FERRO ALLOYS CORPORATION LIMITED

ANNUAL REPORT

FY 2023-24

FERRO ALLOYS CORPORATION LIMITED

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CORPORATE INFORMATION
FERRO ALLOYS CORPORATION LIMITED
As on 31st March 2024

Board of Directors	1. **Mr. Akhilesh Joshi** – Non-Executive Independent Director 2. **Mr. Alampalam Ramakrishnan Narayanaswamy** – Non-Executive Independent Director 3. **Mrs. Pallavi Joshi Bakhru** – Non-Executive Director 4. **Mr. Arun Misra** – Non-Executive Director 5. **Mr. Pankaj Kumar Sharma** – Whole Time Director
Chief Financial Officer	**Mr. Karan Kumar Kejriwal**
Company Secretary	**Mr. Sambit Kumar Sarangi**
Statutory Auditors	**S.R. Batliboi & Co. LLP**
Secretarial Auditors	**Vinod Kothari & Company**
Cost Auditors	**Niran & Co.**
Bankers	**HDFC Bank** **Bank of India** **ICICI Bank**
Registered Office Address	**D P Nagar, Randia, Bhadrak, Odisha – 756135**

FERRO ALLOYS CORPORATION LIMITED

CIN: U45201OR1955PLC008400
Registered Office: D P Nagar, Randia, Dist. Bhadrak – 756135, Odisha
Tel.: 6784 240320| **E-mail:** facor.ccp@vedanta.co.in | **Website:** www.facorgroup.in

NOTICE OF 68TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 68th Annual General Meeting (AGM) of the Members of Ferro Alloys Corporation Limited will be held on **Friday, 28th June 2024 at 10:00 A.M.,** through Video Conferencing/Other Audio-Visual Means (VC/OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Auditor's Report and Board's Reports thereon.
2. To appoint Mr. Arun Misra (DIN: 01835605), Director, who retires by rotation and being eligible, offers himself for re-appointment as a director.

SPECIAL BUSINESS:

3. **Ratification of Cost Auditor's Remuneration:**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and based on the recommendation of the Audit Committee and approval of the Board of Directors of the Company, the remuneration payable to Niran & Co., Cost Accountants (Firm Registration No. 000113) appointed as the Cost Auditors of the Company to conduct cost audit with respect to the products to be manufactured by the Company for the Financial Year ending 31st March, 2025, amounting to Rs. 100,000 (Rupees One lakh only) plus taxes as applicable and reimbursement of travel and out of pocket expenses in connection with the said audit, be and is hereby ratified and confirmed".

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

4. **Extension of Tenure of Mr. Arun Misra (DIN: 01835605) as Non-Executive Director of the Company for a period from 21st September 2023 to 31st May 2025:**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, and any other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, on the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, consent of the members be and is hereby accorded for extension of Tenure of Mr. Arun Misra (DIN: 01835605) as Non-Executive Director of the Company for a period from 21st September 2023 to 31st May 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and to take such steps and actions, as may be considered necessary for the purpose of implementation of the aforesaid resolution."

5. **Extension of Tenure of Mrs. Pallavi Joshi Bakhru (DIN: 01526618) as Non-Executive Director of the Company for the period of 1 Year with effect from 21st September 2023 to 20th September 2024:**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, and any other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, on the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, consent of the members be and is hereby accorded for extension of tenure of Mrs. Pallavi Joshi Bakhru (DIN: 01526618) as Non-Executive Director of the Company for the period of 1 Year with effect from 21st September 2023 to 20th September 2024.

RESOLVED FURTHER THAT pursuant to the provisions of sections 149, 197 and other applicable provisions of the Act and the Rules made thereunder, Mrs. Pallavi Joshi Bakhru shall be entitled to receive the remuneration/ fees/ commission as permitted to be received in a capacity Non-Executive Director under the Companies Act, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and to take such steps and actions, as may be considered necessary or the purpose of implementation of the aforesaid resolution."

6. **Payment of managerial remuneration to Mr. Pankaj Kumar Sharma, Whole Time Director of the Company in excess of limits prescribed in Section 197 of the Companies Act, 2013.**

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

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("The Act") read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on the recommendation of Nomination and remuneration committee and Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for payment of managerial remuneration to Mr. Pankaj Kumar Sharma (DIN: 10213819), Whole Time Director of the Company for the period 1st July, 2023 to March 31, 2024 in excess of the stipulated limits prescribed under Section 197 of the Companies Act, 2013 in case of managerial remuneration paid in excess of 5% of Net profit to the Whole Time Director of the Company.

7. **Waiver for the recovery of excess managerial remuneration paid to Mr. Pankaj Kumar Sharma, Whole-Time Director of the Company.**

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

"RESOLVED THAT pursuant to the provisions of Section 197(10) of the Companies Act, 2013 read with the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 and any other applicable provisions, if any including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and on the recommendation of Nomination and remuneration committee and Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to ratify and waive the recovery of excess remuneration of Rs.1.02 Crores paid to Pankaj Kumar Sharma (DIN-10213819), Whole-Time Director during the period from 1st July, 2023 to March 31, 2024, in excess of the limits prescribed under Section 197(1) of the Companies Act, 2013.

8. **Remuneration to the non-executive directors of the Company in excess of the limit prescribed under Section 197 of the Companies Act 2013:**

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

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 198, of the Companies Act, 2013 ("The Act") read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 and any other applicable provisions if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on the recommendation of NRC and Audit Committee and Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for payment of remuneration to the Non-Executive Directors and Independent Directors of the Company for the FY 2023-24 in excess of 1% of Net profit of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient, or desirable to give effect to above resolution."

9. **Payment of commission to Non-Executive Director and Independent Directors of the Company for FY 2023-24.**

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

"**RESOLVED THAT** pursuant to the provisions of Section 149(9), 197, and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Schedule V of the act, including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of Members of the Company be and is hereby accorded for payment of remuneration in form of profit related commission of Rs. 54.25 Lakhs to Non-Executive Director and Independent Directors of the Company as mentioned below for the period from April 1, 2023, to March 31, 2024.

Sr. No.	Name of the Director	Proposed Commission for FY 2023-24 (₹ in lakhs)
1.	Mr. Akhilesh Joshi (DIN: 01920024) Non-Executive Independent Director	18.00
2.	Mr. A.R. Narayanaswamy (DIN: 00818169)-Non-Executive Independent Director	17.75
3.	Mrs. Pallavi Joshi Bakhru (DIN: 01526618) Non-Executive Director	18.50

RESOLVED FURTHER THAT any of the Whole-Time Director and/or Chief Financial Officer and/or Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary or incidental to give effect to above resolution."

By Order of Board of Directors of
Ferro Alloys Corporation Limited

Sd/-
Sambit Kumar Sarangi
Company Secretary
ACS - 11105

Place: Bhadrak
Date: 18th April, 2024

NOTES:

1. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') setting out material facts concerning the business with respect to Item No. 3,4,5,6,7,8, and 9 forms part of this Notice.

   Additional information regarding particulars of the directors seeking appointment/re- appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as an annexure to the Notice.

2. In continuous to the General Circular numbers 20/2020 dated May 5, 2020, General Circular number 02/2022 dated May 5, 2022, General Circular number 10/2022 dated December 28, 2022 and the Ministry of Corporate Affairs (MCA) vide its General Circular number 09/2023 dated September 25, 2023, (hereinafter referred to as "the Circulars"), has allowed the companies whose AGMs are due in the year 2024, to conduct their AGMs on or before 30th September 2024, through VC/OAVM, without the physical presence of members at a common venue, in accordance to the requirement s laid down in Para 3 and 4 of the General Circular numbers 20/2020 dated May 5, 2020.

3. The relevant details, pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment / re-appointment at this Annual General Meeting ("AGM") are also annexed.

4. The requirement to place the matter relating to the appointment of Statutory Auditors for ratification by Members at every Annual General Meeting has been done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed for ratification of appointment of S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Regn. No. 301003E/E300005), Statutory Auditors, who were appointed to hold office from the conclusion of the 66th Annual General Meeting for a term of consecutive five years till conclusion of the 71st Annual General Meeting.

5. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip not annexed to this Notice.

6. The members may join the meeting 15 minutes before and after the scheduled time of the commencement of the AGM. The facility of participation at the AGM through VC/OAVM will be made available for members, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee and Nomination & Remuneration Committee, Auditors etc.

7. Participation of members through VC / OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013.

8. Pursuant to Section 113 of the Companies Act, 2013 Corporate Shareholders (i.e. other than individuals / HUF, NRI etc.) are required to send a scanned copy (PDF / JPG Format) of its Board or governing body Resolution/Authorisation etc., authorising its representative to attend the AGM through VC / OAVM and vote on its behalf. The said Resolution/Authorisation shall be sent to the Company at facor.ccp@vedanta.co.in

9. The Notice of the 68th AGM and the Annual accounts for the financial year 2023-24 (hereinafter referred to as the "Annual Report") are being sent through electronic mode to the members who have registered their email IDs with the Company / Depository Participants (DPs)in accordance with the aforementioned Circulars. No physical copy of the Notice and the Annual Report has been sent to members who have not registered their e-mail addresses with the Company/ DPs.

10. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to have the information ready.

11. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes at the meeting.

12. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

By Order of Board of Directors of
Ferro Alloys Corporation Limited

Sd/-

Sambit Kumar Sarangi
Company Secretary
ACS - 11105

Place: Bhadrak
Date: 18th April, 2024

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

The Board of Directors, on the recommendation of the Audit Committee of the Company, has re-appointed M/s Niran & Co., Cost Accountants as Cost Auditor of the Company for FY 2024-25.

Board of Directors approved the appointment of Niran & Co., Cost Accountants, (Firm Registration No.: 000113) as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2025, at a remuneration of INR 1,00,000 (Indian Rupees One Lakh only) plus applicable taxes and reimbursement of out-of-pocket expenses at actual.

The partners of the firm hold a valid certificate of practice under sub-section (1) of Section 6 of Cost and Works Accountants Act, 1959.

Niran & Co., a firm of Cost Accountants, had certified that their appointment is within the limits prescribed under Section 141(3)(g) read with Section 148 of the Companies Act, 2013 and further they are independent firm of Cost Accountants and having arm's length relationship with our Company.

Niran & Co. also confirmed that there are no orders or proceedings which are pending against their firm or any of their partners relating to professional matters of conduct before the Institute of Cost Accountants of India or any competent authority or any court.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company.

The Company has disclosed all the related information and to the best of understanding of the shareholders and no other information and facts are required to be disclosed that may enable Members to understand the meaning, scope and implications of the item of business and to take decision thereon.

Accordingly, the consent of the Members is sought to ratify the remuneration payable to the Cost Auditor for the FY 2024-25.

The Board of Directors of the Company recommends passing resolution as set out in Item No. 3 of the Notice above, by way of Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested financial or otherwise in the said Ordinary Resolution.

Item No. 4

Mr. Arun Misra (DIN: 01835605), who was appointed as Non-Executive Director of the Company from 21st September 2020. Later on, the Board of Directors of the Company fixed the tenure of Mr. Arun Misra as Non-Executive Director of the Company for the period of 1 year from the period 21st September 2022 to 20th September 2023. Thereafter, on the recommendation of the Nomination and remuneration committee, the Board of Directors vide resolution passed by circulation on 19th September 2023 has extended the tenure of Mr. Arun Misra as Non-Executive Director on the Board of the Company w.e.f. 21st September 2023 to 31st May 2025.

The Board considers that the extension of tenure of Mr. Arun Misra as a Director which give immense benefit to the Company and thus recommends the Ordinary Resolution as set out in Item no. 4 for approval of the members of the Company.

The resolution seeks the approval of members for the extension of tenure of Mr. Arun Misra (DIN: 01835605) as a Non-Executive Director of the Company for the period of 2 (Two) years w.e.f. 21st September 2023 to 31st May, 2025 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Except Mr. Arun Misra and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution set out in Item no. 4 of the notice.

Other details in respect of the extension of tenure of Mr. Arun Misra, in terms of the Companies Act, 2013 and Secretarial Standards on General Meetings are annexed to this notice.

Item No. 5

Mrs. Pallavi Bakhru Joshi (DIN: 01835605), who was appointed as Non-Executive Director of the Company from 21st September 2020. Subsequently, the Board of Directors of the Company fixed the tenure of Mrs. Pallavi Bakhru Joshi as Non-Executive Director of the Company for the period of 1 year from the period 21st September 2022 to 20th September 2023. Thereafter, on the recommendation of Nomination and Remuneration Committee the Board of Directors vide resolution passed by circulation on 19th September 2023 has extended the tenure of Mrs. Pallavi Bakhru Joshi as Non-Executive Director on the Board of the Company for the period of 1 year i.e. till 20th September 2024.

The Board considers that the extension of tenure of Mrs. Pallavi Bakhru Joshi would be of immense benefit to the Company and thus recommends the Ordinary Resolution as set out in Item no. 5 for approval of members of the Company.

The resolution seeks the approval of members for extension of tenure of Mrs. Pallavi Bakhru Joshi (DIN: 01835605) as a Non-Executive Director of the Company for the period of 1 (One) year w.e.f. 21st September 2023 to 20th September 2024 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Except Mrs. Pallavi Bakhru Joshi and her relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution set out in Item no. 5 of the notice.

Other details in respect extension of tenure of Mrs. Pallavi Bakhru Joshi, in terms of the Companies Act, 2013 and Secretarial Standards on General Meetings are annexed to this notice.

Item No. 6 & 7

On the Recommendation of Nomination and Remuneration Committee, Mr. Pankaj Kumar Sharma (DIN: 10213819) was appointed as Whole-Time Director and CEO of the Company by the Board of Directors for a period of 2 years w.e.f. 1st July 2023 with remuneration. The same was subsequently approved by the members at the Extraordinary General Meeting held on August 14, 2023.

During the year (1st July to 31st March 2024) the Company has paid remuneration of Rs. 2.74 crores to Mr. Pankaj Kumar Sharma, Whole-Time Director, which exceeds the prescribed limit of 5% of net profit calculated under section 198 of the Act.

The Net profit of the Company for the FY 2023-24 comes to Rs.34.43 crores as per section 198 of the Companies Act, 2013. As per provision of section 197 of the Act the maximum remuneration can be paid Rs.1.72 crores (5% of Rs.34.43 crores) to Mr. Pankaj Kumar Sharma Whole-Time Director for the financial year (1st July to 31st March 2024) 2023-24. However, the Company paid excess remuneration of Rs.1.02 crores over and above the remuneration 5% of the net profit calculated under section 198 of the Act.

As per the provisions of 197 of the Act any excess remuneration paid to Whole-Time Director, when there is one such Whole-Time Director, in any financial year requires Shareholders approval by passing a special resolution in a General Meeting.

Consequent to which, the Nomination and Remuneration Committee of the Company in its meeting held on 16th April 2024 considered and recommend to the Board for the payment of Managerial Remuneration to Mr. Pankaj Kumar Sharma, Whole Time Director in excess of the limit of 5% of Net Profit of the Company and also recommended the waiver off excess managerial remuneration paid to Mr. Pankaj Kumar Sharma for the period 1st July 2023 to 31st March 2024, subsequently Board of Directors in their meeting held on 18th April 2024 approved the said proposals and accordingly recommends to the shareholders of the Company for their approval by way of Special Resolutions to ratify and waiver of the excess amount of Rs. 1.02 Cr paid to Mr. Pankaj Kumar Sharma, Whole Time Director and CEO during the period from 1st July 2023 to 31st March 2024.

The resolution set out in Item No. 6 seeks the approval of members by way of Special Resolution for the payment of managerial remuneration to Mr. Pankaj Kumar Sharma in excess of the limit of 5% of Net Profit of the Company pursuant to Section 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The resolution set out in Item No. 7 seeks the approval of members by way of Special resolution for waiver off the recovery of excess managerial remuneration paid to Mr. Pankaj Kumar Sharma for the period 1st July 2023 to 31st March 2024.

Except Mr. Pankaj Kumar Sharma, none of the Directors and Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in resolution No. 6 and 7 respectively.

Item No. 8 & 9

As per the provisions of the Companies Act 2013 an Independent Director and other non-executive Directors may receive remuneration by way of fee provided under sub-section (5) of section 197 (i.e. sitting fees), reimbursement of expenses for participation in the Board and other meetings and profit related commission as may be approved by the members.

On the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on 18th April 2024 approved the payment of commission of Rs. 54.25 Lakhs to Non-Executive Director and Independent Directors of the Company for FY 2023-24.

As per Section 197 of the Companies Act, 2013, maximum remuneration which can be paid by the Company to its Directors other than Managing Director, Whole Time Director and Manager shall not exceed 1% of Net Profit of the Company.

During the FY 2023-24 the Company has reported the Net profit of ₹ 34.43 crores (calculated as per Section 198) and maximum remuneration i.e. Commission of Rs. 34.43 lakhs can be paid to its directors other than Managing Director, Whole Time Director and Manager exceeding for the FY 2023-24. However, board on the recommendation of the Nomination and Remuneration Committee, the Board has approved commission of Rs.54.25 lakhs for its Independent and Non-Executive Directors. This means there is excess Commission of Rs.19.82 lakhs.

The quantum of commission for all the Directors is based on overall performance, engagement, and effective evaluation by them. These factors include both quantitative and qualitative aspects. The above-mentioned Directors have rich experience and have shown active participation during FY 24 in discussions related to various business processes which includes projects, IT, security, asset optimization, compliances, capex, etc. They have provided guidance and support to the management for improvement. Various other factors include attendance, time spent in Board & Committee meetings and operational matters, contribution made by the Directors other than the meetings for overall improvement and effective management of the company.

As per the provisions of 197 of the Act any excess remuneration paid to Directors, other that Whole-Time Director, when there is one such Whole-Time Director, in any financial year requires Shareholders approval by passing a special resolution in a General Meeting.

Accordingly, the consent of the Members is sought by way of Special Resolution for payment of remuneration to the said Non-Executive and Independent Directors of the Company in excess of the said limit of 1% of Net Profit.

The Board of Directors of the Company, therefore, recommends passing of the Special resolution as set out in Item No. 8 of the Notice above by way of Special resolution.

The resolution set out in Item No. 9 seeks the approval of members by way of Ordinary resolution for payment of commission to be paid to Mr. Akhilesh Joshi, Mr. AR Narayanaswamy and Mrs. Pallavi Joshi Bakhru respectively for the FY 2023-24.

Except Mr. Akhilesh Joshi, Mr. AR Narayanaswamy and Mrs. Pallavi Joshi Bakhru, none of the Directors and Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the said resolutions respectively.

