



# Bothra Metals & Alloys Ltd.

A House of Metals

Annual Report  
2022-23

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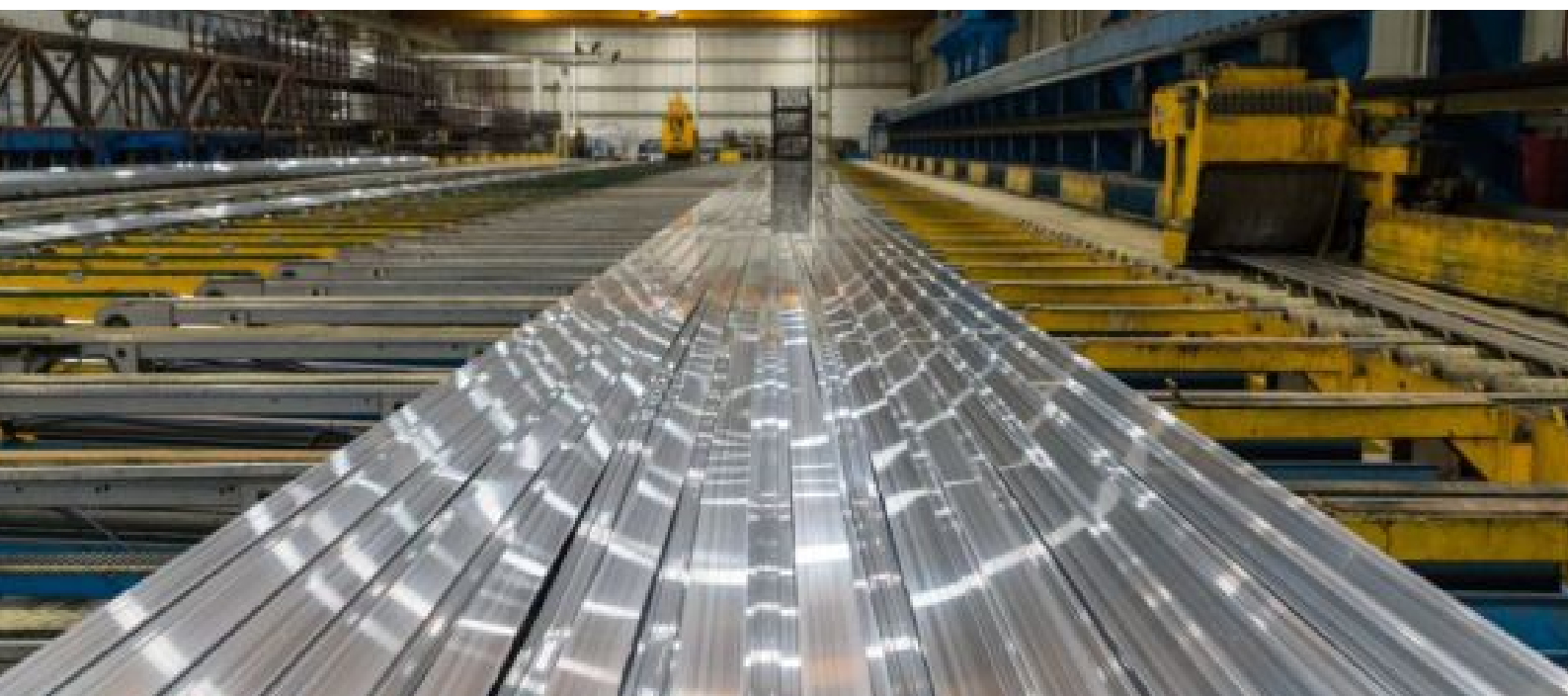
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In this Annual Report the forward-looking information if any, is for enabling investors to comprehend our prospects and take informed investment decisions. This report and other statements that set out are anticipated results based on the management's plans and assumptions.

