	-
Total	175.03	12.35

Information about major customers:

Four customers represents 10% or more of the Company's total revenue during the year ended March 31, 2023 and Four customer represents 10% or more of the Company's total revenue during the year ended March 31, 2022.

Reconciliation of revenue recognised with the contract price:

	For the year ended March 31, 2023	For the year ended March 31, 2022
Contract price	175.03	12.35
Add/(Less): Adjustments:	-	-
Total	175.03	12.35

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

(All amounts in INR lakhs, unless otherwise stated)

Note 18: Other income		
	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit sale of Investment	0.54	-
Dutydraw Back	0.07	-
Excess provision/ Liabilities written Back	0.65	10.98
Other non-operating income	0.40	1.67
Total other income	1.66	12.65
Note 19: Cost of raw material consumed		
	For the year ended March 31, 2023	For the year ended March 31, 2022
Raw materials at the beginning of the year	53.31	56.63
Add: Purchases	109.49	4.14
Less: Raw material at the end of the year	29.74	53.31
Total cost of raw material consumed	133.06	7.46
Note 20: Changes in inventories of finished goods and traded goods		
	For the year ended March 31, 2023	For the year ended March 31, 2022
Opening Balance:		
Finished goods	46.30	56.85
Traded goods	65.35	65.35
	111.65	122.20
Closing Balance:		
Finished goods	90.64	46.30
Traded goods	65.35	65.35
	155.99	111.65
Total changes in inventories of finished goods and work-in-progress	(44.34)	10.55
Note 21: Employee benefits expense		
	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages, bonus and other allowances	64.22	39.92
Staff welfare expenses	0.50	3.20
Total employee benefits expense	64.72	43.12
Note 22: Finance costs		
	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest expense and finance charges on financial liabilities carried at amortised cost	100.71	62.24
Total Finance costs	100.71	62.24
Note 23: Depreciation expense		
	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation of property, plant and equipment	8.93	11.25
Total depreciation expense	8.93	11.25

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

(All amounts in INR lakhs, unless otherwise stated)

Note 24: Other expenses

	For the year ended March 31, 2023	For the year ended March 31, 2022
Power charges	26.38	18.10
Rent	1.50	1.20
Repairs to buildings	-	0.09
Repairs to machinery	4.72	0.52
Repairs to others	0.51	1.59
Insurance	0.37	0.35
Rates and taxes, excluding taxes on income	7.27	7.45
Printing and stationery	0.10	0.05
Communication expenses	0.49	0.42
Packing Materials	0.58	-
Professional charges	2.21	2.39
Travelling and conveyance	2.35	1.55
Carriage and freight	4.10	0.24
Payments to Auditors (Refer note 24(a)below)	2.00	1.25
Security charges	8.00	7.42
Provision for		
Expected Credit Loss	384.35	-
Other Doubtful assets	12.85	-
Book deficit on asset discarded	4.15	-
Net loss arising on financial assets mandatorily measured at FVTPL	0.56	45.68
General expenses	5.87	3.16
Total other expenses	468.36	91.46

Note 24(a): Details of payments to auditors

	For the year ended March 31, 2023	For the year ended March 31, 2022
Payment to auditors		
As Statutory Auditor	1.50	0.75
For Tax Audit	-	0.15
For Limited Review	0.50	0.15
For Others	-	0.20
Total payments to auditors	2.00	1.25

Note 24(b): Corporate social responsibility expenditure

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

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

(All amounts in INR lakhs, unless otherwise stated)

Note 25: Income tax expense

	For the year ended March 31, 2023	For the year ended March 31, 2022
Income tax expense		
a) Current tax		
Current tax on profits for the year	- -	- -
Income tax adjustment	- -	- -
Total current tax expense		- -
b) Deferred tax		
- to profit or loss	329.82	(39.15)
- to other comprehensive income	-	-
Total Deferred tax expense/(benefit)	329.82	(39.15)
Income tax expense	329.82	(39.15)
- to profit or loss	329.82	(39.15)
- to other comprehensive income	-	-

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

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit from operations before income tax expenses	(630.82)	(201.08)
Income tax rate	26.00%	26.00%
Income tax	-	-
Reversal of Deferred tax on account of the absence of reasonable certainty of future profits	329.82	-
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Expenses/(income) not allowed for tax purpose	-	10.81
on account of Unabsorbed depreciation and unused tax losses	-	(49.96)
Income tax expenses	329.82	(39.15)