By Order of Board of Directors of
Ferro Alloys Corporation Limited

Sd/-
Sambit Kumar Sarangi
Company Secretary
ACS - 11105

Place: Bhadrak
Date: 18th April, 2024

Annexure to AGM Notice

Details of Director seeking appointment/re-appointment at the forthcoming 68th Annual General Meeting

Name of the Director	**Mrs. Pallavi Joshi Bakhru (DIN: 01526618)**	**Mr. Arun Misra (DIN: 01835605)**
Date of Birth/ Age	September 16, 1967	May 8, 1965
Date of first appointment	September 21, 2020	September 21, 2020
Qualification	Mrs. Pallavi Joshi Bakhru Fellow Member of the Institute of Chartered Accountants of India and Member of Indian Institute of Corporate Affairs	Mr. Arun Misra holds Bachelor's degree in Mechanical engineering from IIT Kharagpur and also completed Diploma in Mining and Beneficiation from the University of South Wales.
Expertise	Currently Mrs. Pallavi Joshi Bakhru is the Head of the Private Client Service offering at Grant Thornton in India and heads the UK Corridor. She has over 31 years of experience spanning solutions and clients in different sectors. She was the Head of Tax at a large natural resources group for 5 years and assisted with growth strategies. In 2015, Pallavi was recognised as one of the Top 10 Women in Tax in India by the International Tax Review. Her specialities include corporate tax, litigation, including being a part of a team that ran an international arbitration under Bilateral Investment Treaty (BIT), tax structuring and regulatory matters pertaining to FEMA. Over the years, she has simplified the global structure of some large groups, institutionalised a royalty payment system, resolved some high-pitched tax litigation and done advocacy. She works closely with Promoters and CXO's on critical aspects of business, including decisions related to business restructuring, choice of senior counsels for representation in key litigation, she has helped in re-organising few businesses and take their geographic footprint overseas. She has experience of natural resources, consumer and retail, aviation, manufacturing and education.	CEO, Zinc Business, Vedanta has been leading Hindustan Zinc, the world's second largest integrated producer of Zinc and 5th largest silver producer since August 1, 2020. Following this in June 2022, Mr. Misra has taken on additional responsibility of managing the operations & growth of Vedanta Zinc International which have their mines and concentrator in South Africa. With effect from 1st August 2023, Mr. Misra has also been appointed as Executive Director at Vedanta Limited. He was appointed as Dy. CEO, Hindustan Zinc Limited on November 20th, 2019 and was elevated to CEO & WTD, Hindustan Zinc Limited from August 1st, 2020. He has done his bachelor's in electrical engineering from IIT, Kharagpur, Diploma in Mining and Beneficiation from University of New South Wales Sydney and Diploma in General Management from CEDEP, France. He possesses knowledge of TQM, Six Sigma, TPM and Malcolm Baldridge Model. He started his career with Tata Steel as Maintenance Head (Electrical), West Bokaro Coal Washery in July 1988. He brings 31 years of rich & diverse experience in leading various strategic positions within Tata Steel. In his last assignment at Tata Steel, Arun was working as Vice President — Raw Materials Division. During his tenure at Tata Steel, he lead important and crucial portfolios like Plant Operations, Mining Operations, and Safety & Project Management. In addition, Arun is the Vice President of Indian Institute of Mineral Engineers and has published several papers in their nationally reputed journals.

Directorship of other Boards as on 31 March 2024	1. Gabriel India Limited 2. Filatex India Limited 3. Grant Thornton Advisory Private Limited 4. Neuland Laboratories Limited	1. Vedanta Limited 2. Hindustan Zinc Limited 3. ESL Steel Limited 4. Hindustan Exploration Services Private Limited
Number of Memberships in Audit/Stakeholder Committee(s) including this Company	5	1
Number of shares held in the Company as on31.03.2024	NIL	NIL

BOARD'S REPORT

To the Members,

The Board of Directors presents the 68th Board Report of Ferro Alloys Corporation Limited together with the Audited Statements of Accounts for the Financial Year ended March 31, 2024. This report, therefore, is drawn for the Company on a stand-alone basis.

1. Financial Results

Rs. In Crores

Particular	Year Ended 31 Mar, 2024	Year Ended 31 Mar, 2023
Revenue from operation*	819.33	778.33
Profit from operation before other Income, Finance Cost and exceptional Item	52.87	105.33
Other Income	11.64	17.73
Finance Cost	35.34	11.76
Exceptional Item	(0.25)	18.01
Profit & Loss before tax	**29.42**	93.29
Tax Expense /(Credit)	8.44	(198.86)
Net profit/(Loss) after tax	20.97	292.15
Reserves excluding revaluation reserves as on balance sheet date	1045.58	1025.58
EPS	0.62	8.59
Transferred to general reserve	-	-
Interim Dividend	-	-

- Amount includes Revenue from operation and operating income.

2. Dividend

With a view to conserve resources for future business operations of the Company, your directors do not recommend any dividend for the financial year 2023-24.

3. Transfer to Reserves

No amounts have been transferred to the Reserves during the year under review.

4. Business Performance

During the year under consideration, your company achieved the High Carbon Ferro Chrome (HcFc) production of 79572 MT as against 67390 MT in the previous year. Revenue from operations increased to Rs. 819.33 crores (Previous year Rs. 778.33 crores). EBIDTA decreased to Rs. 116.27 crores against Rs. 162.37 crores in Previous year.

Exports including deemed exports were at Rs. 365.63 crores as against Rs. 251.64 crores in the previous year and during the year under review foreign currency earning in rupee terms was Rs. 180.74 crores.

During the year under review, the mining operation was still under suspension in Kalarangiatta Chromite Mines due to non-receipt of requisite Forest Clearance from Ministry of Environment & Forest.

5. Projects & Nature of Business

During the year under review the company has successfully commissioned 33 MVA furnace projects and started commercial production.

The Company also started implementing growth projects combination of underground Mining Project at Ostapal Mining Complex and setting-up 2*75 MVA Furnace at existing plant premises at Bhadrak, Odisha at a total outlay of Rs. 2590 crores. The total project implementation period is two years.

During the year under review, there were no change takes place in nature of Business of the Company.

6. Application under Insolvency and Bankruptcy Code 2016

During the year under review no application under the Insolvency and Bankruptcy Code 2016 has been filed for or against the Company.

7. Material changes and commitments, if any, affecting the financial position of the Company

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

8. Significant and Material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future

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

9. Safety

HSE Report for the year 2023-24:

Particulars	2023-24	2022-23
Fatalities	2	2
Lost Time Injury Accidents	4	1
First-aid Injury Accident (inside)	51	70
Medically Treated Injury	8	5
Near miss & incidents	203	714
HIPO Incident	23	9
Environment Incidents	14	0
UC & UA	10590	9811
Fire Incident	4	5

During the year under review the Company recorded 'two' fatalities and reportable incidents. Both fatality incidents were reported at 45 MVA furnace in CCP Plant at Bhadrak.

10. Internal Control Systems and their Adequacy

The Company has an Internal Control System, commensurate with the size, scale, and complexity of its operations. The Internal Auditors monitor and evaluate the efficacy and adequacy of the internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

11. Web Link of Annual Return

Pursuant to provisions of Section 92 of the Companies Act, 2013 read with the applicable Rule thereunder, web link of the Annual Return are:
https://www.facorgroup.in/aboutus/corporate-governance/

12. Subsidiary/ Associate/ Joint Venture Companies

1. Your Company continued to be a subsidiary of Vedanta Limited.
2. Your Company has no subsidiary & Associate Company.

13. Deposits

The Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

14. Auditors

Statutory Auditors

S R Batliboi & Co. LLP (Firm Regn. No. 301003E/E300005) were appointed as Statutory Auditors of the Company by the members at the 66th Annual General meeting held on 30th June 2022, for a period of 5 years to hold office from the conclusion of 66th AGM till the conclusion of the 71st AGM to be held in the year 2027.

As per the Notification of Ministry of Corporate Affairs dated 7th May 2018, ratification of appointment of Statutory Auditors at every AGM is not required.

Auditor's Report

The report issued on Audited financial statements of the Company for the year March 31, 2024, is enclosed to this Report. The observations, if any, made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

During the year under review, the Auditors have not reported any fraud under Section 143 (12) of the Companies Act, 2013 therefore no detail is required to be disclosed pursuant to Section 134(3) (ca) of the Companies Act, 2013.

Cost Auditors

Your Company is required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, and accordingly such accounts and records are made and maintained.

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, as amended from time to time, the cost audit records maintained by the Company in respect of its activity is required to be audited. Your directors have appointed Niran & Co., Cost Accountant, to audit the cost accounts of the Company for Financial 2023-24.

In accordance with the provisions of the Companies Act, 2013, the appointment and remuneration of the Cost Auditors was subsequently ratified by the Members at the Annual General Meeting of the Company held on June 30, 2023.

No qualification reported by the Cost Auditor.

Internal Auditors

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and rule made in there under, the Company appointed KPMG Assurance and consulting Services LLP as internal Auditor of the Company, to undertake the Internal Audit of the Company for financial Year 2023-24.

KPMG Assurance and consulting Services LLP has conducted an internal audit and presents their report before the Audit Committee on quarterly basis.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Vinod Kothari and Company, Practicing Company Secretaries, to undertake the Secretarial Audit of the Company for financial Year 2023-24. Secretarial Audit Report for FY 2023-24 in **MR-3** is annexed herewith as ***Annexure B.***

No qualification/adverse remark reported by the Secretarial Auditors in their report.

15. Capital Structure

The paid-up Equity Share Capital as on 31st March 2024 remain same - Rs. 34,00,01,800 divided into 34,00,01,800 (Thirty-Four Crore One Hundred Eight Hundred) equity shares of Rs. 1/- (Rupees One only) each.

During the year under review, the Authorised share Capital of the Company remained at Rs.730,00,00,000.

During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

During the year under review, your Company has redeemed entire Non- Convertible Debentures of Rs. 286.54 Crores issued under Resolution Plan approved on 30th January 2020 by Hon'ble Bench of NCLT, Cuttack

The Directors of the Company do not hold convertible instruments of the Company.

16. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as ***Annexure A.***

17. Details of Directors & Key Managerial Personnel Appointed/Resigned

During the year under review following changes in Board of Directors were take place:

1. During FY 2023-24 Mr. Sujal Kumar Jitendra Shah was ceased to Director and CEO of the Company with effect from 25th June 2023.

2. During FY 2023-24 Mr. Pankaj Kumar Sharma was appointed as Whole Time Director designated as CEO of the Company with effect from 1st July 2023.

18. Corporate Social Responsibility (CSR) Committee

During the year under review, CSR Committee consist following Directors as member of the Committee:

a) Mr. Akhilesh Joshi - Chairman
b) Mr. AR Narayanaswamy - Member
c) Mr. Arun Misra – Member

During the year under review, there were two meetings of the Corporate Social Responsibility Committee were held on 24th April 2023 and on 12th February 2024.

19. Audit Committee and Nomination & Remuneration Committee

During the year under review, Audit Committee consist following Directors as member of the Audit Committee of the Company:

a) Mr. AR Narayanaswamy - Chairman
b) Mr. Akhilesh Joshi – Member
c) Mrs. Pallavi Joshi Bakhru

During the FY 2023-24, there were Five (5) Audit Committee meeting were held on 24th April 2023, 24th May 2023, 20th July 2023, 19th October 2023 and on 18th January 2024.

During the year under review, Nomination & Remuneration Committee consist following Directors as member of the Nomination & Remuneration Committee of the Company:

a) Mr. AR Narayanaswamy - Chairman
b) Mr. Akhilesh Joshi – Member
c) Mr. Arun Misra – Member

During FY 2023-24, there were Two (2) Nomination & Remuneration Committee meetings that were held on 24th April 2023 and on 20th July 2023.

20. Meetings & Attendance during the Year

Board Meeting:

During the year ended 31st March 2024, five (5) meetings of Board of Directors were held on 24th April 2023, 20th July 2023, 26th July 2023, 19th October 2023 and on January 18, 2024.

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year under review Five Board Meetings were held as under: The attendance of Members at the meetings was as follows:

Name of Director	**No. of the meetings during the year 2023-2024**	
	Held	**Attended**
Mr. Akhilesh Joshi, Chairman	5	5
Mr. Arun Misra	5	5
Mrs. Pallavi Joshi Bakhru	5	4
Mr. Pankaj Kumar Sharma	4	4
Mr. AR Narayanaswamy	5	5
Mr. Sujal Kumar Jitendra Shah	1	1

* During FY 2023-24 Mr. Sujal Kumar Jitendra Shah was ceased to Whole Time Director and CEO of the Company with effect from 10th June 2023.

** During FY 2023-24 Mr. Pankaj Kumar Sharma was appointed as Whole Time Director designated as CEO of the Company with effect from 1st July 2023.

Corporate Social Responsibility (CSR) Committee:

During the year ended 31st March 2024 2 (two) meetings of CSR Committee were held on April 24, 2023, and February 12, 2024.

The attendance of Members at the meetings was as follows:

Name of Director	No. of the meetings during the year 2023-2024	
	Held	**Attended**
Mr. Arun Misra	2	2
Mr. Akhilesh Joshi	2	2
Mr. AR Narayanaswamy	2	2

Audit Committee:

During the FY 2023-24, there were Five (5) Audit Committee meeting were held on 24th April 2023, 24th May 2023, 20th July 2023, 19th October 2023 and on 18th January 2024.

The attendance of Members at the meetings was as follows:

Name of Director	No. of the meetings during the year 2023-2024	
	Held	**Attended**
Mr. AR Narayanaswamy (Chairman)	5	5
Mr. Akhilesh Joshi	5	5
Mr. Pallavi Bakhru	5	5

Nomination & Remuneration Committee (NRC):

During the year ended 31st March 2024, two (2) meetings of the NRC were held on 24th April 2023 and on 20th July, 2023.

The attendance of Members at the meetings was as follows:

Name of Director	No. of the meetings during the year 2023-2024	
	Held	**Attended**
Mr. AR Narayanaswamy (Chairman)	2	2
Mr. Akhilesh Joshi	2	2
Mr. Arun Misra	2	2

21. Annual Evaluation of Board Performance and performance of its committees and individual directors

The Annual Performance Evaluation of the Board, Board Committees and Individual Directors for the financial year 2023- 24 has been carried out by third party independent consultant, through online survey mechanism pursuant to the provisions of the Companies Act, 2013 and the report has been submitted to Chairperson of Board.

22. Corporate Social Responsibility Initiative

As part of its initiatives under “Corporate Social Responsibility (CSR)”, the Company has undertaken projects mainly in the areas of promoting sanitation, education, healthcare, empowerment of woman, infrastructure, Animal Husbandry & Agriculture and Rural Development.

The Annual Report on CSR activities and the CSR Policy adopted by the Company is annexed herewith as ***Annexure C.***

23. Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

24. Particulars of Contracts or Arrangements with Related Parties

All related party transactions that were entered into during the Financial Year under review were on an arm's length basis and were in the ordinary course of business.

All Related Party Transactions are duly approved by the Board.

In accordance with the requirements of Section 188 of the Companies Act, 2013, particulars of Related Party Transactions entered by the Company during the year under review are provided in Form **AOC -2** enclosed herewith as ***Annexure D.***

25. Independent Directors

Your Company has appointed two Independent Directors to the Board.

Company has received Annual disclosures and Declaration of independence from all independent Directors.

26. Managerial Remuneration

During the year under review your Company paid sitting fees and commission to Independent/Non-Executive Directors.

The Company does not have any Managing Director or manager. However, Mr. Pankaj Kumar Sharma was appointed as Whole-Time Director designated as Chief Executive Director from 1st July 2023 on the Board of the Company.

The information required pursuant to Section 197 read with Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request.

In terms of Section 136 of the Companies Act, 2013 the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company in this regard.

27. Risk Management

The Company has a robust Business Risk Management (BRM) framework to identify and evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The business risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting.

28. Shares

a. **Buy Back of Securities**

The Company has not bought back any of its securities during the year under review.

b**. Sweat Equity**

The Company has not issued any Sweat Equity Shares during the year under review.

c. **Bonus Shares**

No Bonus Shares were issued during the year under review.

d. **Employees Stock Option Plan**

The Company has not provided any Stock Option Scheme to the employees.

29. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2023-24:

- No of complaints received: 1(One)
- No of complaints disposed off: 1(One)

30. Compliance as per Secretarial Standards

As per the provisions of Section 118(10) of the Companies Act, 2013, your Company has complied with the requirements of the applicable Secretarial Standards *i.e.* Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2).

31. Director's Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134 (3)(c) of the Companies Act, 2013:

a. that in the preparation of the annual accounts for the year ended 31st March, 2024, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;

b. that such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2024 and of the profit of the Company for the year ended on that date;

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

d. that the annual financial statements have been prepared on a going concern basis;

e. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

32. Acknowledgements

The Directors would like to thank the employees and employee unions, shareholders, customers, suppliers, bankers, regulatory authorities and all the other business associates of the Company for their confidence and support to its Management. They would also like to thank the Central and State Governments for their support. Sesa Resources Limited recognizes and appreciates the cooperation and support from its holding company Vedanta Limited.

For and on behalf of the Board of Directors

Pankaj Kumar Sharma
Whole-Time Director
DIN: 10213819

AR Narayanaswamy
Director
DIN: 00818169

Place: Bhadrak
Date: 18th April 2024

ANNEXURE 'A' TO BOARD'S REPORT

Additional information as required under Section 134(3)(m) read with Rule 8(3) of Companies (Accounts) Rules 2014.

A CONSERVATION OF ENERGY:

a)	Measures Taken		Conservation of Energy is an ongoing process. Efficient electric equipment and other measures taken in recent past have brought down energy consumption. However, it is difficult to quantify the same and/or assess its impact on cost of production.
b)	Additional investment and proposals if any being implemented for reduction of consumption of energy		
c)	Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods.		
d)	Total energy consumption and energy consumption per unit of production in prescribed form 'A'.		Form 'A' is not applicable to Ferro Alloys Industry.

B) TECHNOLOGY ABSORPTION:

Research & Development (R&D):

a)	Specific areas in which R & D carried out by the company		R&D in the operation of Ferro Chrome Production and manufacturing of briquettes is again a continuous process. Studies to recover the maximum entrapped metal from the discharged slag are in progress.
b)	Benefits derived as a result of the above R&D		
c)	Future Plan of action	:	(i) The Company is analysing and experimenting different methods of briquetting to cut down cost of production. (ii) Slag Utilisation and Waste Management.
d)	Expenditure on R&D	:	Recurring expenditure on R&D has been shown under respective heads of accounts in Profit & Loss Account.
e)	Technology absorption, adaptation and innovation:	:	
	i) Efforts, in brief, made towards technology absorption, adaptation and innovation.	:	Not applicable since no new technology has been adopted
	ii) Benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution etc.	:	Not applicable

iii) Information regarding technology imported during last 5 years	:	No technology has been imported during the last five years.