We have tried, wherever possible to identify such statements by using words such as 'estimate', 'plans', 'believes', 'intends', 'expects', 'anticipate' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in our assumptions. The achievement of result is subject to risks, uncertainties and even inaccuracies in our assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected.



# Corporate Information

## Chairman

Sunderlal Bothra

## Company Secretary

Sonu Singhal \*\*\*

## Executive Directors

Sunderlal Bothra  
Kishanlal Bothra  
Sardarmal Suthar\*

## Chief Financial Officer

Kishanlal Bothra

## Bankers

ICICI Bank  
Canara Bank

## Registered Office

Room Number 15, Bothra House,5, Assembly Lane,  
Dadi Seth Agyari Lane, Kalbadevi, Mumbai,  
Maharashtra, 400002, Bharat  
CIN : L27100MH200IPLCI33926  
Website : www.bothrametals.com

## Statutory Auditors

SSRV & Associates\*\*\*\*  
Chartered Accountant

## Manufacturing Units Locations

### Kala-amb

210/110/2/1, Mauza Kheri, Trilokpur Road,  
Kala-Amb, Sirmour, (H.P.)

### Sangli

Gat No.228/1, Village: Savli, Taluka: Miraj, SANGLI  
-416415 (Maharashtra)

## Independent Director

Lubdha Porwal  
Aditya Sukharam Saran\*\*

## Internal Auditor

Rishi Sekhri & Associates\*\*\*\*\*

\* Sardarmal Suthar resigned on 8th November 2022.

\*\* Aditya Sukharam Saran is appointed on 30th March 2023.

\*\*\* Sonu Singhal is appointed on 30th December 2022.

\*\*\*\* SSRV & Associate is appointed on 30th March, 2023

\*\*\*\*\* Rishi Sekhri & Associates appointed on 14th November

# About Us

Bothra Metals & Alloys Limited is a leading company in the metals and alloys industry, known for its commitment to excellence, innovation, and customer satisfaction. With a rich history spanning several decades, Bothra Metals & Alloys has established itself as a trusted name in the market, delivering high-quality products and services to a diverse range of industries worldwide.

One of the key strengths of Bothra Metals & Alloys Limited lies in its extensive product portfolio. The company offers a wide range of metal and alloy products, including aluminium extrusion profile, ferrous and non ferrous scrap. These materials find applications across various sectors, such as construction, automotive, electrical, and packaging, among others. With a focus on continuous improvement, Bothra Metals & Alloys consistently strives to expand its product offerings, staying at the forefront of industry trends and customer demands.

The success of Bothra Metals & Alloys Limited can be attributed to its unwavering commitment to quality. The company follows stringent quality control measures at every stage of the production process, ensuring that its products meet the highest industry standards. By leveraging advanced technologies and modern manufacturing facilities, Bothra Metals & Alloys delivers products that are not only reliable and durable but also sustainable.

## Core Values



### Excellence

We strive for excellence in everything we do. We are committed to delivering superior products, services, and solutions that meet and exceed the expectations of our customers and stakeholders.



### Sustainability

We recognize our responsibility towards the environment and society. We are committed to sustainable practices that minimize our ecological footprint, conserve resources, and promote environmental stewardship.



### Continuous Improvement

We embrace a mindset of continuous improvement and strive for operational excellence in all aspects of our business. We encourage a culture of learning, innovation, and adaptability.



### Safety and Well-being

The safety and well-being of our employees, customers, and stakeholders are paramount. We maintain a safe working environment, adhering to the highest health and safety standards.



# VISION

To be a global leader in the manufacture and supply of high-quality nonferrous metal products, delivering innovative solutions that meet the needs of our customers, while upholding the highest standards of sustainability and social responsibility.