Unused tax losses and unused tax credits for the purposes of deferred tax :

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

	For the year ended March 31, 2023	For the year ended March 31, 2022
Unused tax losses	572.40	-
Unabsorbed tax depreciation	858.70	-
	1,431.10	-
Potential tax benefit @ 26 %	372.09	-

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

	For the year ended March 31, 2023	For the year ended March 31, 2022
Unused tax losses		
Less than 5 years	171.20	-
Less than 6 years	65.14	-
Less than 7 years	137.91	-
Less than 8 years	198.15	-
	572.40	-

Note

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

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

(All amounts in INR lakhs, unless otherwise stated)

Note 26: Financial instruments and risk management - Fair value hierarchy

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

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

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

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

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

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

Note 27: Categories of Financial Instruments

Promoter name	Fairvalue Hierarchy	Notes	As at March 31, 2023		As at March 31, 2022	
			Carrying Value	Fair Value	Carrying Value	Fair Value
A. Financial assets						
a) Measured at amortised cost						
i) Cash and cash equivalents	Level-3	9	19.18	19.18	14.16	14.16
iii) Other Assets	Level-3	4	44.44	44.44	44.04	44.04
iv) Trade receivables	Level-3	8	33.56	33.56	396.88	396.88
v) Investments	Level-1	7	1.86	1.86	-	-
Total financial assets			99.04	99.04	455.08	455.08
B. Financial liabilities						
a) Measured at amortised cost						
i) Trade payables	Level-3		312.34	312.34	280.67	280.67
ii) Borrowings	Level-3	15	2,512.02	2,512.02	2,212.91	2,212.91
iii) Other financial liabilities	Level-3	15	21.79	21.79	12.19	12.19
Total Financial liabilities			2,846.15	2,846.15	2,505.77	2,505.77

Note 28: Financial Risk Management

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

(A) Credit Risk:

Credit risk is the risk of potential loss that may occur due to failure of borrower/counterparty to meet the obligation on agreed terms and conditions of the financial contract. Credit risk arises from financial assets such as cash and cash equivalents, other bank balance, trade receivables and other financial assets. The company monitors the exposure to credit risk on an ongoing basis at various levels.

(I) Trade Receivable :

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

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

(All amounts in INR lakhs, unless otherwise stated)

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

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

Particulars	31 March,2023	31 March,2022
Gross carrying amount	417.91	396.88
Expected credit losses (Loss allowance provision)	384.35	-
Net carrying amount of trade receivables	33.56	396.88

(B) Market Risk:

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

• Interest Rate Risk

Interest rate risk is the risk that the future cash flows or the fair value of a financial instrument will fluctuate because of changes in market interest rates. The Company manages its market interest rates by fixed rate interest . total borrowing of the company received from the holding compnay at fixed interest rate which is not change with market factors. Hence ,the Company is not significantly exposed to interest rate risks.

• Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash ?ows of an exposure will ?uctuate because of changes in foreign exchange rates. Sales in other countries and purchases from overseas suppliers are exposed to risk associated with fluctuation in the currencies of those countries vis-a-vis the functional currency i.e. Indian rupee. The Company manages currency fluctuations by having a better geographic balance in revenue mix and ensures a foreign currency match between liabilities and earnings. The Company continually reassesses the cost structure impacts of the currency volatility and engages with customers addressing such risks.

Unhedged foreign currency exposure as at the reporting date:

	As at March 31, 2023			As at March 31, 2022		
	USD	Euros	Equivalent Amount in INR	USD	Euros	Equivalent Amount in INR
Trade receivable	9,148	-	7.52	-	-	-
Advance to suppliers and services	190,000	-	156.21	-	-	-

i) Foreign Currency Risk - Sensitivity

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

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

Particulars	31 March,2023	31 March,2022
USD	4.09	-
Euros	-	-

(C) Liquidity Risk:

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

The Company manages it`s risk from it`s principle source of resources such as cash and cash equivalents , cash flows that are generated from operations and other means of borrowings, to ensure, as far as possible. To mitigate this risk the company has a financial support from the holding company.