2) Total Foreign Exchange used and earned	:	₹ in crores
i) CIF value of imports	:	36.08
ii) Expenditure in Foreign currency	:	2.82
iii) foreign exchange earned on FOB basis	:	180.74

For and on behalf of the Board of Directors

Pankaj Kumar Sharma
Whole-Time Director
DIN: 10213819

AR Narayanaswamy
Director
DIN: 00818169

Place: Bhadrak
Date: 18th April 2024

ANNEXURE 'B'

Form No. MR-3
Secretarial Audit Report
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
[*Pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014*]

To,
The Members,
Ferro Alloys Corporation Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Ferro Alloys Corporation Limited (hereinafter called **'Company'**) for the financial year ended March 31, 2024 ('Audit Period') in terms of the engagement letter dated May 03, 2023. The secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, subject to our comments herein, the Company has, during the Audit Period, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place.

We have examined the books, papers, minutes, forms and returns filed and other records maintained by the Company for the Audit Period, according to the provisions of applicable law provided hereunder:

1. The Companies Act, 2013 ('Act') and the rules made thereunder including any re-enactment thereof.
2. Specific laws applicable to the industry to which the Company belongs, as identified and compliance whereof as confirmed by the management, that is to say:
    a. The Mines Act, 1952 and Rules made thereunder;
    b. The Mines and Minerals (Development and Regulation) Act, 1957, and the Rules made thereunder;
    c. The Standards of Weights and Measures Act, 1976, and the Rules made thereunder;
    d. Explosive Act, 1884, and the Rules made thereunder;

We have also examined compliance with the applicable clauses of the Secretarial Standards for Board Meetings (SS-1) and for General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

We report that during the Audit Period, the Company has complied with the provisions of the Act, corresponding rules and standards, as applicable to the Company.

Recommendations as a matter of best practice:

In the course of our audit, we have made certain recommendations for good corporate practices to the compliance team, for its necessary consideration and implementation by the Company.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the Audit Period were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance with due compliance of the Act and SS-1 except for the meetings held at a shorter notice. Further, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions are carried through unanimous approval and there was no minuted instance of dissent in Board or Committee meetings.

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

We further report that during the Audit Period, the Company has not undertaken any specific events/ actions that have a major bearing on the Company's compliance responsibility in pursuance of the above-referred laws, rules, standards, etc, except for the following,

a) Alteration of Article 106 of Articles of Association of the Company

During the Audit Period, consent of the shareholders was accorded in the extra-ordinary general meeting held on August 14, 2023 for altering the Articles of Association of the Company by way of modification of Article 106 with respect to decrease in the minimum number of directors from five to four.

***b)* Increase in the borrowing limits and corresponding security creation limit**

During the Audit Period, consent of the shareholders was accorded in the extra-ordinary general meeting held on August 14, 2023, to increase the borrowing limits u/s 180(1)(c) of the Act, from Rs. 500 crore to Rs. 3000 crore.

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Unique Code: P1996WB042300

Nitu Poddar
Partner
Membership No.: A37398
CP No.:15113
UDIN: A037398F000190628
Peer Review Certificate No. 4123/2023

Place: New Delhi
Date: April 18, 2024

Annexure I

Auditor and Management Responsibility
ANNEXURE TO SECRETARIAL AUDIT REPORT

To,
The Members,
Ferro Alloys Corporation Limited

Our Secretarial Audit 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. The list of documents for the purpose, as seen by us, is listed in **Annexure II**;

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

3. Our audit examination is restricted only upto legal compliances of the applicable laws to be done by the Company, we have not checked the practical aspects relating to the same;

4. Wherever our audit has required our examination of books and records maintained by the Company, we have relied upon electronic versions of such books and records, as provided to us through online communication. Considering the effectiveness of information technology tools in the audit processes, we have conducted online verification and examination of records, as facilitated by the Company, for the purpose of issuing this Report. In doing so, we have followed the guidance as issued by the Institute. We have conducted online verification & examination of records, as facilitated by the Company;

5. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as well as the correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns;

6. We have held discussion with the management on several points and wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc;

7. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis;

8. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices;

9. The contents of this Report has to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company;

10. 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.

Annexure II
List of Documents

1. Minutes for the meetings of the following held during the Audit Period:
   a. Board of Directors;
   b. Audit Committee;
   c. Nomination and Remuneration Committee;
   d. Corporate Social Responsibility Committee;
   e. Financial Standing Committee;
   f. Extra-ordinary General Meeting;
   g. Annual General Meeting.
2. Proof of circulation of draft and signed minutes on a sample basis;
3. Annual Report for financial year 2022-23;
4. Financial statements for financial year 2023-24;
5. Directors disclosures under the Act and rules made thereunder;
6. Statutory Registers maintained under the Act;
7. Forms filed with the Registrar;
8. Compliance certificate for other applicable laws.
9. Memorandum of Association and Articles of Association of the Company.

ANNEXURE 'C' TO BOARD'S REPORT

[Annexure -II]

Annual Report on CSR Activities
FY 2023-24

1.	Brief outline on CSR Policy of the Company	CSR PHILOSOPHY: FACOR has a well-established history and commitment to reinvest in the social good of our neighborhood communities and nation. CSR VISION: "Empowering communities, transforming lives and facilitating nation building through sustainable and inclusive growth." We believe that: • We can positively impact and contribute to the realization of integrated and inclusive development of the country, in partnership with National and State Government as well as local, national and international partners; • Sustainable development of our businesses is dependent on sustainable, long lasting and mutually beneficial relationships with our stakeholders, especially the communities we work with; • Partnerships with government, corporates and civil societies/community institutions, offer a strong multiplier for complementing efforts, resources and to building sustainable solutions; • Our employees have the potential to contribute not just to our business, but also towards building strong communities. **THEMATIC FOCUS AREAS**: Our programs focus on poverty alleviation programs, especially integrated development, which impacts the overall socio-economic growth and empowerment of people, in line with baseline and need assessment, the national and international development agendas. The major thrust areas will be – a) Children's Well-being & Education b) Women's Empowerment c) Health Care d) Drinking Water & Sanitation e) Agriculture & Animal Welfare

<table>
<tr><td></td><td></td><td>f) Skilling the Youth g) Environment Protection & Restoration h) Sports & Culture i) Development of Community Infrastructure j) Participate in programs of national importance including but not limited to disaster mitigation, rescue, relief and rehabilitation. The Company running all these projects in the name of FACOR viz. FACOR SATHI SIKSHA AMRUT, FACOR SATHI GOAN KALYAN, FACOR SATHI NIRMAL PARIBESA, FACOR SATHI AROGAYA, FACOR SATHI KRIDA VIKAS, FACOR SATHI JIVIKA, FACOR SATHI HARYALI and FACOR SATHI PASHU KALYAN</td></tr>
<tr><td>2</td><td colspan="2">Composition of CSR Committee
<table>
<tr><th>Sl. No.</th><th>Name of Director</th><th>Designation / Nature of Directorship</th><th>Number of meetings of CSR Committee held during the year</th><th>Number of meetings of CSR Committee attended during the year</th></tr>
<tr><td>1.</td><td>Mr. Akhilesh Joshi</td><td>Chairman - CSR Committee
Independent Non-Executive Director</td><td>2</td><td>2</td></tr>
<tr><td>2.</td><td>Mr. AR Narayanaswamy</td><td>Member – CSR Committee
Independent Non-Executive Director</td><td>2</td><td>2</td></tr>
<tr><td>3.</td><td>Mr. Arun Misra</td><td>Member – CSR Committee
Non-Executive Director</td><td>2</td><td>2</td></tr>
<tr><td colspan="5">CSR Meetings was held on 24.04.2023 and on 12.02.2024</td></tr>
</table></td></tr>
<tr><td>3</td><td>Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company</td><td>CSR Committee | FACOR (Ferro Alloys Corporation Ltd.) (facorgroup.in)
CSR Projects | FACOR (Ferro Alloys Corporation Ltd.) (facorgroup.in)
Microsoft Word - CSR Policy v1 - clean (facorgroup.in)</td></tr>
<tr><td>4</td><td>Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).</td><td>NA</td></tr>
<tr><td>5</td><td colspan="2">Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any
<table>
<tr><th>Sl.</th><th>Financial Year</th><th>Amount available for set-</th><th>Amount set-off in the</th></tr>
</table></td></tr>
</table>

	No.		off from preceding financial years (in Rs)	financial year 2023-2024, if any (in Rs)
	1.	2020-21	₹ 10,05,280	₹ 3,35,093
	2.	2021-22	₹ 17,28,263	₹ 5,76,088
	3.	2022-23	₹ 14,46,534	₹ 4,82,178

6	Average net profit of the company as per section 135(5).	₹ 181,37,51,752
7	(a) Two percent of average net profit of the company as per section 135(5)	₹ 3,62,75,035
	(b) Surplus arising out of the CSR projects or programs or activities of the previous financial years.	0.00
	(c) Amount required to be set off for the financial year, if any	₹ 13,93,359
	(d) Total CSR obligation for the financial year (7a+7b-7c).	₹ 3,48,81,676

8 (a)CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year 2023. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
₹ 3,67,78,497	**Amount.**	**Date of transfer.**	**Name of the Fund**	**Amount.**	**Date of transfer.**
	NA				

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)
Sl. No.	Name of the Project	Item from List of activities in schedule VII to	Local Area (Yes/	Location of the Project.		Amount Spent for the project	Mode of Implementation - Direct	Mode of implementation - Through implementing agency.
				State.	District.			

		the Act.	No).			(in Rs.).	(Yes/No).	Name.	CSR registration number.
1	Project Sathi Arogaya	(i) Promoting healthcare (xii) disaster relief	Yes	Odisha	Jajpur, Dhenkanal, Bhadrak	30,27,743	No	Punaruthan Voluntary Organisation	CSR00000650
2	Project Sathi Pragati	(iii) Empowering women (iv)Environmental Sustainability	Yes	Odisha	Jajpur, Bhadrak	24,48,375	No	Punaruthan Voluntary Organisation	CSR00000650
3	FACOR Sathi Shiksha Amrit	(ii) Promoting Education	Yes	Odisha	Jajpur, Dhenkanal	42,73,737	No	Punaruthan Voluntary Organisation	CSR00000650
4	FACOR Sathi Nirmal Paribesa	(i) safe Drinking water & sanitation (iv) Ensuring Environmental Sustainability	Yes	Odisha	Jajpur, Dhenkanal, Bhadrak	47,39,324	Yes	-	-
5	FACOR Sathi Gaon Kaliyan	(xi) Rural development (ii) Promoting Education (iv) Conservation of natural resources	Yes	Odisha	Jajpur, Dhenkanal, Bhadrak	2,06,63,609	Yes	-	-
6	FACOR Sathi Pashukalyan	(iv)Animal Welfare	Yes	Odisha	Bhadrak	2,47,945	No	Punaruthan Voluntary Organisation	CSR00000650
7	FACOR Sathi Haryali	(ii) Livelihood Enhancement	Yes	Odisha	Bhadrak	8,18,621	No	Punaruthan Voluntary Organisation	CSR00000650

(d) Amount spent in Administrative Overheads	₹ 5,59,144
(e) Amount spent on Impact Assessment, if applicable	NA
(f) Total amount spent for the Financial Year (8b+8c+8d+8e)	₹ 3,67,78,497

	(g) Excess amount for set off, if any	

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	3,48,81,676
(ii)	Total amount spent for the Financial Year	3,67,78,497
(iii)	Excess amount spent for the financial year 2023-24 [(ii)-(i)]	18,96,821
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NA
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9	(a) Details of Unspent CSR amount for the preceding three financial years: **NA**	
	(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **NA**	
10	In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year **(asset-wise details).** (a) Date of creation or acquisition of the capital asset(s). (b) Amount of CSR spent for creation or acquisition of capital asset. (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. (d) Provide details of the capital asset(s) created or	**NA**

	acquired (including complete address and location of the capital asset).	
11	Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).	NA

Pankaj Kumar Sharma (Whole Time Director) DIN: 10213819 Date: 18th April 2024 Place: Bhadrak	Akhilesh Joshi (Chairman CSR Committee) DIN: 01920024 Date: 18th April 2024 Place: Bhadrak

ANNEXURE 'D' TO BOARD'S REPORT

<u>FORM NO. AOC -2</u>

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 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 arm's length transaction under third proviso thereto.

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

S. No.	Particulars/	Details
1	Name (s) of the re/lated party & nature of relationship	
2	Nature of contracts/arrangements/transaction	
3	Duration of the contracts/arrangements/transaction	
4	Salient terms of the contracts or arrangements or transaction including the value, if any	
5	Justification for entering into such contracts or arrangements or transactions'	
6	Date of approval by the Board	
7	Amount paid as advances, if any	
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions on an Arm's length basis.

Amt. in Crores

S. No.	**Name (s) of the related party & nature of relationship**	**Nature of contracts/ arrangements/transaction**	**Duration of the contracts/ arrangements / transaction**	**Salient terms of the contracts or arrangements or transaction including the value, if any**	**Date of approval by the Board**	**Amount paid as advances, if any**
1.	Vedanta Ltd	Master Agreement for Material Related Party Transactions	Three years from 2023-24 to 2025-26	1. For entering various type of Related Party Transactions i.e sale/ purchase of goods or services or Fixed Assets or Availing or rendering any kind of services etc. **(hereinafter referred to as T1 Transactions)** Rs. 334 Crores for every Financial Year. 2. For Loan and Guarantee facilities for business purpose. **(hereinafter referred to as T2 Transactions)** Rs. 2530 Crores (Rs. 2200 Crores for Guarantee and LOC facilities and Rs. 330 Crores for Loan) in **Aggregate** for all 3 FY.	20th July 2023	c
2.	Vedanta Ltd	Receipt of inter-corporate loan by executing a Loan Agreement	Three years till 2026	1. Period of agreement is for three years. 2. Loan facilities for business purpose. 3. Maximum Aggregate Principal Amount Rs. 300	18th January 2024	No

				Crores in Aggregate for 3 Financial Years. 4. Interest @ 9.35% p.a. as per benchmarking. 5. Unless otherwise agreed by the lender, the Borrower shall on the last day of the Term, pay interest on all amounts outstanding under Loan Agreement. 6. The Borrower shall repay the whole of the Loan then outstanding (together with all accrued interest due) on the last day of the Term.		
3.	STL Digital Limited (SDL) a Group Entity of Vedanta Ltd.	Licenses charges paid for use of SAP and other Microsoft Software license charges	2023-24	Total value of Transactions Rs.2.18 crores	18th January 2024	No
4.	ESL Steel Limited	Sale of goods (High Carbon Ferrochrome)	2023-24	Sale of High Carbon Ferrochrome in normal course of business. Total sales made this year Rs.6.74 crores.	18th January 2023 and subsequently amended on 18th January 2024.	No

Note: We are not giving details of all other related party transactions, except transactions listed out above, viz. sale/purchase of fixed assets (on WDV), reimbursement of expenses etc. which are on arm's length basis and in normal course of business and approved by the Board.

For and on behalf of the Board of Directors

Pankaj Kumar Sharma
Whole-Time Director
DIN: 10213819

AR Narayanaswamy
Director
DIN: 00818169

Place: Bhadrak
Date: 18th April 2024

INDEPENDENT AUDITOR'S REPORT

To the Members of Ferro Alloys Corporation Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Ferro Alloys Corporation Limited ("the Company"), which comprise the Balance sheet as at March 31 2024, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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

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

Responsibility of Management 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 accounting principles generally acceptesd in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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 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 with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, 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 except for the matters stated in the paragraph i(vi) below on reporting under Rule 11(h);

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended, specified under section 133 of the Act;

   (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

   (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) and paragraph (vi) below on reporting under Rule 11(i).

   (g) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

   (h) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

   (i) 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 litigations on its financial position in its financial statements – Refer Note 45 to the 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 amounts which were 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 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, 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 have been received by the Company from any person(s) or entity(ies), including foreign entities ("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; and

c) Based on such audit procedures performed 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 (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

vi. Based on our examination which included test checks, the Company has used accounting software(s) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for direct changes to data in certain tables when using system administrator access rights as described in note XX to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of accounting software(s).

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Ajay Bansal
Partner
Membership Number: 502243

UDIN: 24502243BKCEWM1089

Place of Signature: Gurugram
Date: April 18, 2024

FERRO ALLOYS CORPORATION LIMITED
BALANCE SHEET AS AT 31 MARCH 2024
CIN-U45201OR1955PLC008400

(₹ In Crores)

Particulars	Note	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-current assets			
Property, Plant & Equipment	3	934.25	735.17
Capital Work-in-Progress	4 (a)	54.46	210.13
Assets held for Sale	4 (b)	0.01	0.01
Intangible Assets	5	11.40	7.41
Other Mining Assets	5	7.17	10.32
Stripping Assets	4 (b)	26.10	28.11
Financial Assets			
Investment in Subsidiaries, Associates and Others	6	0.36	0.39
Others Financial Assets	7	18.82	33.62
Deferred Tax Assets	8	63.45	71.54
Other Non-Current Assets	9	154.66	20.03
Total Non- Current Assets		1,270.68	1,116.73
Current Assets			
Inventories	10	100.02	113.86
Financial Assets			
Investment	6	12.56	-
Trade Receivables	11	41.65	28.05
Cash and Cash Equivalents	12	4.99	4.02
Other Bank Balances	13	24.00	18.00
Loans	14	0.14	0.19
Derivatives	15	0.01	-
Other Financial Assets	16	2.06	1.85
Current Tax Assets (Net)	17	41.22	41.96
Other Current Assets	18	34.09	78.13
Total Current Assets		260.74	286.06
Total Assets		1,531.41	1,402.79
EQUITY & LIABILITIES			
Equity			
Equity share capital	19	34.00	34.00
Other equity	20	1,045.54	1,025.58
Total Equity		1,079.54	1,059.58
Liabilities			
Non Current Liabilities			
Financial liabilities			
Borrowings	21 (A)	125.00	22.03
Lease Liabilities	22	3.88	0.17
Provisions	24 (A)	8.15	7.97
Total Non-Current Liabilities		137.03	30.17
Current Liabilities			
Financial liabilities			
Borrowings	21 (B)	28.59	72.16
Lease Liabilities	22	1.27	0.00
Operational Buyers' Credit	23	9.28	12.68
Trade Payables	25		
Micro Small and Medium Enterprises		32.74	11.73
Others		203.24	183.36
Derivatives	26	-	0.13
Other Financial Liabilities	27	26.43	23.33
Provisions	24 (B)	3.28	1.36
Other Current Liabilities	28	10.02	8.28
Total Current Liabilities		314.85	313.04
Total Liabilities		451.88	343.21
Total Equity and Liabilities		1,531.41	1,402.79

See accompanying notes to financial statements.