# Our Product



**Metal Scrap**

**Aluminium Ingots**



**Aluminium Billets**

**Aluminium Extrusion Profiles**





**"The aluminium industry is a shining example of innovation, sustainability, and limitless possibilities. It has the power to shape the future, building a world that is lighter, stronger, and more sustainable."**

Sunderlal Bothra, Managing Director



# From the desk of Managing Director

Dear Shareholders and Stakeholders,

It is my privilege to present the message for the 22nd Annual Report of Bothra Metals & Alloys Limited for the fiscal year 2022-23. This report holds immense significance as it reflects our journey through challenging times and marks a turning point in our company's history.

The past year posed considerable financial pressure on Bothra Metals & Alloys Limited, leading us to initiate the Corporate Insolvency Resolution Process (CIRP). It was a critical phase that demanded strategic decision-making, financial discipline, and collaborative efforts from all stakeholders involved.

I am proud to share that due to our team's unwavering dedication and collective efforts, we have successfully overcome these challenges. In the 2022-23 financial year, we managed to pay off all our debts and received a 'no dues' confirmation from our bankers. This achievement signifies our commitment to financial stability and sound business practices.

With this significant milestone behind us, Bothra Metals & Alloys Limited is now poised to chart a new course toward growth and success. We have emerged stronger from the CIRP process, learning valuable lessons and implementing necessary reforms to fortify our operations.

As we move forward, we are committed to accelerating our growth trajectory. We will focus on leveraging our strengths, optimizing our manufacturing processes, and enhancing customer-centricity. Embracing innovation and technology will remain at the core of our strategy as we strive to deliver exceptional products and services that exceed customer expectations.

I extend my deepest gratitude to our shareholders, who stood by us during these challenging times, demonstrating their unwavering faith in our company's potential. Your support and belief in our capabilities have been instrumental in our resurgence.

I would like to express my gratitude to our bankers and financial institutions for their understanding, cooperation, and trust in our restructuring efforts. Your support played a vital role in helping us regain financial stability and emerge as a stronger entity.

I extend my heartfelt thanks to our valued customers and business partners for your continued support and confidence in Bothra Metals & Alloys Limited. We remain committed to delivering exceptional value and forging long-lasting partnerships based on trust, transparency, and mutual growth.

In conclusion, as we embark on this new phase, we are energized and optimistic about the future. Bothra Metals & Alloys Limited is now well-positioned to embrace opportunities, drive sustainable growth, and create enhanced value for all our stakeholders.

Thank you.

Warm regards,

Sunderlal Bothra  
Managing Director  
Bothra Metals & Alloys Ltd.

# Notice of 22nd Annual General Meeting

NOTICE is hereby given that the 22nd Annual General Meeting of the Members of BOTHRA METALS & ALLOYS LIMITED will be held on Wednesday, 28th June, 2023 at 11.30 A.M. at the Registered Office of the Company situated at Room No.15, 3rd Floor, 5, Bothra House, Assembly Lane, D.S.A. Lane, Mumbai - 400 002 to transact the following businesses:

## Ordinary Business

- **Item Number 1: Adoption of financial statements**

To receive, consider, approve, and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2023 including the Audited Balance Sheet as of 31st March, 2023, the Statement of Profit & Loss for the year ended on that date and the Report of the Board of Directors and Auditors thereon.

To Consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 including Audited Balance Sheet as at 31st March, 2023, the Statement of Profit & Loss of the financial year ended 31st March, 2023 along with the Report of the Board of Directors and Auditors, as circulated to the Members of the Company and laid before the meeting, be and are hereby received, considered, approved and adopted.”, along with the Report of the Board of Directors and Auditors, as circulated to the Members of the Company and laid before the meeting, be and are hereby received, considered, approved, and adopted.”

- **Item Number 2: Declaration of Dividend:**

The Board has not recommended any dividend for the year ended 31st March, 2023.

- **Item Number 3: Appointment of Director**

To appoint a Director in place of Mr. Kishanlal L. Bothra (Din No. 00738027) who retires by rotation and, being eligible, offers himself for re-election.

To Consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act 2013, Mr. Kishanlal L. Bothra (DIN No. 00738027), who retires by rotation at the 22nd Annual General Meeting and being eligible, offers himself for re-appointment, and is hereby appointed as a Director of the Company, liable to retire by rotation.”

## Special Business

- **Item Number 4: Appointment of Statutory Auditor to fill casual vacancy**

To the appointment of Auditors and to fix their remuneration and for the purpose to consider and, if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139(8), 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (The Rules), including any statutory modification(s) thereof for the time being in force and pursuant to recommendation made by the Board of Directors at its meeting held on 30st March, 2023, M/s SSRV & Associates (Firm Registration No. I35901W), be and is hereby appointed as statutory auditor of the company to hold office until the conclusion the 22nd Annual General Meeting of the company, to fill casual vacancy caused by resignation of Rajeev Sood & Co, Chartered Accountants, FRN 010478N.

“RESOLVED FURTHER THAT M/s SSRV & Associates (Firm Registration No. 135901W), be and hereby are appointed as Statutory Auditors of the Company to hold the office from 30th March,2023 until the conclusion of the 22nd Annual General Meeting of the company, at such remuneration as may be fixed by the Board of Directors in consultation with them.”

**Item Number 5: Appointment of Statutory Auditor**

To the appointment of Statutory Auditors of the Company and to fix their remuneration and for the purpose to consider and, if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (The Rules), including any statutory modification(s) thereof for the time being in force, M/s SSRV & Associates (Firm Registration No. 135901W), be and is hereby appointed as statutory auditor of the company to hold office from the conclusion of the 22nd Annual General Meeting of the company till the conclusion of the 27th Annual General Meeting of the Company to be held in the year 2028.

“RESOLVED FURTHER THAT M/s SSRV Associates (Firm Registration No. 135901W), be and hereby are appointed as Statutory Auditors of the Company to hold the office until the conclusion the 27th Annual General Meeting of the company, at such remuneration as may be fixed by the Board of Directors in consultation with them.”

**Item No 6- Appointment of Mr. Aditya Sukharam Saran (DIN No 09311329) as an Independent Director**

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

RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification (s) or re-enactment thereof for the time being in force) in association with Articles of the Association of the Company, Mr. Aditya Sukharam Saran (DIN No 09311329) who was appointed by the Board of Directors as an Additional Director of the Company w.e.f 30th March,2023 who holds office upto the date of this 22 nd Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Non-Executive Director of the Company to hold office for a term of 5 (five) consecutive years commencing from 30th March,2023.

**Item No 7- To approve Borrowing powers of the Company U/s 180(I)(c) of the Companies Act, 2013**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution for borrowing powers of the Company:

“RESOLVED THAT pursuant to the provisions of Section 180(I)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the members hereby accords its consent to the Board of Directors for borrowing any sum or sums of money from time to time from any one or more of the Company’s Bankers and / or from any one or more other persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or deposits, loans or bills discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company’s assets and properties whether movable or otherwise or all or any of the undertakings of the Company notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) will or may exceed the aggregate of the paid-up capital of the Company, its free reserves and its securities premium, that is to say, reserves not set apart for any specific purpose such that the total borrowing shall not exceed Rs. 22 Crores (Rupees Twenty Two crores only) excluding of any interest

or charges but including the borrowing already availed and the Directors are hereby further authorized to execute such deeds and instruments or writings as they think fit and \containing such conditions and covenants as the Directors may think fit.

RESOLVED THAT Corporate Insolvency Resolution Process was initiated against Bothra Metals and Alloys Ltd by Hon'ble National Company Law Tribunal vide order dated 6th July,2020 in C.P (IB) No.2579/MB.IV/2019 and there was a subsequent appointment of an Interim Resolution Professional to look into the affairs of the Company. Further, a withdrawal order u/s 12A of Insolvency and Bankruptcy Code, 2016 was passed by Hon'ble National Company Law Tribunal on 13th October, 2022 (made available on the NCLT website on 19th October, 2022).