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

(All amounts in INR lakhs, unless otherwise stated)

	On Demand	Due in 1st year	Due after 1st year	Total
As At March 31,2023				
Borrowing from Holding company	2,512.02	-	-	2,512.02
Trade and other payable	312.34	-	-	312.34
Other financial liabilities	21.79	-	-	21.79
As At March 31,2022				
Borrowing from Holding company	2,212.91	-	-	2,212.91
Trade and other payable	280.67	-	-	280.67
Other financial liabilities	12.19	-	-	12.19

Note 29: Capital Management

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

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

Particulars	31 March,2023	31 March,2022
Net Debt	2,492.84	2,198.75
Equity	(2,082.40)	(1,121.76)
Total Capital (Net Debt+Equity)	410.44	1,076.99
Net Debt to Total Capital (%)	607.36%	204.16%

Net debt represents:

Particulars	31 March,2023	31 March,2022
A) Borrowings		
Non-current borrowings	-	-
Current borrowings	2,512.02	2,212.91
Current Maturity of long term borrowings	-	-
Total(A)	2,512.02	2,212.91
B) Cash and cash equivalents	19.18	14.16
C) Net Debt (A-B)	2,492.84	2,198.75

Note 30 (a): Contingent Liabilities

	31 March,2023	31 March,2022
Corporate Guarantee given by M/s. Midwest Granite Pvt. Ltd. On behalf of the company In favor of President of India	175.00	175.00
Corporate Guarantee given by the Company in favour of HDFC Bank for Loans taken by Midwest Granite Pvt Ltd	3,557.67	335.25

Note 30 (b): Commitments

Particulars	31 March,2023	31 March,2022
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	-

Note 31: Payables to Micro, Small & Medium Enterprises

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



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

(All amounts in INR lakhs, unless otherwise stated)

	As at March 31, 2023	As at March 31, 2022
Principal amount remaining unpaid as on 31st March	NIL	NIL
Interest due thereon as on 31st March	NIL	NIL
Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the supplier beyond the appointed day during the year	NIL	NIL
Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but	NIL	NIL
Interest accrued and remaining unpaid as at 31st March	NIL	NIL
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Act	NIL	NIL

a) Ageing of trade payables as at March 31, 2023

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

b) Ageing of trade payables as at March 31, 2022

Particulars	Not Due for payment	Less than 1 Year	1- 2 Years	2-3 years	More than 3 Years	Total
(i) Undisputed Dues						
MSME	-	-	-	-	-	-
Othes	-	1.89	38.46	51.99	188.33	280.67
(ii) Disputed Dues						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	-	1.89	38.46	51.99	188.33	280.67

Note 32: Segment Information

(a) Description of segments and principal activities

The Whole Time Director has been identified as the Chief Operating Decision Maker (CODM). Operating segments are defined as components of an enterprise for which discrete financial information is available. This is evaluated regularly by the CODM, in deciding how to allocate resources and assessing the Company's performance. The Company is engaged in the processing and trading business of Granite, Marble and other natural stone and operates in a single operating segment.

Geographical Information

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

Particulars	As at March 31, 2023	As at March 31, 2022
Revenue from external customers		
India	167.52	12.35
Rest of the World	7.51	-
	175.03	12.35
Non-current Assets		
India	-	-
Rest of the World	-	-



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

(All amounts in INR lakhs, unless otherwise stated)

Note 33: Related Party Transactions

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

(d) Transactions with Related Parties:

	As at March 31, 2023		As at March 31, 2022	
	Amount	Outstanding balance	Amount	Outstanding balance
Holding Company:				
Midwest Granite Private Limited				
Loan Taken	303.50	2512.02 Cr	430.48	2212.91 Cr
Loan Repaid	95.00		1.69	
Interest on Loan Taken	100.68		62.21	
Purchase of Goods	13.16	312.34 Cr		280.67
Reimbursement of Expenses	0.42			
Rent 1.20		1.20		
Sale of Goods	8.57	7.51 Dr	-	-
Corporate Guarantee Given	-	3,557.67	-	335.25
Corporate Guarantee Taken	-	175.00	-	175.00
Fellow Subsidiary				
Reliance Diamond Tools Private Limited				
Advance for supply of goods and services:	151.94	151.94 Dr	-	-