As per our report on even date

For and on behalf of the Board of Directors

For S.R. Batliboi & Co. LLP
Chartered Accountants
(ICAI Firm's Regn.No.301003E / E300005)

Pankaj Kumar Sharma
Chief Executive Officer and
Whole Time Director
(DIN 10213819)

A R Narayanaswamy
Director
(DIN 00818169)

per Ajay Bansal
Partner
(ICAI Membership No.502243)

Karan Kumar Kejriwal
Chief Financial Officer

Sambit Kumar Sarangi
Company Secretary
(ICSI Membership No.11105)

Place : Gurugram
Date : 18th April 2024

Place : Bhadrak
Date : 18 April 2024

FERRO ALLOYS CORPORATION LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2024
CIN-U45201OR1955PLC008400

(₹ In Crores)

Particulars	Note	Year Ended 31 March 2024	Year Ended 31 March 2023
Revenue			
Revenue from Operations	29	815.85	773.56
Operating Income	30	3.48	4.78
Other Income	31	11.64	17.73
Total Income		830.97	796.07
Expenses			
Cost of Materials Consumed	32	365.97	267.14
Changes in Inventories of Finished Goods and work in Progress	33	(8.51)	3.49
Employee Benefits Expense	34	58.12	45.95
Finance Costs	35	35.34	11.76
Depreciation and Amortization Expense	36	54.76	43.61
Other Expenses	37	296.12	312.80
Total Expenses		801.80	684.75
Profit Before Exceptional Items and Tax		29.17	111.32
Net Exceptional Losses	38	(0.25)	18.02
Profit Before Tax		29.41	93.30
Tax Expenses	39		
Tax for Earlier Years		-	(113.50)
Deferred tax		8.44	(85.29)
Profit/(Loss) for the period (A)		20.97	292.09
Other Comprehensive Income			
Items that will not be reclassified to Profit or Loss			
Remeasurement of defined benefit plans		(1.40)	(0.83)
Fair Value of Investment		0.02	(0.03)
Income Tax on items that will not be reclassified to Profit and loss		0.36	0.21
Total Other Comprehensive income for the period (B)		(1.02)	(0.65)
Total Comprehensive Income for the period (A + B)		19.95	291.44
Earnings per equity share of face value of ₹ 1/- each	40		
Basic		0.62	8.59
Diluted		0.62	8.59

See accompanying notes to financial statements.

As per our report on even date

For and on behalf of the Board of Directors

For S.R. Batliboi & Co. LLP
Chartered Accountants
(ICAI Firm's Regn.No.301003E / E300005)

Pankaj Kumar Sharma
Chief Executive Officer and
Whole Time Director
(DIN 10213819)

A R Narayanaswamy
Director
(DIN 00818169)

per Ajay Bansal
Partner
(ICAI Membership No.502243)

Karan Kumar Kejriwal
Chief Financial Officer

Sambit Kumar Sarangi
Company Secretary
(ICSI Membership No.11105)

Place : Gurugram
Date : 18th April 2024

Place : Bhadrak
Date : 18 April 2024

FERRO ALLOYS CORPORATION LIMITED
STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH 2024
CIN-U45201OR1955PLC008400

(₹ In Crores)

Sl. No.	Particulars	Year Ended 31 March 2024	Year Ended 31 March 2023
A	**Cash flows from operating activities**		
	Net Profit after Prior Period Items and before Tax	29.42	93.29
	Adjustments For:		
	Interest Income	(3.00)	4.31
	Depreciation	54.76	43.61
	Interest Expense	35.34	11.76
	Gain on sale of current investment	(0.49)	-
	Loss on sale of Fixed assets	0.86	-
	Operating Cash Profit before Working Capital Changes	116.89	152.97
	Movement in Working Capital:-		
	Increase in Trade Payables	40.89	112.33
	Increase/(Decrease) in Other Current Liabilities	1.74	(18.37)
	Increase in Other Current Financial Liabilities	0.84	27.58
	Increase in Non Current Financial Assets	14.81	3.38
	Decrease in Provisions	0.68	4.68
	(Increase)/Decrease in Other Non Current Assets	(134.62)	13.46
	(Increase)/Decrease in Other Current Financial Assets	(6.06)	64.49
	Decrease/(Increase) in Inventories	13.84	(29.88)
	(Increase) in Trade Receivables	(13.60)	(25.37)
	Decrease in Other Current Assets	44.04	10.94
	Cash Generated From/ (used in) operations	79.45	316.21
	Less: Income Tax Paid (net of refunds)	(0.74)	8.25
	Net Cash Generated From/ (used in) Operating Activities before Extraordinary item	80.19	307.96
	Net Cash Generated From/ (used in) Operating Activities(A)	80.19	307.96
B	**Cash Flow from Investing Activities:**		
	(Purchase) of property, plant and equipment and capital work in progress	(98.00)	(261.75)
	Net proceeds of property, plant and equipment and capital work in progress	0.17	(0.36)
	Interest received	2.89	(4.00)
	Net movement in Investments	(12.05)	(0.08)
	Net Cash Generated from/ (Used in) Investing Activities (B)	(106.99)	(266.18)
C	**Cash Flow from Financing Activities:**		
	Proceeds of Long Term Borrowings	106.68	(34.16)
	Repayment of Long Term Borrowings	(43.57)	-
	Interest Expense Paid	(35.34)	(11.76)
	Net Cash generated from/ (used in) Financing Activities (C)	27.77	(45.92)
	Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	0.97	(4.14)
	Cash and cash equivalents at the beginning of the year	4.02	8.17
	Cash and Cash Equivalents at the end of the year	4.99	4.02

Note:-
The above cash flow has been prepared under "Indirect method" as set out in Indian Accounting Standard (Ind AS -7) Statement of Cash Flows.

See accompanying notes to financial statements.

As per our report on even date

For and on behalf of the Board of Directors

For S.R. Batliboi & Co. LLP
Chartered Accountants
(ICAI Firm's Regn.No.301003E / E300005)

per Ajay Bansal
Partner
(ICAI Membership No.502243)

Place : Gurugram
Date : 18th April 2024

Pankaj Kumar Sharma
Chief Executive Officer and Whole Time Director
(DIN 10213819)

A R Narayanaswamy
Director
(DIN 00818169)

Karan Kumar Kejriwal
Chief Financial Officer

Sambit Kumar Sarangi
Company Secretary
(ICSI Membership No.11105)

Place : Bhadrak
Date : 18 April 2024

(a) Equity share capital

	No of shares (₹ In Crores)	Amount (₹ In Crores)
Equity shares of ₹ 1/ each issued, subscribed and fully paid		
As at 31 March 2024 and 31 March 2023*	34.00	34.00

*There are no prior period errors for the years ended 31 March 2024 and 31 March 2023.

(b) Other equity **(₹ In Crores)**

Particulars	Reserves & Surplus			Items of OCI			Total
	Capital Reserve	General Reserve	Retained earnings	Equity Portion of Borrowings	Fair value of Investment	Remeasurement of defined benefit obligations	
Balance at 01 April 2022	**1,161.37**	**192.00**	**(602.66)**	**2.77**	**0.06**	**(2.46)**	**751.08**
Profit for the period 2022-23	-	-	292.09	-			**292.09**
Other comprehensive (loss)/income for the year	-	-	-	-	-	(0.65)	**(0.65)**
Total comprehensive income for the year	-	-	292.09	-	-	(0.65)	**291.45**
Consideration paid for purchasing additional 10% stake in subsidiary	-	-	(16.92)	-	-	-	**(16.92)**
Balance at 31 March 2023	**1,161.37**	**192.00**	**(327.50)**	**2.77**	**0.06**	**(3.11)**	**1,025.59**
Profit for the period 2023-24	-	-	20.97	-		-	**20.97**
Other comprehensive (loss)/income for the year	-	-		-	-	(1.02)	**(1.02)**
Total comprehensive income for the year	-	-	20.97	-	-	(1.02)	**19.95**
Balance at 31 March 2024	**1,161.37**	**192.00**	**(306.53)**	**2.77**	**0.06**	**(4.13)**	**1,045.55**

See accompanying notes to financial statements.

As per our report on even date

For and on behalf of the Board of Directors

For S.R. Batliboi & Co. LLP
Chartered Accountants
(ICAI Firm's Regn.No.301003E / E300005)

Pankaj Kumar Sharma
Chief Executive Officer and Whole Time Director
(DIN 10213819)

A R Narayanaswamy
Director
(DIN 00818169)

per Ajay Bansal
Partner
(ICAI Membership No.502243)

Karan Kumar Kejriwal
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Place : Gurugram
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1 Corporate Information

Ferro Alloys Corporation Limited referred to as “FACOR” or “the Company” is domiciled in India. The Company’s registered office is at D.P Nagar, Randia, Dist. Bhadrak, Odisha – 756135.

FACOR which is one of the India’s largest producers and exporters of Ferro Alloys, an essential ingredient for manufacture of Steel and Stainless Steel is also engaged in Chrome Ore exploration, mining, and beneficiation in the state of Odisha.

The financial statements are approved for issue by the Board of Directors on 18 April 2024.

2.A Material Accounting Policies

This note provides a list of material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.A.1 Basis of preparation

(i) The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statement

The financial statements are presented in INR, which is also the Company’s functional currency, and all values are rounded to the nearest crores (INR 00, 00,000) except when otherwise indicated.

(ii) Certain comparative figures appearing in these financial statements have been regrouped and/or reclassified to better reflect the nature of those items.

2.A.2 Basis of measurement

(i) The Financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

• Property, plant and equipment at fair value.
• Certain financial assets and liabilities (including derivative instruments) measured at fair value
• Defined benefit liability/ assets: fair value of plan assets less present value of defined benefit obligation

(ii) The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

2.B Summary of material accounting policies information

A. Revenue recognition

a) Sale of goods- The Company’s revenue from contracts with customers is mainly from the sale of ferro alloy. Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognised net of discounts, volume rebates, outgoing sales taxes/goods and service tax and other indirect taxes. Revenues from sale of by products are included in revenue.

b) Interest income is recognized using the Effective Interest Rate (‘EIR’) method.

c) Export Incentives are recognised as per schemes specified in foreign Trade Policy, as amended from time to time on accrual basis when right to receive is established and are accounted to the extent there is no uncertainty about its ultimate collection.

d) Dividend income is recognised in the statement of profit and loss only when the right to receive payment is established, provided it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

B Property, plant, and equipment:

a) Mining properties and leases

When a decision is taken that a mining property is viable for commercial production (i.e., when the Company determines that the mining property will provide sufficient and sustainable return relating to the risks and the Company decided to proceed with the mine development), all further pre-production primary development expenditure other than that on land, buildings, plant, equipment and capital work in progress is capitalized as property, plant and equipment under the heading “Mining properties and leases” together with any amount transferred from “Exploration and evaluation” assets. The costs of mining properties and leases, include the costs of acquiring and developing mining properties and mineral rights.

The stripping cost incurred during the production phase of a surface mine is deferred to the extent the current period stripping cost exceeds the average period stripping cost over the life of mine and recognised as an asset if such cost provides a benefit in terms of improved access to ore in future periods and certain criteria are met. When the benefit from the stripping costs are realised in the current period, the stripping costs are accounted for as the cost of inventory. If the costs of inventory produced and the stripping activity asset are not separately identifiable, a relevant production measure to be used to allocate the production stripping costs between the inventory produced and the stripping activity asset. The Company uses the expected volume of waste compared with the actual volume of waste extracted for a given value of ore/mineral production for the purpose of determining the cost of the stripping activity asset.

Deferred stripping costs are included in mining properties within property, plant and equipment and disclosed as a part of mining properties. After initial recognition, the stripping activity asset is depreciated on a unit of production method over the expected useful life of the identified component of the ore body.

In circumstances where a mining property is abandoned, the cumulative capitalised costs relating to the property are written off in the period in which it occurs i.e. when the Company determines that the mining property will not provide sufficient and sustainable returns relating to the risks and the Company decides not to proceed with the mine development.

Commercial reserves are proved and probable reserves as defined by the 'JORC' Code, 'MORC' code or 'SAMREC' Code. Changes in the commercial reserves affecting unit of production calculations are dealt with prospectively over the revised remaining reserves.

b) Other property, plant and equipment

Items of other property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss if any. The cost of assets comprises of purchase price including import duties and non-refundable purchase taxes, and any directly attributable cost of bringing the assets to working condition and location for its intended use including borrowing cost and incidental expenditure during construction incurred up to the date when the assets are ready to use. It also includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

For transition to Ind AS, the company had elected to continue with fair value of all the property, plant and equipment recognised as on 1 April 2016 (transition date).

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company and its cost can be measured reliably.

If significant parts of an item of property, plant and equipment have different useful lifes, then they are accounted for as separate item (major components) of property, plant, and equipment. Major inspection and overhaul expenditure is capitalised if the recognition criteria are met. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains and losses on disposal of an item of property, plant and equipment is included in the statement of profit and loss when the asset is derecognised. Major inspection and overhaul expenditure is capitalized, if the recognition criteria are met.

c) Assets under construction

Capital work-in-progress includes cost of assets at sites, construction expenditure and interest on the funds deployed. At the point when an asset is capable of operating in the manner intended by the management, the cost of construction is transferred to the appropriate category of property, plant, and equipment. Costs associated with the commissioning of an asset and any obligatory decommissioning costs are capitalised until the period of commissioning has been completed and the asset is ready for its intended use.

d) Depreciation, depletion and amortisation expenses

Mining properties and other assets in the course of development or construction and freehold land are not depreciated or amortised.

Depreciation on other property, plant and equipment is provided on the basis of 'straight line method over the useful life of assets after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life as evaluated by external valuers and further reviewed by the technical Management based on historical experience.

Depreciation methods, useful lives and residual values are reviewed at each financial year end and if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

Estimated useful life (in years) of assets are as follows:

Assets	Useful life (in years)
Buildings	30 to 60 years
Plant and equipment	10 to 40 years
Office equipment	5 to 10 years
Railway Sidings	5 to 15 years
Furniture and fixture	8 to 10 years
Vehicles	6 to 10 years

Furthermore, the Company considers climate-related matters, including physical and transition risks. Specifically, the Company determines whether climate-related legislation and regulations might impact either the useful life or residual values, e.g., by banning or restricting the use of the Company’s fossil fuel-driven machinery and equipment or imposing additional energy efficiency requirements on the Company’s buildings and office properties.

C Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Subsequently, intangible assets are measured at cost less accumulated amortisation and accumulated impairment losses, if any.

Intangible assets are amortised over their estimated useful life on a straight line basis. Software is amortised over the estimated useful life ranging from 2-5 years. Amounts paid for securing mining rights are amortised over the period of the mining lease ranging from 5-17 years.

Gains or losses arising from derecognition of an intangible asset are recognised in the statement of profit and loss when the asset is derecognised.

The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is different from previous estimates, the change is accounted for prospectively as a change in accounting estimate.

D Exploration and evaluation intangible assets

Exploration and evaluation expenditure incurred prior to obtaining the mining right or the legal right to explore are expensed as incurred. Exploration and evaluation expenditure incurred after obtaining the mining right or the legal right to explore are capitalised as exploration and evaluation assets (intangible assets) and stated at cost less impairment, if any. Exploration and evaluation intangible assets are transferred to the appropriate category of property, plant and equipment when the technical feasibility and commercial viability has been determined. Exploration intangible assets under development are assessed for impairment and impairment loss, if any, is recognised prior to reclassification.

Exploration expenditure includes all direct and allocated indirect expenditure associated with finding specific mineral resources which includes depreciation and applicable operating costs of related support equipment and facilities and other costs of exploration activities:
a)Acquisition costs - costs associated with acquisition of licenses and rights to explore, including related professional fees.
b) General exploration costs - costs of surveys and studies, rights of access to properties to conduct those studies (e.g., costs incurred for environment clearance, defence clearance, etc.), and salaries and other expenses of geologists, geophysical crews and other personnel conducting those studies.
c)Costs of exploration drilling and equipping exploration and appraisal wells.

Exploration expenditure incurred in the process of determining oil and gas exploration targets is capitalised within "Exploration and evaluation assets" (intangible assets) and subsequently allocated to drilling activities. Exploration drilling costs are initially capitalised on a well-by-well basis until the success or otherwise of the well has been established. The success or failure of each exploration effort is judged on a well-by-well basis. Drilling costs are written-off on completion of a well unless the results indicate that hydrocarbon reserves exist and there is a reasonable prospect that these reserves are commercial.

Net proceeds from any disposal of an exploration asset are initially credited against the previously capitalised costs. Any surplus/ deficit is recognised in the statement of profit and loss.

E Non-current assets held for sale

Non-current assets classified as held for sale are not depreciated or amortized while they are classified as held for sale and are measured at the lower of carrying amount and fair value less costs to sell. Such assets and disposal groups are presented separately on the face of the balance sheet.

F Impairment of non-financial assets

Impairment charges and reversals are assessed at the level of cash-generating units.

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. The Company conducts an internal review of asset values annually, which is used as a source of information to assess for any indications of impairment or reversal of previously recognised impairment losses. Internal and external factors, such as worse economic performance than expected, changes in expected future prices, costs and other market factors are also monitored to assess for indications of impairment or reversal of previously recognised impairment losses.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows expected to arise from the continued use of the asset in its present form and its eventual disposal. The cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU for which estimates of future cash flows have not been adjusted. Value in use is determined by applying assumptions specific to the Company's continued use and cannot take into account future development. These assumptions are different to those used in calculating fair value and consequently the value in use calculation is likely to give a different result to a fair value calculation.

The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset.

The carrying amount of the CGU is determined on a basis consistent with the way the recoverable amount of the CGU is determined.

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. An impairment loss is recognised in the statement of profit and loss.

For assets , an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

G Financial instruments

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Financial assets at amortised cost

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in consolidated statement of profit and loss. The losses arising from impairment are recognised in consolidated statement of profit and loss.

Business model assessment

The company makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed, and information is provided to management.

Assessments whether contractual cash flows are solely payments of principal and interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g., liquidity risk and administrative costs), as well as profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

- **Financial assets at fair value through other comprehensive income (FVOCI)**

Debt instruments included within the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value

For equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. The

- **Financial assets at fair value through profit or loss (FVTPL)**

Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVOCI criteria, as at FVTPL.

An equity instrument in the scope of Ind AS 109 is measured at fair value. Equity instruments which are held for trading and contingent

(ii) Impairment of financial assets

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables, contract assets and lease receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

At each reporting date, for recognition of impairment loss on other financial assets and risk exposure, the Company determines whether

a) Financial assets measured at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those

b) Debt instruments measured at FVOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The Company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

(iii) Financial liabilities – Recognition and Subsequent measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, or as loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value, and in the case of financial liabilities at amortised cost, net of directly attributable

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

The measurement of financial liabilities depends on their classification, as described below:

- **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial

Gains or losses on liabilities held for trading are recognised in the consolidated statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to consolidated income statement.

- **Financial liabilities at amortised cost (Loans, Borrowings and Trade and Other payables)**

After initial recognition, interest-bearing loans and borrowings and trade and other payables are subsequently measured at amortised cost

(iv) Financial liabilities - Derecognition

When a new financial liability is recognised in place of an existing one, the difference in the respective carrying amounts is recognised in

(v) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity

H Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement

In order to hedge its exposure to foreign exchange, interest rate, and commodity price risks, the Company enters into forward, option, swap
Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are
Any gains or losses arising from changes in the fair value of derivatives are taken directly to the consolidated statement of profit and loss,
Hedges that meet the strict criteria for hedge accounting are accounted for, as described below:

(i) Fair value hedges

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recognised in the statement of profit and loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

When an unrecognised firm commitment is designated as a hedged item, the subsequent cumulative change in the fair value of the firm commitment attributable to the hedged risk is recognised as an asset or liability with a corresponding gain or loss recognised in the statement of profit and loss. Hedge accounting is discontinued when the Company revokes the hedge relationship, the hedging instrument or hedged item expires or is sold, terminated, or exercised or no longer meets the criteria for hedge accounting.

(ii) Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any
Amounts recognised in OCI are transferred to the statement of profit and loss when the hedged transaction affects profit or loss, such as
If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if

I Fair Value Measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability, or

In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

J Leases

The Company assesses at contract inception, all arrangements to determine whether they are, or contain, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

At inception or on reassessment of an arrangement that contains lease, the Company separates payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Company concludes for a finance lease that it is impracticable to separate the payments reliably, then an asset and a liability are recognised at an amount equal to the fair value of the underlying asset; subsequently the liability is reduced as payments are made and an imputed finance cost on the liability is recognised using the Company's incremental borrowing rate.

(i)Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities towards future lease payments and right-of-use assets representing the right to use the underlying assets.

(ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (and, in some instances, in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is generally not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

K Inventories

Raw material, stores and spares and work in progress are valued at cost. Raw materials including stores and spares are valued on a weighted average basis. Finished products are valued at cost or Net Realisable value whichever is lower, cost is raw material cost plus costs of conversion, comprising labour costs and an attributable proportion of manufacturing overheads based on normal levels of activity and are moved out of inventory on a weighted average basis.

Scraps are valued at net realisable value. Net realisable value is determined based on estimated selling price, less further costs expected

L Foreign currency transactions

The functional currency of the Company is determined as the currency of the primary economic environment in which it operates. For all

(a) In the financial statements of the Company, transactions in currencies other than the functional currency are translated into the

(b) Monetary assets and liabilities denominated in foreign currencies outstanding at the year end, are translated into functional currency at

(c) Non-monetary assets and liabilities denominated in foreign currencies and measured at historical cost or fair value are translated at the exchange rates prevailing on the dates on which such values were determined.

(d) All exchange differences are included in the statement of profit and loss except those where the monetary item designated as an

(e) The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or

The statement of profit and loss of oil and gas business is translated into Indian Rupees (INR) at the average rates of exchange during the year / exchange rates as on the date of the transaction. The Balance Sheet is translated at the exchange rate as at the reporting date.

Exchange difference arising on translation is recognised in other comprehensive income and would be recycled to the statement of profit and loss as and when these operations are disposed off.

M Employee benefits

i) Short term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

ii) Defined contribution plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided. The company has following defined contribution plans:

a) Provident Fund

b) Superannuation Fund

iii) Defined benefit plans

The company has only one Defined benefit plan - Gratuity. The company net obligation in respect of defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount, and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income and are not recycled to the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset at the beginning of the year. Defined benefit costs are split into current service cost, past service cost, net interest expense or income and remeasurement and gains and losses on curtailments and settlements. Current service cost and past service cost are recognised within employee benefit expense. Net interest expense or income is recognized within finance costs.

iv) Other long-term employee benefits

The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurements are recognised in profit or loss in the period in which they arise.

The company has following long term employment benefit plans:

a) Leave encashment.

Leave encashment is payable to eligible employees at the time of retirement. accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

N Borrowing Cost

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use.

Other borrowing costs are expensed in the period in which they are incurred.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

O Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in Other Comprehensive Income

i) Current tax

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the reporting date and includes any adjustment to tax payable in respect of previous years.

ii) Deferred tax

Subject to the exceptions below, deferred tax is provided, using the balance sheet method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes and on carry forward of unused tax credits and unused tax losses:

deferred income tax is not recognised on initial recognition of an asset or liability in a transaction that

(i) is not a business combination;

(ii) at the time of the transaction, affects neither the accounting profit nor taxable profit (tax loss); and

(iii) at the time of the transaction, does not give rise to equal taxable and deductible temporary differences; and

deferred tax assets are recognised only to the extent that it is more likely than not that they will be recovered.

The carrying amount of deferred tax assets (including MAT credit entitlement) is reviewed at each reporting date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Further, management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

P Provisions, contingent liabilities, and contingent assets

Provisions represent liabilities for which the amount or timing is uncertain. Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and 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.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the statement of profit and loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate

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 recognised 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 recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the Balance Sheet.

Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefit is probable.

Q Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and short-term money market deposits with original maturities of three months or less that is readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

R Equity investment in subsidiaries and associates

Investments representing equity interest in subsidiaries, associates and joint ventures are carried at cost less impairment, if any.

S Buyer's credit/ Vendor financing

The Company enters into arrangements whereby banks and financial institutions make direct payments to suppliers for raw materials and project materials. The banks and financial institutions are subsequently repaid by the Company at a later date providing working capital timing benefits. These are normally settled between twelve months (for raw materials) to thirty-six months (for project materials). Where these arrangements are with a maturity of up to twelve months, the economic substance of the transaction is determined to be operating in nature and these are recognised as operational buyers' credit/ suppliers' credit and disclosed on the face of the balance sheet. Where these arrangements are with a maturity beyond twelve months and up to thirty six months, the economic substance of the transaction is determined to be financing in nature, and these are presented within borrowings in the balance sheet.

Interest expense on these are recognised in the finance cost. Payments made by banks and financial instiutions to the operating vendors are treated as a non cash item and settlement of due to operational buyer's credit/ suppliers' credit by the Company is treated as an operating cash outflow reflecting the subtsance of the payment.

T Exceptional Items

Exceptional items are those items that management considers, by virtue of their size or incidence (including but not limited to impairment charges and acquisition and restructuring related costs), should be disclosed separately to ensure that the financial information allows an understanding of the underlying performance of the business in the year, so as to facilitate comparison with prior periods. Also, tax charges related to exceptional items and certain one-time tax effects are considered exceptional. Such items are material by nature or amount to the year's result and require separate disclosure in accordance with Ind AS.

U Earnings per share

V Current and non-current classification

The classification of assets and liabilities in the balance sheet as current / non current has been done on the basis of normal operating cycle of the Company which is 12 months.

W Events occurring after the balance sheet date.
All material events occurring after the balance sheet date up to the date of consideration of financial statements by the Board of Directors April 21, 2023, have been considered, disclosed and adjusted, wherever applicable, as per the requirements of Ind AS 10 – Events after the Reporting Period.

2.C Application of new and amended standards

2.C.A The Company has adopted, with effect from 01 April 2023, the following new and revised standards and interpretations. Their adoption has not had any significant impact on the amounts reported in the financial statements.

1. Amendment to INDAS 37 regarding costs that an entity needs to include when assessing whether a contract is onerous or loss-making.

2. Amendment to INDAS 109 Financial Instrument regarding inclusion of fees in the '10 per cent' test for derecognition of financial liabilities

3. Amendment to INDAS 103 Business Combination, Reference to the Conceptual Framework for Financial Reporting.

2.C.B Standards notified but not yet effective
The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2022, effective from 01 April 2023. These amendments are not expected to have any impact on the Company. The Company has not early adopted any amendments that has been notified but is not yet effective.

2.D Significant accounting estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. These judgments and estimates are based on management's best knowledge of the relevant facts and circumstances, having regard to previous experience, but actual results may differ materially from the amounts included in the financial statements.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

A Significant estimates
- Impairment test: key assumptions underlying recoverable amounts, including the recoverability of development costs.
- Useful life of property, plant & equipment
- Recoverability of deferred tax

B Significant judgement

i) Contingencies
In the normal course of business, contingent liabilities may arise from litigation, taxation and other claims against the Company. A provision is recognised when the Company has a present obligation as a result of past events and it is probable that the Company will be required to settle that obligation. Where it is management's assessment that the outcome cannot be reliably quantified or is uncertain, the claims are disclosed as contingent liabilities unless the likelihood of an adverse outcome is remote. Such liabilities are disclosed in the notes but are not provided for in the financial statements.

When considering the classification of legal or tax cases as probable, possible or remote, there is judgement involved. This pertains to the application of the legislation, which in certain cases is based upon management's interpretation of country specific applicable law, in particular India, and the likelihood of settlement. Management uses in-house and external legal professionals to make informed decision.

Although there can be no assurance regarding the final outcome of the legal proceedings, the Company does not expect them to have a materially adverse impact on the Company's financial position or profitability.

Information about the judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements have been given below:

Leases: Whether an arrangement contains a lease
Classification of leases into finance and operating lease
Classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

3. Property, Plant and equipment

(₹ In Crores)

Particulars	ROU Assets-Leasedhold Land	Freehold Land	Buildings	Roads & Drains	Railways Siding	Plant and Equipment (a)	Office Equipments	Furniture and Fixtures	Vehicles	Total
At Cost										
As at 01 April 2022	**3.83**	**109.93**	**121.61**	**8.66**	**26.96**	**631.99**	**5.82**	**2.06**	**3.62**	**914.47**
Additions	-	3.58	3.23	-	-	62.45	1.46	0.22	0.48	71.42
Disposals/ adjustments	-	-	-	-	-	2.96	0.56	0.17	2.01	5.70
Impairment	-	-	15.63	0.12	-	0.54	-	-	-	16.29
As at 31 March 2023	**3.83**	**113.51**	**109.21**	**8.54**	**26.96**	**690.94**	**6.72**	**2.11**	**2.09**	**963.90**
Additions	-	0.11	66.18	-	-	164.40	2.06	0.40	-	233.15
Disposals/ adjustments	-	-	0.27	-	-	0.77	1.02	0.26	0.34	2.66
Impairment	-	-	0.06	-	-	0.23	-	-	-	0.29
As at 31 March 2024	**3.83**	**113.62**	**175.18**	**8.54**	**26.96**	**854.80**	**7.76**	**2.25**	**1.75**	**1,194.69**
Accumulated depreciation										
As at 01 April 2022	**0.35**	**-**	**34.83**	**5.62**	**14.35**	**145.67**	**2.91**	**0.79**	**2.51**	**207.03**
Depreciation charge for the year	0.05	-	3.82	0.65	1.64	18.74	0.74	0.16	0.17	25.97
Disposals/ adjustments	-	-	-	-	-	2.30	0.28	0.04	1.65	4.27
As at 31 March 2023	**0.40**	**-**	**38.65**	**6.27**	**15.99**	**162.11**	**3.37**	**0.91**	**1.03**	**228.73**
Depreciation charge for the year	0.05	-	5.17	0.51	1.64	24.66	1.01	0.17	0.12	33.33
Disposals/ adjustments	-	-	0.07	-	-	0.43	0.84	0.21	0.08	1.63
As at 31 March 2024	**0.45**	**-**	**43.75**	**6.78**	**17.63**	**186.34**	**3.54**	**0.87**	**1.07**	**260.43**
Net Book Value										
As at 31 March 2024	**3.38**	**113.62**	**131.43**	**1.76**	**9.33**	**668.46**	**4.22**	**1.38**	**0.68**	**934.25**
As at 31 March 2023	**3.43**	**113.51**	**70.56**	**2.27**	**10.97**	**528.83**	**3.35**	**1.20**	**1.06**	**735.17**

Notes:

a) Plant and equipment include smelters, power plants and related facilities.

b) Movable Property, Motor Vehicles and Trade Mark are pledged as collateral against Non-Convertible Debentures, the details related to which have been described in Note 21 on "Borrowings".

c) Title deeds of Immovable Property not held in name of the Company:-

Certain title deeds of the immovable Properties, in the nature of freehold land & buildings, as indicated in the below mentioned cases which were acquired pursuant to a Scheme of Amalgamation approved by National Company Law Tribunal's (NCLT) Order dated November 15, 2022, are not individually held in the name of the Company.

d) Interest cost capitalised of ₹ 3.10 Crs for growth projects.

(₹ In Crores)

Relevant line item in the Balance sheet	Description of item of property	Gross carrying Value as at 31 March 2024	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Property held since which date	Reason for not being held in the name of the Company	Present Status
Property, Plant and Equipment	Freehold land	6.96	FACOR Power Limited (Now merged with FACOR)	No	27-Aug-07	Held in the name of erstwhile transferor company (FPL) which was amalgamated with the Company through approved Scheme.	In compliane to the order of NCLT Cuttack,application for change of Title Deed in the ROR from FPL to FACOR have been filed before the office of
Property, Plant and Equipment	Leasehold land	0.05	FACOR Power Limited (Now merged with FACOR)	No	16-Dec-11		
Property, Plant and Equipment	Leasehold land	1.32	FACOR Power Limited (Now merged with FACOR)	No	17-Nov-11		

4 (a) Capital Work-In-Progress

(₹ In Crores)

Particulars	As at 31 March 2024	As at 31 March 2023
Carrying amount of Capital work in progress	54.46	210.13

(₹ In Crores)

Particulars	CWIP	Total
At Cost		
As at 01 April 2022	**50.50**	**50.50**
Additions	231.05	231.05
Capitalisation during the year	71.42	71.42
As at 31 March 2023	**210.13**	**210.13**
Additions	77.93	77.93
Capitalisation during the year	233.59	233.59
As at 31 March 2024	**54.46**	**54.46**

There is no project whose completion is overdue or has exceeded its cost compared to its original plan during the financial year 2023-24 or In Project 1, the costs have exceeded the original plan which was approved by the Board of Directors. As on 31 March 2024, there are no such projects where completion is overdue.

Capital work in progress(CWIP) Ageing Schedule **(₹ In Crores)**

CWIP	As at 31 March 2024			As at 31 March 2023		
	Projects in progress	Projects temporarily suspended	Total	Projects in progress	Projects temporarily suspended	Total
Less than 1 year	24.91	-	24.91	159.63	-	159.63
1-2 years	17.25	-	17.25	50.50	-	50.50
2-3 years	12.30	-	12.30	-	-	-
More than 3 years	-	-	-	-	-	-
Total	**54.46**	**-**	**54.46**	**210.13**	**-**	**210.13**

4 (b) Stripping Assets and Assets held For Sale

(₹ In Crores)

Particulars	Assets Held for Sale	Stripping Assets	Total
At Cost			
As at 01 April 2022	**0.01**	**25.00**	**25.01**
Additions	-	21.53	21.53
Disposals	0.00	-	0.00
As at 31 March 2023	**0.01**	**46.53**	**46.54**
Additions	-	14.12	14.12
Disposals	-	-	-
As at 31 March 2024	**0.01**	**60.65**	**60.66**
Accumulated depreciation			
As at 01 April 2022	**-**	**-**	-
Charge for the year	-	18.41	18.41
As at 31 March 2023	**-**	**18.41**	**18.41**
Charge for the year	-	16.14	16.14
As at 31 March 2024	**-**	**34.55**	**34.55**
Net Book Value			
As at 31 March 2024	**0.01**	**26.10**	**26.11**
As at 31 March 2023	**0.01**	**28.11**	**28.13**

5. Intangible Assets

(₹ In Crores)

Particulars	Mining Right	Other Mining Assets	SAP Implimention	ROU Assets-Cloud	Total
At Cost					
As at 01 April 2022	**14.54**	**-**	**1.65**	**-**	**16.19**
Additions	-	10.81	0.24	-	11.05
Disposals	-	-	-	-	-
Impairment	1.73	-	-	-	1.73
As at 31 March 2023	**12.81**	**10.81**	**1.89**	**-**	**25.51**
Additions	-	-	0.43	5.69	6.12
Disposals	-	-	-	-	-
As at 31 March 2024	**12.81**	**10.81**	**2.32**	**5.69**	**31.63**
Accumulated depreciation					
As at 01 April 2022	**5.62**	**-**	**0.21**	**-**	**5.83**
Charge for the year	0.90	0.49	0.56	-	1.95
As at 31 March 2023	**6.52**	**0.49**	**0.77**	**-**	**7.78**
Charge for the year	0.67	3.15	0.70	0.76	5.28
As at 31 March 2024	**7.19**	**3.64**	**1.47**	**0.76**	**13.06**
Net Book Value					
As at 31 March 2024	**5.62**	**7.17**	**0.85**	**4.93**	**18.57**
As at 31 March 2023	**6.29**	**10.32**	**1.12**	**-**	**17.73**

(₹ In Crores)

	As at 31 March 2024	As at 31 Mar 2023
6 Investment in Subsidiaries, Associates and Others		
Investment in Subsidiary and Associates- Non current		
In Equity Shares of Associate Company -Unquoted - fully paid up		
4,66,164 (Previous Year: 4,66,164) Boula Platinum Mining Pvt. Ltd. of ₹ 1/- each*	-	0.05
	-	0.05
Aggregate book value of un-quoted investments	-	0.05
Aggregate amount of impairment in value of investments	-	0.05

* Write off of investment in Boula Platinum Mining Pvt. Ltd. due to struckoff.

Investment Others- Non current		
Investment Measured at fair Value through OCI		
Investments in Equity Shares of Other Companies - Quoted, fully paid-up		
5,00,000 (Previous Year: 5,00,000) Facor Alloys Limited of ₹ 1/- each	0.35	0.33
Investment Measured at amortised cost		
Government Securities - Unquoted		
6 years National Savings Certificates	0.00	0.00
	0.36	0.39

Investments at fair value through OCI (fully paid) reflect investment in quoted equity shares. These equity shares are designated as FVTOCI as they are not held for trading purpose. Thus, disclosing their fair value fluctuation in profit or loss will not reflect the purpose of holding. Increase in amount of quoted equity shares is due to increase in market value of shares i.e (₹ 7.08 per share Vs ₹ 6.69 per share).

Aggregate book value of quoted investments	0.35	0.33
Aggregate Market value of quoted investments	0.35	0.33
Aggregate book value of un-quoted investments	0.00	0.00

Equity Investments in FACOR Alloys Limited are pledged as collateral against Non-Convertible Debentures, the details related to which have been described in Note 21 on “Borrowings”.

Investment in Others - Current		
Investment in Mutual Fund- Aditya Birla Sunlife Overnight Fund 97,022.167 units @ ₹ 1295.05 per unit.	12.56	-
	12.56	-
7 Financial Assets - Others		
Financial assets at amortised cost		
Security deposits	16.49	17.66
Fixed Deposits with Banks*	2.32	15.96
	18.82	33.62

*Fixed Deposits include Lien Marked FDs of maturity more than 12 months which will be renewed on maturity until Business requirement.