Note 34: Earnings per share

	As at March 31, 2023	As at March 31, 2022
(a) Basic EPS - In Rupees		
Basic earnings per share attributable to the equity holders of the company	(29.38)	(4.95)
(b) Diluted EPS -In Rupees		
Diluted earnings per share attributable to the equity holders of the company	(29.38)	(4.95)

(c) Reconciliation of earnings used in calculating earnings per share

	As at March 31, 2023	As at March 31, 2022
Basic earnings per share		
Profit attributable to the equity holders of the company used in calculating basic earnings per share	(960.64)	(161.93)
Diluted earnings per share		
Profit attributable to the equity holders of the company used in calculating diluted earnings per share	(960.64)	(161.93)



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

(All amounts in INR lakhs, unless otherwise stated)

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

	As at March 31, 2023	As at March 31, 2022
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	32,70,000	32,70,000
Adjustments for calculation of diluted earnings per share:	-	-
Weighted average number of equity shares used as the denominator in calculating diluted earnings per share	32,70,000	32,70,000

Note 35: Note on Balances:

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

Note 36: No Delay in charge creation / satisfaction with ROC beyond the statutory period.

Note 37 : Ratios to be disclosed

Particulars	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	% Change in Ratio
a) Current ratio(in times)	Current Assets	Current Liabilities	0.19	0.33	-42.33%
b) Debt-Equity ratio(in times)	Total debt	Shareholder's Equity	(1.21)	(1.97)	-38.85%
c) Debt service coverage ratio(in times)	Earnings available debt Service = Profit after tax+Non cash expenses + Interest + Others non cash adjustments	Debt Service = Interest payments + Principle payments	(8.45)	11.49	-173.57%
d) Return on Equity ratio(in %)	Profit after tax	Average Shareholders fund's	0.46	0.14	31.70%
e) Inventory turnover ratio(in times)	Sale of Products	Average Inventory	1.00	0.07	1233.31%
f) Trade receivables turnover ratio(in times)	Revenue from operations	Average trade receivable	0.81	0.03	2921.61%
g) Trade payables turnover ratio(in times)	Net Credit Purchases	Average Trade Payables	0.37	0.01	2621.93%
h) Net capital turnover ratio(in times)	Revenue from Operations	Working Capital	(0.08)	(0.01)	934.65%
i) Net profit ratio(in %)	Profit after tax	Revenue from operations	(5.49)	(13.11)	762.33%
j) Return on capital employed(in %)	Earning before interest and taxes	Capital employed = Net worth + Total debt+ Deferred tax liability	0.23	0.08	14.65%
k) Return on investment	Net Profit	Total Assets	(0.01)	-	0.00%

Reasons for Variance :

Current Ratio & Debt-Equity ratio : Change on account of increase in current borrowings during the year

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

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

Trade Receivables : Change on account of increase in revenue compared to previous year.

Trade Payables : Change on account of increase in Purchases compared to previous year.

Net Capital Turnover Ratio : Change on account of increase in Revenue compared to previous year.

Net Profit Ratio : Change on account of increase in losses mainly on account of ECL provision Made and Deferred tax expense made during the year

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

(All amounts in INR lakhs, unless otherwise stated)

Note 38 : During the year, the company had negative other equity of Rs. 2,082.40 lakhs and incurred losses during period and the preceding years. The Company is in the process of evaluating various business opportunities to turn-around its operations and the holding company has assured to continue the support. Accordingly, management believes that it is appropriate to prepare these financial statements on a going concern basis.

Note 39 (i) : No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 39 (ii) : No funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 40 : Other Statutory Information

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iv) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)
- (v) The Company has not been declared as Wilful defaulter by any Banks, Financial institution or Other lenders.
- (vi) The Company has not entered into any scheme of arrangements which has an accounting impact on current and previous financial year.
- (vii) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

Note 41 : The figures for the previous year have been reclassified / regrouped wherever necessary to conform to current year's classification.

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

Deepak Kukreti

Whole Time Director
DIN :03146700

B. Satyanarayana Raju

Whole Time Director
DIN: 01431440

S Anand Reddy

Chief Financial Officer

Rukya Praveen

Company Secretary

Place : Hyderabad
Date : May 29,2023

As per our report of even date

For MAJETI & CO.

Chartered Accountants
Firm's registration number: 015975S

Kiran Kumar Majeti

Partner
Membership Number: 220354

Place : Hyderabad
Date : May 29,2023