8 Deferred Tax Assets		
Deferred Tax Liability:		
Difference between Book and Income Tax depreciation	115.38	107.81
Others	0.03	6.30
Deferred Tax Assets:		
Disallowance u/s 43B of the Income Tax Act, 1961 to be allowed on payment basis	1.42	0.96
Others	2.90	-
Current year Unabsorbed Depreciation and Business Loss*	174.54	184.69
Net Deferred Tax Assets	63.45	71.54

*Section 72 A of Income Tax Act,1961 allows carry forward and set off of accumulated losses / unabsorbed depreciation in case of amalgamation / demerger. Total Business Losses amounting to ₹ 308 Cr and Unabsorbed Depreciation amounting to ₹ 405 Cr claimed in Revised Income Tax Return filed after merger of FACOR power limited with FACOR.

9 Other Non-Current Assets		
Unsecured, considered good		
Capital Advances*	126.76	2.35
Balance with Government Authorities**	27.09	17.18
Prepaid Expenses	0.82	0.50
Unsecured, considered doubtful	1.20	5.46
Provision for Doubtful Advances	(1.20)	(5.46)
	154.66	20.03

* Capital advance does not includes related party suppliers .

** Balance with Government Authorities includes deposit with Government Authorities of ₹ 11.79 Cr paid under protest to various Govt authorities, GST refunds receivable of ₹14.85 Cr and Royalty of ₹ 0.45 Cr.

	As at 31 March 2024	(₹ In Crores) As at 31 Mar 2023
10 Inventories		
Raw materials Includes material in transit	75.50	94.43
Stock-in-Process	-	1.28
Finished Products	12.75	2.96
Stores and spares	11.78	15.19
	100.02	113.86

For method of valuation for each class of inventories Refer Note 2.B (K).

11 Trade Receivables		
Unsecured,Considered good	41.65	28.05
	41.65	28.05

Trade receivables Ageing Schedule

Particulars	As at 31 March 2024	As at 31 March 2023
Unsecured-Undisputed		
Not Due	-	18.53
Less than 6 months	41.65	9.51
6 months – 1 year	-	0.01
Total	41.65	28.05
Total Trade receivables	**41.65**	**28.05**

For amounts due and terms and conditions relating to related party receivables, see note 43.
No trade receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days. There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

There are no Secured-Undisputed and Unsecured-Disputed Trade Receivables.

Book Debts are pledged as collateral against Non-Convertible Debentures, the details related to which have been described in Note 21 on “Borrowings”.

12 Cash and Cash Equivalent		
Balance with banks		
On current account	4.99	4.02
Cash on hand	-	-
	4.99	4.02

At 31 March 2024, the company had available ₹ 24 Cr (31 March 2023 : ₹ 10 Cr) of undrawn cash credit limit.

13 Other Bank Balance		
Bank deposits	24.00	18.00
	24.00	18.00

Bank Deposits earns interest at weighted average of 6.20 % p.a.

14 Loans		
Loans to employees	0.14	0.19
	0.14	0.19
15 Derivatives		
Foreign Exchange Forward Contracts at FVTPL* (Refer note 45)	0.01	-
	0.01	-
16 Other Financial Assets		
Financial assets at amortised cost		
Security Deposits	0.97	0.87
Interest accrued on term deposits	1.09	0.98
	2.06	1.85
17 Current Tax Assets		
Advance Tax (Net of Provision for Tax)	41.22	41.96
	41.22	41.96
18 Other Current Assets		
Unsecured, considered good		
Advance related to Supplies	19.75	48.75
Balance with government authorities	7.51	21.10
Prepaid Expenses	6.81	8.27
Others	0.01	0.01
Unsecured, considered doubtful	3.10	4.57
Less:Provision for Doubtful Advances	(3.10)	(4.57)
	34.09	78.13

19 Share Capital	As at 31 March 2024	(₹ In Crores) As at 31 March 2023
Authorised :		
7,07,00,00,000 (Previous Year -7,07,00,00,000) Equity Shares of ₹ 1/- each	707.00	707.00
23,00,000 (Previous Year -23,00,000) 0.01% Redeemable Preference Shares of ₹ 100/- each	23.00	23.00
	730.00	730.00
Issued, subscribed & fully paid up:		
34,00,01,800 (Previous Year - 34,00,01,800) Equity Shares of ₹ 1/- each	34.00	34.00
	34.00	34.00

(a) Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1/- per share. Each holder of equity share is entitled to one vote per share.

(b) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets, if any of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by shareholders.

(c) Reconciliation of number of shares outstanding at the beginning and end of the year :

	(in Crores) Number of Shares	Amount
Outstanding at the 1 April 2022	34.00	34.00
Changes during the period	0.00	-
Outstanding at the 31 March 2023	34.00	34.00
Changes during the period	-	-
Outstanding at the 31 March 2024	34.00	34.00

(d) Out of equity shares issued by the company, shares held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

	As at 31 March 2024	As at 31 March 2023
Vedanta Limited (Holding Company)	339,999,994	339,999,994

(e) Details of shareholders holding more than 5% shares in the company*

Name of the Shareholder	As at 31 March 2024		As at 31 March 2023	
	No. of Shares	% held	No. of Shares	% held
Vedanta Limited (Holding Company)	339,999,994	100%	339,999,994	100%

* The % of holding has been calculated on the issued and subscribed share capital as at the respective balance sheet dates.
As per the records of the Company, including its register of shareholders/members, the above shareholding represents legal ownership of shares.

	As at 31 March 2024	(₹ In Crores) As at 31 March 2023
20 Other equity		
(a) Capital Reserves		
Balance at the beginning of the year*	1,161.37	1,161.37
Addition during the year	-	-
Balance at the end of the year	1,161.37	1,161.37
(b) General Reserve		
Balance at the beginning of the year	192.00	192.00
Add: Transfer from surplus balance in the statement of Profit & Loss		
Balance at the end of the year	192.00	192.00
(c) Retained Earnings		
Balance at the beginning of the year	(327.50)	(602.66)
Due to effect of merger	-	(16.92)
Add: Profit for the year after taxation as per statement of Profit and Loss	20.97	292.09
	(306.53)	(327.50)
(d) Other Comprehensive Income		
Balance at the beginning of the year	(0.28)	0.37
Addition during the year	(1.02)	(0.65)
Balance at the end of the year	(1.30)	(0.28)
Total Equity (a+b+c+d)	1,045.54	1,025.58

Nature and purpose of other reserves

Capital reserve
The amount includes ₹ 230.06 Cr consequent to merger of FACOR Power Limited with FACOR (refer Note-47).

General reserve
Under the erstwhile Companies Act, 1956, a general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Company for that year, then the total dividend distribution is less than the total distributable reserves for that year. Consequent to introduction of Companies Act, 2013 ("Act"), the requirement to mandatory transfer a specified percentage of the net profit to general reserve has been withdrawn.

Other Comprehensive Income
(a) Remeasurements of defined benefit plans represents the following as per Ind AS 19, Employee Benefits:
Actuarial gains and losses.
The return on plan assets, excluding amounts included in net interest on the net defined benefit liability (asset); and

Any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (asset).
(b) Fair value of Investment.

(₹ In Crores)

	As at 31 March 2024	As at 31 March 2023
21 Financial liabilities – Borrowings		
A.Non-current borrowings		
From related parties Vedanta Ltd (Holding Company) *	125.00	22.03
Non - convertible debentures	-	50.50
Less: Current maturity of Non - convertible debentures	-	(50.50)
	125.00	22.03

* In the Current year ,Vedanta loan of ₹ 22.03 Cr was repaid and new loan of ₹ 125 Cr was taken which bears interest rate@ 9.35%.

B.Current borrowings

From Banks - Bills Discounting*	28.59	21.66
Current maturities of long-term debts **	-	50.50
	28.59	72.16

* Bills discounting interest rate is 8.28% and maturity with in one year.

** An amount mentioned in the Resolution Plan, forming part of the Admitted Financial Debt will be converted into zero coupon, secured and unlisted Non Convertible Debentures ('NCD) of the Company and will be issued to the Financial Creditors in proportional manner (Deferred consideration') on the terms and conditions rnentioned in the Resolution Plan. As per the Resolution Plan,Non convertible debentures has to be paid in four equal instalments, Fourth being due and has been paid on 31 March 2024.

Movable Property, Motor Vehicles, Book Debts, Trade Mark and Equity Investments in Facor Alloys Limited are pledged as collateral against Non-Convertible Debentures.

22 Lease Liabilities **(₹ in Crores)**

Particulars	**As at 31 March 2024**		**As at 31 March 2023**	
	Non-curre	**Current**	**Non-current**	**Current**
Lease Liabilities*	3.88	1.27	0.17	0.00
	3.88	1.27	0.17	0.00

* The movement in lease liabilities is as follows:

(₹ in Crores)

Particulars	**Amount**
As at 31 March 2023	0.17
Add:Lease liability of ROU Assets*	4.98
Add:Lease liability Interest unwinded for FY 2023-24	0.02
Less: Lease land rent charges FY 2023-24	(0.02)
As at 31 March 2024	5.15

*Capitalizing the license cost of SAP Rise Contract Cost as ROU Assets cloud.

23 Operational Buyers Credit/ Suppliers' Credit

Operational Buyers Credit	9.28	12.68
	9.28	12.68

Operational Buyers'/Suppliers' Credit is availed in foreign currency from Indian banks at interest rate of (6M SOFR+ Spread) as at 31 March 2024. The maximum tenure of these trade credits is 180 days from the value date of buyers credit.

24 Provisions

(A) Provisions- Non current

Provision for Gratuity (Refer note 44)	0.85	1.14
Provision for compensated absences	2.51	2.25
Provision for mine restoration & decommissioning*	4.78	4.58
	8.15	7.97

* The movement in provisions for restoration, rehabilitation and environmental costs is as follows

(₹ in Crores)

Particulars	**Amount**
As At 01 April 2022	**1.63**
Unwinding of discount	2.95
At 31 March 2023	**4.58**
Unwinding of discount	0.20
At 31 March 2024	**4.78**

Restoration, rehabilitation and environmental costs

The provisions for restoration, rehabilitation and environmental liabilities represent the management's best estimate. The principal restoration and rehabilitation provisions are recorded within mines where a legal obligation exists relating to the mining fields, where costs are expected to be incurred in restoring the site of production facilities at the end of the producing life of mine. The Company recognises the full cost of site restoration as a liability when the obligation to rectify environmental damage arises of the costs which will be incurred in the future to meet the Company's obligations under existing Indian law and the terms of the Company's exploration and other licences and contractual arrangements.These amounts are calculated by considering discount rates 6.84% and become payable at the end of the producing life of mine and are expected to be incurred over a period of 13 years for Ostapal Mine ,8 years for kathapal mine and 36 years for Kalarangitta mine. An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the development or ongoing production from mines.

	As at 31 March 2024	(₹ In Crores) As at 31 March 2023
(B) Provisions- Current		
Provision for Gratuity (Refer note 44)	2.63	0.73
Provision for compensated absences	0.64	0.64
	3.28	1.36

25 Trade Payables

Total outstanding dues of Micro Enterprises and Small Enterprises	32.74	11.73
Total outstanding dues to creditors other than Micro Enterprises and Small Enterprises	203.24	183.36
	235.98	195.09

For amount due and terms and conditions relating to related party payables, refer note 43.
Trade payables are non-interest bearing and are normally settled up to 90 days terms.
For explanations on the Company's credit risk management processes, refer to Note 45.

Trade payables Ageing Schedule

Particulars	**As at 31 March 2024**	**As at 31 March 2023**
Undisputed dues- Micro Enterprises and Small Enterprises		
Unbilled Dues	3.18	0.14
Not due	29.56	-
Less than 1 year	-	11.59
Total	32.74	11.73
Undisputed dues- Other than Micro Enterprises and Small Enterprises		
Unbilled Dues	48.41	18.06
Not due	137.15	34.31
Less than 1 year	17.68	130.99
Total	235.98	195.09

The disclosures relating to Micro Enterprises and Small Enterprises have been furnished to the extent such parties have been identified on the basis of the intimation received from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. There is interest paid of ₹ 0.01 Cr as at 31 March 2024 (31 March 2023: NIL)

Particulars	**As at 31 March 2024**	**As at 31 March 2023**
(i) Principal amount due to micro and small enterprises	32.73	11.73
(ii) Interest due on above	-	-
(iii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(iv) The amount of 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 without adding the interest specified under the MSMED Act, 2006.	0.01	-
(v) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(vi)The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest ues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-
	32.74	11.73

26 Derivatives

Foreign Exchange Forward Contracts at FVTPL (Refer Note No-45)	-	0.13
	-	0.13

*Deivative represent assets in current year and liabilty in previous year .

27 Other Financial Liabilities

Security Deposits	20.77	23.29
Payable to Suppliers of Capital Goods	2.60	-
Employee Benefits Payable	3.06	0.04
	26.43	23.33

28 Other Current Liabilities

Statutory Liabilities	4.23	2.52
Advance from customers	5.62	5.62
Other Liabilities	0.17	0.14
	10.02	8.28

a) Statutory liabilities includes payable for PF,PT, ESIC ,Goods and Services Tax and withholding tax.

b) Advance from customers are contract liabilities to be settled through delivery of goods. The amount of such balances as on 01 April 2023 was ₹ 5.62 Cr. During the current year, the Company has recognised revenue of out of such opening balances. All other changes are either due to receipt of fresh advances or exchange differences.

b) Other liabilities includes other deduction from salary.

(₹ In Crores)

	Year Ended 31 March 2024	Year Ended 31 March 2023
29 Revenue from Operations		
Sale of products	795.94	769.44
Sale of power	19.91	4.12
	815.85	773.56

Notes:-

(a) Majority of the Company's sales are against advance or are against letters of credit/ cash against documents/ guarantees of banks of national standing. Where sales are made on credit, the amount of consideration does not contain any significant financing component as payment terms are within 90 days.

(b) Revenue Details.

	FY 2023-24		FY 2022-23	
Particulars	**External**	**Inter Company**	**External**	**Inter Company**
Domestic sale manufactured goods	609.26	6.70	656.20	5.82
Sale of power	19.91	-	4.12	-
Export sale manufactured goods	179.98	-	107.42	-
Total	**809.15**	**6.70**	**767.74**	**5.82**

	Year Ended 31 March 2024	Year Ended 31 March 2023
30 Other Operating Revenues		
Export Incentives	1.90	1.17
Scrap sale	1.40	3.16
Others*	0.19	0.45
	3.48	4.78

* Others includes Excess provision/ liability written back.

	Year Ended 31 March 2024	Year Ended 31 March 2023
31 Other Income		
Interest income from financial assets measured at amortised cost		
On bank deposits	0.81	3.68
Others	2.20	0.64
Net gain on sale of current Investments	0.49	-
Foreign exchange fluctuations (net)	0.78	-
Miscellaneous Receipts*	7.37	13.42
	11.64	17.73

*In the current year miscellaneous receipts includes Liquidated Damages recovered against commissioning minima of ₹ 6.76 Cr from ATMASTCO for delay in project delivery.In previous year the same includes GST Compensation cess and GST receivable due to merger amounting to ₹ 11.97 Cr .

Facor Power Limited (FPL) was charging off its GST & GST compensation cess paid on input services to Statement of Profit and Loss because its final output (Power) was exempt from GST. Upon merger of FACOR & FPL pursuant to Scheme of Amalgamation, FACOR has now filed for claiming Input Tax Credit ('ITC') relating to FPL's input services for the period October 2020 to November 2022 (i.e. from appointed date of merger till the date of actual order) as this ITC can be utilised against the final output of FACOR on which GST is applicable.

	Year Ended 31 March 2024	Year Ended 31 March 2023
32 Cost of Materials Consumed	365.97	267.14
33 Changes in Inventories of Finished Goods and Work in Process		
Opening stock:		
Finished Goods	2.96	5.71
Work in progress	1.23	1.97
Total	**4.18**	**7.68**
Closing stock:		
Finished Goods	12.75	2.96
Work in progress	-	1.23
Total	**12.75**	**4.18**
Changes in Inventory	(8.51)	3.49

	Year Ended 31 March 2024	Year Ended 31 March 2023
34 Employee Benefits Expense		
Salaries and wages	48.99	36.98
Contribution to provident and other funds	2.31	2.01
Contribution to Gratuity and Superannuation (Refer Note 44)	0.55	0.99
Staff welfare expenses	6.28	5.98
	58.12	45.95

Code on Social Security, 2020

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

	Year Ended 31 March 2024	Year Ended 31 March 2023
35 Finance Cost		
Interest on loans	26.09	17.42
Bank Charges and Commission	1.13	0.47
Other borrowing costs	11.02	(6.16)
Interest exp on lease liability	0.21	0.02
Less:Capitalisation of finance costs (Refer Note No-3 d)	(3.10)	-
	35.34	11.76
36 Depreciation and Amortisation Expense		
Depreciation on Property,plant & equipment & Stripping assets (Note-no-3 & 4 b)	49.48	41.67
Amortisation on intangible assets and other Mining assets (note No-5)	5.28	1.94
	54.76	43.61

(₹ In Crores)

		Year Ended 31 March 2024	Year Ended 31 March 2023
37	**Other Expenses**		
	Mining Handling & Other Production expenses	27.55	28.32
	Power and fuel	52.88	93.35
	Electricity duty on auxiliary consumption	1.80	1.00
	Repairs and maintenance:		
	- Buildings	3.04	3.76
	- Plant and machinery	13.56	10.01
	Freight, Shipment & Sales Expenses	10.22	8.32
	Consumption of Stores & Spares parts	41.49	31.62
	Work Expenses:		
	Rent	0.60	0.31
	Insurance	2.93	2.99
	Rates and Taxes	0.99	0.65
	Provision for Doubtful advances	(5.70)	0.07
	Loss on Sale of Fixed Assets	0.86	1.07
	Remuneration to Auditors (Refer note 37.1)	1.07	1.15
	Directors' sitting fees	0.12	0.05
	Commission to Non Wholetime Directors	1.36	0.50
	Royalty	57.27	62.13
	Other operating expenses	34.35	23.64
	Demurrage & Punitive	0.50	-
	Advance written off	7.03	-
	Water charges	2.07	1.94
	Expense towards corporate social responsibility (Refer note 50 (iii))	3.68	2.87
	Foreign exchange fluctuations (net)	-	0.40
	Advertisement expenses	0.25	0.08
	Legal Professional expenses	9.73	8.35
	Corporate Allocation Expenses	7.32	14.19
	Security expenses	5.95	4.10
	Sundry balances Written off	0.49	0.37
	Travelling expenses	0.89	0.78
	Miscellaneous expenses	13.81	10.78
		296.12	312.80
37.1	**Remuneration to auditors:**		
	Statutory Auditor		
	Statutory Audit Fees	0.27	0.15
		0.27	0.15
38	**Exceptional Items**		
	Assets written off / written back (Impairment)	(0.29)	18.01
	Investment written off *	0.05	0.01
		(0.25)	18.02

*Write off of investment in Boula Platinum Mining Pvt. Ltd. due to struckoff.

39	**Tax Expenses**		
(a)	**Income Tax Expenses**		
	Current Tax Expenses		
	Current year	-	-
	Adjustment for previous Year	-	(113.50)
		-	(113.50)
	Deferred Tax Expenses		
	Change in recognised temporary differences	8.44	(85.29)
	Total Tax Expenses	8.44	(198.78)
(b)	**Reconciliation of effective tax rate**		
	Profit/(loss) before tax	29.41	93.30
	Applicable tax rate	0.25	0.25
	Computed Tax Expenses	7.40	23.48
	Tax Effect of:		
	Deferred tax asset/ liability recognised on business losses of FPL*	9.48	(106.86)
	Tax Expense - adjustment of PY**	-	(113.50)
	Other permanent differences	(8.46)	(1.90)
	Tax Expenses recognised in profit and loss	8.42	(198.78)
	Effective Tax Rate	29%	-213%

* In the previous year, ₹ 107 Cr of deferred tax assets (net) largely on unaborbed depreciation and tax losses of Facor Power Limited which is available for utilisation from taxable profits of subsequent years has been recognised post its merger with Facor Alloys Corporation Limited. Based on the financial forecasts of the merged entity, it is probable to realise the deferred tax assets.

** This relates to reversal of tax for AY 2021-22 & AY 2022-23 pursuant to utilisation ofunaborbed depreciation and tax losses of Facor Power Limited post merger with FACOR. The Company has revised the returns for both the assessment years to reflect the same. This has resulted in tax recoverable of ₹ 42 Cr which is disclosed under Current Tax Assets.

40	**Earning per Share**		
	Profit after tax attributable to equity share holders for Basic and Diluted EPS		
	Profit/ (loss) for the period	20.97	292.09
	Weighted average number of ordinary shares outstanding during the year	34.00	34.00
	EPS - Basic and Diluted	0.62	8.59

41 Commitments, contingencies and guarantees

(A) Capital And Other Commitments

Estimated amount of contracts on Capital Account remaining to be executed and not provided for in accounts ₹ 1109.22 Crs (Previous Year ₹ 35.45 Crs).

(B) Contingent Liabilities

Claims against the Company not acknowledged as debts, since disputed ₹ 2.19 Crs (Previous Year ₹ 2.12 Crs). Amounts paid under protest ₹ 0.38 Crs (Previous Year ₹ 0.38 Crs) have been debited to Advance Account.

(₹ In Crores)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Amount Involved	Paid under protest	Amount Involved	Paid under protest
Excise	0.40	0.07	0.40	0.07
Employees and Ex Employees	0.08	-	0.01	-
Mining Cases*	1.71	0.31	1.71	0.31
Total	**2.19**	**0.38**	**2.12**	**0.38**

*Out of ₹ 1.71 Crs, amount of ₹ 1.4 Crs comprises of Ground Water Tax for which the Company has made representation before the Executive Engineer Jaraka Irrigation Division against the demanded amount as the same is not payable as per the NCLT Cuttack Division order. The balance amount of ₹ 0.31 Cr comprises of Surface Rent and Dead Rent.

(C) Contingent Assets

The company has no contingent asset as on 31 March 2024 and 31 March 2023.

(D) Guarantees

Details of Bank Guarantees are given below: (₹ In Crores)

Particulars	As at 31 March 2024	As at 31 March 2023
Mining Authorities	8.53	8.53
Pollution control Board	0.13	0.13
Coal Linkage	5.17	1.93
Sale of power through open access	0.39	0.39
Water linkage	2.28	1.68
Paradip Port	0.09	-
Total	**16.59**	**12.65**

42 Segment information

Segment information is presented in respect of the company's key operating segments. The operating segments are based on the company's management and internal reporting structure.

Operating Segments

The Management Information System of the Company identifies and monitors Ferro Alloys as the business segment. The Company is managed organisationally as a single unit. In the opinion of the management, the Company is primarily engaged in the business of Ferro Alloys. As the basic nature of these activities are governed by the same set of risk and return, these constitute and are grouped as a single segment. Accordingly, there is only one Reportable Segment for the Company which is "Ferro Alloys", hence no specific disclosures have been made.

Entity wise disclosures

(A) Information about products and services
During the year, the Company primarily operates in one product line, therefore product wise revenue disclosure is not applicable.

(B) Information about Geographical Areas

The Company derives revenue from following major geographical areas:

(₹ In Crores)

Area	For the year ended 31 March 2024	For the year ended 31 March 2023
Outside India (Includes Deemed Export)	365.63	251.64
Domestic	450.23	521.92

All the non-current assets of the company other than financial instruments, deferred tax assets, post-employment benefit assets are located in India.

(C) Information about Major Customers (from External Customers)

The Company derives revenues from the following customers where each contributes to 10 per cent or more of an entity's revenues:

(₹ In Crores)

External Customers	For the year ended 31 March 2024	For the year ended 31 March 2023
Mortex	110.16	84.61
Glencore International AG	97.58	-
POSCO	82.40	-

43 Related Party Disclosure:-

I. List of Related Parties and relationship:-

Other Entities with whom transactions have taken place during the year :

1 Vedanta Limited- Holding company
2 Hindustan Zinc Limited
3 ESL Steel Limited
4 Bharat Aluminium Company Ltd
5 Vedanta Ltd Sesa Iron Ore
6 Vedanta Limited - Sterlite Copper
7 Vizag General Cargo Berths Private Limited.
8 Vedanta Aluminium Limited - Langigarh
9 Vedanta Aluminium Limited - Jharsuguda
10 Vedanta Limited - Carin Oil & Gas
11 FACOR Superannuation Trust
12 STL Digital Limited
13 Fujairah Gold FZC

II. Transactions with Related Parties during the year ended 31 March 2024 in the ordinary course of business.

(₹ In Crores)

	Particulars	With Subsidiary Companies		Other Entities with whom transactions taken place	
		As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
i)	Purchase of Goods/Services	-	-	1.49	3.88
ii)	Sale of Goods	-	-	6.70	5.82
iii)	Purchase of Assets	-	-	0.04	0.14
iv)	Sale of Assets	-	-	0.15	0.03
v)	Purchases of Stores and Spares	-	-	0.00	-
vi)	Interest paid /accrued and not paid	-	-	4.96	1.61
vii)	Reimbursement of Expenses	-	0.01	14.02	18.20
viii)	Recovery of Expenses	-	-	1.55	0.50
ix)	Sitting Fees and Commission paid to Directors	-	-	1.48	0.24
x)	Long Term /short term Borrowings	-	-	125.00	22.03
xi)	Advance for Raw Materials	-	-	-	-
xii)	Balances outstanding at the year end	-	-	-	-
	a) Long Term /short term Borrowings	-	-	125.00	22.03
	b) Other Current Liabilities	-	-	15.52	11.88
	c) Other Current Assets	-	-	0.47	0.73

(₹ In Crores)

Sl.No	Particulars		Relationship	As at 31 March 2024	As at 31 March 2023
1	**Purchase of Goods/Services**				
	ESL Steels Limited		Others	-	3.88
	STL Digital Limited		Others	1.49	-
		Total		1.49	3.88
2	**Sale of Goods**				
	ESL Steels Limited		Others	6.70	5.82
		Total		6.70	5.82
3	**Purchase of Assets**				
	Hindustan Zinc Limited		Others	0.01	-
	Bharat Aluminium Company Limited		Others	0.01	-
	ESL Steels Limited		Others	-	0.01
	Vedanta Ltd Sesa Iron Ore		Others	0.01	0.12
		Total		0.04	0.14
4	**Sale of Assets**				
	Hindustan Zinc Limited		Others	0.15	-
	Vedanta Ltd Sesa Iron Ore		Others	-	0.01
	ESL Steels Limited		Others	-	0.01
		Total		0.15	0.03
5	**Purchase of stores & spares**				
	Vedanta Alluminium Limited -Jharsuguda		Others	0.00	-
				0.00	-
6	**Interest Paid/accrued and not paid**				
	Vedanta Limited		Holding Company	4.96	1.61
		Total		4.96	1.61
7	**Reimbrushment of Expenses**				
	Vedanta Limited		Holding Company	9.60	11.50
	Vedanta Ltd Sesa Iron Ore		Others	2.41	5.54
	Vedanta Alluminium Limited -Jharsuguda		Others	0.00	0.02
	Vedanta Limited - Cairn Oil & Gas		Others	0.02	0.05
	Vedanta Limited - Sterlite Cooper		Others	0.38	0.38
	Facor Realty and Infrastructure Limited		Subsidiary	-	0.01
	Superannuation to employees		Others	0.04	0.31
	Subscription of FIMMI		Others	-	0.01
	Vedanta Alluminium Limited -Langhigarh		Others	0.03	0.06
	Hindustan Zinc Limited		Others	0.30	0.02
	Bharat Aluminium Company Ltd		Others	0.44	-
	ESL steel Limited		Others	0.03	0.30
	Fujairah Gold FZC		Others	0.02	-
	Vizag General cargo Berth Pvt Ltd		Others	0.02	-
	STL Digital Limited		Others	0.72	-
		Total		14.02	18.20
8	**Recovery of Expenses**				
	Vedanta Limited		Holding Company	0.02	-
	Vizag General cargo Berth Pvt Ltd		Others	0.02	0.03
	Bharat Aluminium Company Ltd		Others	0.72	0.13
	Hindustan Zinc Limited		Others	0.21	0.13
	Vedanta Alluminium Limited -Jharsuguda		Others	0.08	0.05
	Vedanta Alluminium Limited -Langhigarh		Others	0.09	0.10
	Vedanta Ltd Sesa Iron Ore		Others	0.09	0.03
	ESL steel Limited		Others	0.09	0.02
	Vedanta Limited - Sterlite Cooper		Others	0.22	-
		Total		1.55	0.50

(₹ In Crores)

Sl.No	Particulars		Relationship	As at 31 March 2024	As at 31 March 2023
9	**Sitting Fee and Commission paid to Directors**				
	Commission		Others	1.36	0.16
	Sitting Fees		Others	0.12	0.08
		Total		1.48	0.24
10	Short term/Long Term Borrowings				
	Vedanta Limited		Holding Company	125.00	22.03
		Total		125.00	22.03
11	Advance for Rawmaterials and refund received				
	Vedanta Ltd Sesa Iron Ore		Others	22.00	-
				(22.00)	-
	Vedanta Alluminium Limited -Jharsuguda		Others	-	24.00
				-	(24.00)
		Total		-	-
12	Balances Outstanding at the year end				
	(A) Long Term Borrowings				
	Vedanta Limited		Holding Company	125.00	22.03
		Total		125.00	22.03
	(B) Other Current Liabilities				
	Vedanta Limited		Holding Company	15.16	11.62
	Vedanta Ltd Sesa Iron Ore		Others	0.09	0.24
	Vedanta Limited - Sterlite Copper		Others	-	0.02
	Bharat Aluminium Company Ltd		Others	0.14	-
	STL Digital Limited		Others	0.10	-
	Vizag General cargo Berth Pvt Ltd		Others	0.02	-
	Fujairah Gold FZC		Others	0.02	-
		Total		15.52	11.88
	(C) Other Current Assets				
	ESL steel Limited		Others	0.43	0.50
	Vizag General cargo Berth Pvt Ltd		Others	-	0.03
	Bharat Aluminium Company Ltd		Others	-	0.05
	Vedanta Alluminium Limited -Jharsuguda		Others	-	0.04
	Vedanta Alluminium Limited -Langhigarh		Others	-	0.11
	Hindustan Zinc Limited		Others	0.00	-
	Vedanta Limited - Sterlite Cooper		Others	0.04	-
		Total		0.47	0.73

44 Employee Benefits

The Company Contributes To The Following Post-Employment Defined Benefit Plans In India

Defined Contribution Plans:

Amount of ₹ 2.31 Crs (Previous Year ₹ 2.01 Crs) is recognised as expenses and included in "Employee Benefits Expense" in Note 34 of the Statement of Profit and Loss.

Defined Benefit Plan :

The company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favourable than the provisions of the Payment of Gratuity Act, 1972. The scheme is funded with SBI Life Insurance and Bajaj Alliance in form of qualifying insurance policy.
The company also extends benefit of compensated absences to the employees, whereby they are eligible to carry forward their entitlement of privilege leave for encashment. This is unfunded plan.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31 March 2024. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at balance sheet date:

(₹ In Crores)

	31 March 2024	31 Mar 2023
Net Defined Benefit Liability		
Liability for Gratuity	3.49	1.87
Liability for PL Encashment	3.16	2.89
Total Employee Benefit Liability	**6.65**	**4.76**
Non-Current	3.37	3.39
Current	3.28	1.37

(A) Reconciliation of Opening and Closing balances of the present value of the Defined Benefit Obligation

(₹ In Crores)

Particulars	31 March 2024	31 Mar 2023
Present value of Defined Benefit Obligation at the beginning of the year	1.87	0.99
Interest Cost	0.14	0.07
Current Service Cost	0.67	0.65
Actuarial Losses/(Gains)	0.93	0.36
Benefits Paid	(0.13)	(0.21)
Present value of Defined Benefit Obligation at the close of the year	**3.49**	**1.87**

(B) Changes in the Fair Value of Plan Assets and reconciliation thereof

(₹ In Crores)

Particulars	31 March 2024	31 Mar 2023
Fair Value of Plan Assets at the beginning of the year	8.14	9.58
Add : Expected Return on Plan Assets	0.43	0.63
Add/(Less) : Actuarial Gains/(Losses)	-	-
Add : Contributions	0.13	0.01
Less : Benefits Paid	(2.71)	(2.08)
Fair Value of Plan Assets at the close of the year	**5.99**	**8.14**

(C) Amount Recognised in the Balance Sheet

(₹ In Crores)

Particulars	31 March 2024	31 Mar 2023
Present Value of Defined Benefit Obligation	9.47	10.01
Less : Fair Value of Plan Assets	5.99	8.14
Present Value of unfunded obligation	**3.49**	**1.87**

(D) Amount Recognised in the Statement of Profit and Loss are as Follows :

(₹ In Crores)

Particulars	31 March 2024	31 Mar 2023
Charged to statement of Profit and Loss		
Current Service Cost	0.67	0.65
Interest Cost/(Income)	0.14	0.07
	0.81	**0.72**
Charged to statement of Profit and Loss		
Net actuarial loss/(gain)	0.93	0.36
	0.93	**0.36**

(E) Investment Details:

Funds Managed by Insurer (investment with insurer)	100%	100%

(F) Actuarial Assumptions as at the Balance Sheet date

Particulars	31 March 2024	31 Mar 2023
Discount Rate	7.10%	7.39%
Salary Escalation Rate	5.00%	5.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The Expected Rate of Return on Plan Assets is determined considering several applicable factors, mainly the composition of Plan Assets held, assessed risks, historical results of return on Plan Assets and the Company's policy for Plan Assets Management.

The expected contributions for Defined Benefit Plan for the next financial year will be in line with FY 2023-24

(G) Principal Acturial Assumption

Particulars	31 March 2024		31 Mar 2023	
i) Retirement Age (Years)	58		58	
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)		100% of IALM (2012 - 14)	
iii) Attrition at Ages	**Withdrawal Rate (%)**		**Withdrawal Rate (%)**	
Up to 30 Years	12	2	12	2
From 31 to 44 years	13	2	13	2
Above 44 years	15	2	15	2

(H) Bifurcation of Actuarial Gain/Loss on Obligation **(₹ In Crores)**

Particulars	31 March 2024	31 Mar 2023
a)Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
b) Actuarial (Gain)/Loss on arising from Change in Financial Assumption	0.11	(0.09)
c)Actuarial (Gain)/Loss on arising from Experience Adjustment	0.65	0.39

(I)Actuarial Gain/Loss on Plan Asset **(₹ In Crores)**

Particulars	31 March 2024	31 Mar 2023
Expected Interest Income	0.60	0.68
Actual Income on Plan Asset	0.43	0.63
Actuarial gain /(loss) for the year on Asset	(0.17)	(0.06)

(J) Sensitivity Analysis:

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate ,expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period , while holding all other assumptions constant. The result of Sensitivity analysis is given below.

Particulars	31 March 2024		31 Mar 2023	
	Increase	Decrease	Increase	Decrease
Change in discounting rate (delta effect of +/- 0.5%)	(0.24)	0.26	(0.17)	0.18
Change in rate of salary increase (delta effect of +/- 0.5%)	0.26	(0.25)	0.19	(0.17)

(K) Risk Analysis:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow -

A) Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk – If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the

C) Discount Rate : Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability – Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals – Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

45 Financial instruments

A Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

(₹ In Crores)

Financial assets	As at 31 March 2024			As at 31 March 2023		
	Fair value through profit/loss	Fair value other comprehensive income	Amortised Cost	Fair value through profit/loss	Fair value other comprehensive income	Amortised Cost
Non-current investments *	-	0.36	-	-	0.34	-
Mutual Fund	12.56	-	-	-	-	-
Other non-current financial assets	-	-	18.82	-	-	33.62
Trade receivables	-	-	41.65	-	-	28.05
Cash and cash equivalents	-	-	4.99	-	-	4.02
Bank balances other than above	-	-	24.00	-		18.00
Derivatives	0.01	-	-	-	-	-
Other current financial assets	-	-	2.20	-	-	2.03
Total	**12.58**	**0.36**	**91.65**	**-**	**0.34**	**85.73**

*Excludes investments (in equity and preference shares) in subsidiaries, associates and joint ventures which are carried at cost and hence are not required to be disclosed as per Ind AS 107 “Financial Instruments Disclosures”.

Financial Liabilities	As at 31 March 2024			As at 31 March 2023		
	Fair value through profit/loss	Fair value other comprehensive income	Amortised Cost	Fair value through profit/loss	Fair value other comprehensive income	Amortised Cost
Non-current financial liabilities						
Borrowings	-	-	125.00	-	-	22.03
Lease Liabilities	-	-	3.88	-	-	0.17
Current financial liabilities						
Borrowings*	-	-	28.59	-	-	72.16
Lease Liabilities			1.27			
Trade payables	-	-	235.98	-	-	195.09
Operational Buyers Credit	-	-	9.28	-	-	12.68
Derivatives	-	-	-	0.13	-	-
Other financial liabilities	-	-	26.43	-	-	23.33
	-	**-**	**430.43**	**0.13**	**-**	**325.46**

*Borrowing includes Bills discounting.

B. Fair value hierarchy

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques:
(i) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
(ii) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
(iii) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)
The below table summarises the categories of financial assets and liabilities as at 31 Jan 2024 and 31 March 2023 measured at fair value:

As at 31 March 2024

(₹ In Crores)

Financial Assets	Level 1	Level 2	Level 3
At fair value through other comprehensive income			
Investments	0.36	-	-
At fair value through profit or loss			
Mutual Fund	12.56	-	-
Derivatives	-	0.01	-
Total	**12.92**	**0.01**	**-**

(₹ In Crores)

Financial liabilities	Level 1	Level 2	Level 3
At fair value through profit or loss			
Derivatives designated as hedging instruments			
Derivatives	-	-	-
Total	**-**	**-**	**-**

As at 31 March 2023

(₹ In Crores)

Financial Assets	Level 1	Level 2	Level 3
At fair value through other comprehensive income			
Investments	0.34	-	-
Total	**0.34**	**-**	**-**

Financial liabilities	Level 1	Level 2	Level 3
At fair value through profit or loss			
Derivatives designated as hedging instruments			
Derivatives	-	0.13	-
Total	**-**	**0.13**	**-**

C. Risk Management Framework

A company is exposed to uncertainties owning to the sector in which it is operating. The Company is conscious of the fact that any risk that could have a material impact on its business should be included in its risk profile. Accordingly, in order to contain / mitigate the risk, the Company has an approved a Risk management policy which is reviewed by the management from time to time.
The Company's Risk Management framework is designed to identify, assess and monitor various risks related to key business and strategic objectives and lead to the formulation of a mitigation plan. Major risks in particular are monitored regularly at Executive meetings of the Company to keep abreast of such issues and the Policy was reviewed by the Management.
The Company's Management monitors compliance with the Company's risk management policy and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Management is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and adhoc review of risk management controls and procedures, the results of which are reported to the Management.

i. Credit Risk

Credit risk is the risk of financial loss to company if a customer or counterparty to the financial instrument fails to meet its financial obligations, and arises principally from the company's receivables from customers.
Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, cash and cash equivalents, other balances with banks and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk other than trade receivable.
The company maintains its Cash and cash equivalents and Bank Deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit rating on a timely basis.

The gross carrying amount of trade receivables is ₹ 41.65 Crores (31 March 2023 ₹ 28.05 Crores.)

During the period, the Company has written-off trade receivables Amounting to ₹ 0.00 Crores. The Company's management also pursues all options for recovery of dues wherever necessary based on its internal assessment. A default on a financial asset is when counterparty fails to make payments within 365 days when they fall due.

ii. Liquidity Risk

Liquidity risk refers to risk of financial distress or extra ordinary high financing cost arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and require financing. The Company's objective is to maintain at all times optimum levels of liquidity to meet its cash and collateral requirements. Processes and policies related to such risk are overseen by senior management and management monitors the Company's net liquidity position through rolling forecast on the basis of expected cash flows.

(a) Financing Arrangements

Details of funding facilities are given below:

(₹ In Crores)

Particulars	Total facility	Drawn	Un drawn
Fund Based Limit	30.00	-	30.00
Non Fund Based Limit	145.00	105.86	39.14
Total	**175.00**	**105.86**	**69.14**

(b) Maturities of Financial Liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and excluding contractual interest payments and exclude the impact of netting agreements.

(₹ In Crores)

Particulars	Carrying Amounts 31 March 2024	Contractual cash flows				
		Total	Upto 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 year
Non-derivative financial liabilities						
Borrowings (Vedanta Loan)	125.00	125.00	-	-	125.00	-
Borrowings- Bills Discounting	28.59	28.59	28.59	-	-	-
Trade payables	235.98	235.98	235.98	-	-	-
Operational Buyers Credit	9.28	9.28	9.28	-	-	-
Lease liabilities	3.88	3.88	-	-	-	3.88
Derivatives	-	-	-	-	-	-
Other financial liabilities	26.43	26.43	26.43	-	-	-
Total non-derivative liabilities	**429.17**	**429.17**	**300.28**	**-**	**125.00**	**3.88**

Particulars	Carrying Amounts 31 March 2023	Contractual cash flows				
		Total	Upto 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 year
Non-derivative financial liabilities		-				
Borrowings (Vedanta Loan)	22.03	22.03	-	22.03	-	-
Borrowings (NCD and Bills Discounting)	72.16	72.16	72.16	-	-	-
Trade payables	195.09	195.09	195.09	-	-	-
Operational Buyers Credit	12.68	12.68	12.68	-	-	-
Lease liabilities	0.17	0.17	-	-	-	0.17
Derivatives	0.13	0.13	0.13	-	-	-
Other financial liabilities	23.33	23.33	23.33	-	-	-
Total non-derivative liabilities	**325.59**	**325.59**	**303.39**	**22.03**	**-**	**0.17**

iii. Market risk

Market risk is the risk that changes in market prices, foreign exchange rates and interest rates – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

a) Equity Price risk

The company doesn't have any of securities listed on any national or international stock exchange. Hence, there is no Equity Price Risk.

b) Currency Risk

Foreign currency risk is the risk that fair value of future cash flow of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities. The Company has foreign currency trade payables and receivables and is therefore, exposed to a foreign exchange risk. Foreign currency risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (INR). The risk is managed through a forecast of highly probable foreign currency cash flows.

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk as reported to the management of the Group is as follows:

	As at 31 March 2024		As at 31 March 2023	
	USD	**EUR**	**USD**	**EUR**
Financial Asset				
Trade Receivables	2,435,003.94	-	2,215,465.63	-
Derivative*	1,532.03			
Net exposure to foreign currency risk(assets)	**2,435,003.94**	**-**	**2,215,465.63**	**-**
Trade Payables	6,780.25	-	2,334,536.72	1,239.38
Buyers Credit*	13,365.00	-	1,543,505.89	-
Derivative*	-	-	16,159.71	-
Bills Discounting**	1,133,104.13	-	2,635,793.25	-
Net statement of financial position exposure	**1,153,249.38**	**-**	**6,529,995.56**	**1,239.38**

* **Buyer's Credit & Derivatives** – Currency risk is involved in buyers credit. So, to mitigate the currency risk involved, we hedge through forwards contract for the principle & interest.

****Bills Discounted – POSCO - Company has arrangement for 5% variable position that can be deducted by for quality issues. So, company take the Bills Discounting facility for remaining 95% only to avoid the currency risk and also for Glencore International AG.**

Sensitivity analysis

A resonably possible strengthening (weakening) of the INR against all other currencies at 31 March 2024 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

	Profit or loss, net of tax		Equity, net of tax	
	Strengthening	**Weakening**	**Strengthening**	**Weakening**
31 March 2024				
5% movement				
USD	64,087.73	(64,087.73)	64,087.73	(64,087.73)
EUR	-	-	-	-
31 March 2023				
5% movement				
USD	(215,726.50)	215,726.50	(215,726.50)	215,726.50

c) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

Following are the details of the Interest Rate for different Financing arrangements :

Vedanta's Loan	fixed
Bills Discounted -1 Month SOFR+120 BPS	Floating
Buyer's credit-6Month SOFR+100 BPS	Floating
Non Convertible Debentures	fixed

Sensitivity Analysis of Interest rate Risk

Floating rate financial assets are largely mutual fund investments which have debt securities as underlying assets. The returns from these financial assets are linked to market interest rate movements; however the counterparty invests in theagreed securities with known maturity tenure and return and hence has manageable risk.

The exposure of the Company's financial assets to interest rate

Particulars	Total	Floating rate	Fixed rate	Non-interest bearing
As at 31 March 2023				
Financials assets	86.07	22.02	15.96	48.09
Financial liabilities	325.59	22.20	34.34	269.05
As at 31 March 2024				
Financials assets	92.01	12.56	39.11	40.33
Financial liabilities	430.43	37.87	125.00	267.56

Interest rate risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because of changes in market interest rate.

Considering the net investment position as at 31 March 2024 and the investment in bank deposits, bonds and debt mutual funds, any increase in interest rates increase and any decrease in interest rates would result would result in a net in a net decrease. The sensitivity analysis below has been determined based on the exposure to interest rates for both derivative and non-derivative instruments at the balance sheet date The below analysis gives the impact of a 0.5% to 2.0% change in interest rates on floating rate financial assets/ liabilities (net) on profit/(loss) and equity and represents management's assessment of the possible change in interest rates.

d) Commodity Price Risk

Sale (HCFC) and Purchase (Coal, Coke, Ore) of commodities - fluctuations involved and how company hedge or maintain the risk of fluctuations.

46 Capital Management

The Company's objectives when managing capital is to safeguard, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuinggrowth. TheCompany's overall strategy remains unchanged from previous year. The Company sets the amount of capital required onthe basis of annual business and long-term operating plans which include capital and other strategic investments. The funding requirements are met through a mixture of internal accruals, equity and short term borrowings. The Company monitors capital on the basis of net debt to equity. Equity comprises all components including other components ofequity. The Company is not subject to any externally imposed capital requirement.

(₹ In Crores)

Particulars	As at 31 March 2024	As at 31 Mar 2023
Equity		
Cash and cash equivalents (Refer note 12)	4.99	4.02
Short term investments	12.56	-
Total cash (a)	17.55	4.02
Total debt (b)	158.74	94.36
Net debt {c = (b-a)}	**141.18**	**90.34**
Total equity (equity + net debt) (Refer Statement of changes in Equity)	**1,045.53**	**1,025.58**
Net debt to equity ratio (gearing ratio)	**0.14**	**0.09**

47 Business Combination

The Hon'ble National Company Law Tribunal (NCLT), Cuttack Bench passed an order an order on 15th November 2022 sanctioning the Scheme of Amalgamation of Facor Power limited, Subsidiary Company, into the Company, under section 230 & 232 of the Companies Act, 2013. The Scheme was effective on 22 November 2022, upon filing of the certified copy of the NCLT order with Registrar of Companies, Cuttack, Odisha.
The Scheme of Amalgamation be sanctioned by this Tribunal to be binding with effect from appointed date which is 1 October 2020.

The Board of Directors of the Company at it's meeting held on 19 April 2021 had approved he scheme of amalgamation of Facor Power Limited (transferror Company) into Ferro Alloys Corporation Limited (Transferee company) (Scheme of amalgamation). During the current year, Hon'ble National Company Law Tribunal, Cuttack Bench vide its Order dated 15 November 2022 approved the Scheme of Amalgamation of Facor Power Limited ("FPL") into Ferro Alloys Corporation Limited ("FACOR").

Details of the purchase consideration, the net assets amalgamated and capital reserve are as follows:
13,800 equity shares having face value of ₹ 1 each worth ₹ 2,14,278 were issued as part of the consideration paid to minority shareholders of Facor Power Limited with reference to scheme of amalgamation.

Below is the summary of the accounting treatment, which has been given effect to in the financial statements pursuant to amalgamation of Facor Power Limited in accordance with the pooling of interest method as laid down by appendix C to IND AS 103: Business combination of entities under common control.

i) The Company has recorded all the assets and liabilities of Facor Power Limited at their respective book values as appearing in the books of Facor Power Limited as at the beginning of April 01, 2021

ii) The value of investment in equity share capital and preference share capital in the books of the Company has been cancelled with the equity share capital and preference share capital appearing in the books of Facor Power Limited.

iii) The difference between the value of assets, liabilities and reserves of Facor Power Limited taken over by the Company, the value of investments in the Company cancelled amounting to ₹ 230.06 has been transferred to Capital reserves

Particulars	(₹ In Crores) Book Value of FACOR Power Ltd
Property, Plant & Equipment	468.86
Capital Work-in-progress	95.01
Investments	0.00
Other Non-Current Financial Assets	1.80
Other Non-Current Assets	0.26
Inventories	6.12
Trade Receivables	5.64
Cash & Cash Equivalents	48.95
Other Current Financial Assets	0.38
Current Tax Assets	0.31
Other Current Assets	6.80
Non-Current Borrowings	(1,217.24)
Non-Current Provisions	(9.94)
Current Borrowings	(9.32)
Trade Payables	(3.66)
Other Current Financial Liabilities	(16.69)
Other current Liabilities	(16.48)
Other current provisions	(0.11)
Reserves	869.37
appointed date	**230.06**

(₹ In Crores)

Particulars	Amount
Book value of Assets, Liability and Reserves as recognised on appointed date	230.06
Less: Face value of equity shares issued	(0.00)
Capital reserve	**230.06**

The difference of ₹ 230.07 Crs between the net value of assets, liabilities and reserves of the transferor company acquired and the sum of the face value of new shares issued and allotted pursuant to scheme of amalgamation and the carrying value of investment of the Company in equity shares of transferor Company being cancelled has been transferred to capital reserve of the Company, as prescribed by the Scheme of amalgamation.

Forming part of the financial statements as at and for the year ended 31 March 2024

48 Audit Trail:-

The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that audit trail feature is not enabled in the SAP application for direct changes to data in certain tables, which is restricted to certain ID's with system administrator user access in order to optimise system performance. However, these system administrator rights have been disabled subsequent to the year end. Further no instance of audit trail feature being tampered with was noted in respect of software

49 Subsequent events

There are no other material adjusting or non-adjusting subsequent events, except as already disclosed.

50 Other Statutory Information

Details of items of exceptional nature;

(i) Compliance with approved Scheme(s) of Amalgamation

Where the Scheme of Amalgamation has been approved by the Competent Authority in terms of sections 230 to 232 of the Companies Act, 2013, the company shall disclose that the effect of such Scheme of Arrangements have been accounted for in the books of account of the Company in accordance with the Scheme' and in accordance with accounting standards' and any deviation in this regard shall be explained.

The Hon'ble National Company Law Tribunal (NCLT), Cuttack Bench passed an order an order on 15 November 2022 sanctioning the Scheme of Amalgamation of Facor Power limited, Subsidiary Company, into the Company, under section 230 & 232 of the Companies Act, 2013.

Scheme of Arrangements have been accounted for in the books of account of the Company in accordance with the Scheme' and in accordance with accounting standards.

(ii) Relationship with Struck off Companies

Where the company has any transactions with companies struck off under section 248 of the Companies Act, 2013 the Company shall disclose the following details, namely:-

Name of struck off Company	Nature of transactions with struck off Company	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
-	Investments in securities	-	-
-	Receivables	-	-
-	Payables	-	-
-	Shares held by stuck off co	-	-
-	Other outstanding balances	-	-

(iii) Corporate Social Responsibility (CSR) **(₹ In Crores)**

The Company has incurred an amount of ₹ 3.68 crore (31 March 2023 ₹ 2.87 Crore) towards Corporate Social Responsibility (CSR) as per Section 135 of the Companies Act, 2013:

The following shall be disclosed with regard to CSR activities:-

(a) amount required to be spent by the company during the year,		3.49	
Less: 1/3 Excess CSR Expenses for FY 2021-22	0.03		
1/3 Excess CSR Expenses for FY 2022-23	0.06		
1/3 Excess CSR Expenses for FY 2023-24	0.05		
		3.35	
(b) amount of expenditure incurred*		3.68	**0.33**

Amount to be spent in CSR in FY 2023-24 is ₹ 3.49 Crs. (after taking adjustment of 1/3rd Excess CSR spent for FY 2020-21,FY 2021-22 & 2022-23). Actual CSR spent in FY 2023-24 was ₹ 3.68 Crs.

(c) Nature of CSR activities

Particulars	Year Ended 31 March 2024	Year Ended 31 March 2023
Education	0.43	0.33
Health	0.30	0.27
Infrastructure	2.07	1.11
WASH	0.47	0.60
Women Empowerment	0.33	0.34
Covid	-	-
Animal welfare	0.02	-
Admin & Others	0.06	0.22
Grand Total	**3.68**	**2.87**

(d) details of related party transactions, e.g.,contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Indian Accounting Standard,	NA
(e) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	No

(iv) Following Financial Ratios are disclosed:-

Particulars	FY 2023-24	FY 2022-23	% Change	Reason
(a) Current Ratio(In Times)	0.83	0.91	-9%	
(b) Debt-Equity Ratio (in Times)	0.42	0.32	29%	Debt Equity ratio has improved due to Payment of NCD and loan as compared to previous year.
(c) Debt Service Coverage Ratio(In Times)	3.29	13.81	-76%	The profits during the current year are sufficient to pay the finance cost.
(d) Return on Equity Ratio (in %)	1.94	27.57	-93%	Due to decreased in profits and Equity as compared to the the previous year, therefore the change in ratio by 93%.
(e) Inventory turnover ratio(In Times)	7.63	7.82	-2%	
(f) Trade Receivables turnover ratio(In times)	1.54	0.57	169%	During the current year, sales are majorly made on advance basis, therefore higher in both net credit sales and average Inventory.
(g) Trade payables turnover ratio(In Times)	2.04	1.71	20%	
(h) Net capital turnover ratio(In Times)	-15.08	-28.67	-47%	*
(i) Net profit ratio (in %)	2.57	37.76	-93%	Volume increased and profit decreased with better margin contributes towards better ratio.
(j) Return on Capital employed(In %)	5.30	11.29	-53%	ROCE turns out to be lesser due to positive returns comes down and higher capital capital employed during the year.
(k) Return on investment (in %)	1.72	26.80	-94%	ROI turns out to be lesser due to positive returns comes down and higher capital capital employed during the year.

*Working capital is Negative.

Formulae for computation of ratios is as follows

Particulars	Numerator	Denominator
(a) Current Ratio(In Times)	Curent Assets	Curent Liability
(b) Debt-Equity Ratio (in Times)	Total Liability	Shareholders Fund
(c) Debt Service Coverage Ratio(In Times)	Net Operating Income/ EBITDA	Total Debt Service Cost
(d) Return on Equity Ratio (in %)	Net Earnings	Shareholders Equity
(e) Inventory turnover ratio(In Times)	Turnover	Average Inventory
(f) Trade Receivables turnover ratio(In times)	Net Credit Sales	Average Account Receivables
(g) Trade payables turnover ratio(In Times)	Net Credit Purchases	Average Account Payables
(h) Net capital turnover ratio(In Times)	Net Annual Sales	Working Capital
(i) Net profit ratio (in %)	Net Profit after tax	Revenue from operations
(j) Return on Capital employed(In %)	EBIT	Capital Employed
(k) Return on investment (in %)	Net Profit after tax	Capital Employed

(v) The Company have not been declared a 'Wilful Defaulter' by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

(vi) The Company does not have any Benami property and no proceedings have been initiated or pending against the Company for holding any Benami property, under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the rules made thereunder.

(vii) The quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

(viii) In Current year, no revaluation has been done for Property, plant and equipment and Intangible assets.

As per our report on even date

For and on behalf of the Board of Directors

For S.R. Batliboi & Co. LLP
Chartered Accountants
(ICAI Firm's Regn.No.301003E / E300005)

Pankaj Kumar Sharma
Chief Executive Officer and Whole Time Director

A R Narayanaswamy
Director
(DIN 00818169)

per Ajay Bansal
Partner
(ICAI Membership No.502243)

Karan Kumar Kejriwal
Chief Financial Officer

Sambit Kumar Sarangi
Company Secretary
(ICSI Membership No.11105)

Place : Gurugram
Date : 18 April 2024

Place : Bhadrak
Date : 18 April 2024