RESOLVED THAT the said borrowings, which are a subject matter of this resolution were made by the Company to settle the matter u/s 12A of the Insolvency and Bankruptcy Code, 2016. Therefore, the said resolution could not be passed before the proposed borrowing as the Company was under the management and control of the Interim Resolution Professional. Therefore, the said special resolution is passed in the said meeting i.e. post the handover of the management of the Company by the Interim Resolution Professional.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized to finalize, settle and execute such documents/deeds/writings/papers and Agreements as may be required and to take all necessary steps and actions in this regard in order to comply with all the legal and procedural formalities and further to authorize any of its Committee(s)/Director(s) or any Officer(s) of the Company to do all such acts, deeds or things as it may in its absolute discretion deem necessary proper and fifiers and Agreements as may be required and to take all necessary steps and actions in this regard in order to comply with all the legal and procedural formalities and further to authorize any of its Committee(s)/Director(s) or any Officer(s) of the Company to do all such acts, deeds or things as it may in its absolute discretion deem necessary proper and fit.

By order of the Borad

**Registered Office:**  
**Bothra Metals & Alloys Limited**  
Room No.15, 3rd Floor, 5, Bothra House,  
Assembly Lane, D.S.A. Lane, Mumbai - 400 002  
CIN : L27100MH200IPLCI33926

sd/-  
**Sunderlal Bothra**  
Managing Director  
DIN: 00737982

Date: 2nd June, 2023

Place: Mumbai



## Notes:

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote, on a poll, instead of himself and the proxy need not be a member of the company. Proxy form, in order to be effective, must be received at the registered office of the company not less than forty-eight hours before the time fixed for the meeting.
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- Pursuant to Section 108 of the Companies Act, 2013 the Company and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide an e-voting facility to all its members to cast their votes on all resolutions set forth in the notice of AGM. The voting rights will be on the basis of shareholding as of the cut-off date i.e. 21st June, 2023 i.e. Any person who is a member of the Company as of the cut-off date is eligible to cast a vote on all the resolutions set forth in the notice.
- The attendance of the members attending the AGM shall be counted for the purpose of reckoning the quorum under s.103 of the Companies Act, 2013.
- An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts relating to Special Businesses to be transacted at the 22nd Annual General Meeting is attached hereto.
- Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
- All documents referred to in the accompanying Notice and Explanatory Statement, if any, shall be open for inspection at the registered office of the Company during normal business hours on all working days, up to and including the date of 22nd Annual General Meeting of the Company. AGM notice has been uploaded on the Company's website at [www.bothrametals.com](http://www.bothrametals.com).
- Members holding shares in electronic form may note that bank particulars registered against their respective depository account will be used by the company for payment of dividends. The company or its Registrar M/s Link Intime India Pvt. Ltd. cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to Depository Participants for the members.
- The Register of Members and Share Transfer Book of the Company shall remain closed from the 22nd day of June 2023 to 28th day of June 2023 (both days inclusive).
- Members holding shares in the dematerialized form are requested to intimate all changes pertaining to their Bank Details, National Electronic Clearing Services (NECS), Electronic Clearing Services (ECS), mandate, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc. to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the Company's Registrar and Share Transfer Agent M/s Link Intime India Pvt. Ltd. to provide efficient and better services. Member holding Shares in physical form are requested to intimate such changes to Company's Registrar and Share Transfer Agent.

- Member can avail of the nomination facility, under Section 72 of the Companies Act, 2013 by submitting Form No SH-13 as per rule 19(1) of the Companies (Share Capital and Debenture) Rules, 2014 with the company. A blank form will be made available on request.
- The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number(PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their depository participants whom they are maintaining their Demat accounts. Members holding shares in physical forms can submit their PAN details to the Registrar and Share Transfer Agent/Share Department of the Company.
- The Securities and Exchange Board of India (SEBI) has amended the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 whereby a request for transfer of securities shall not be processed unless the securities are held in dematerialized form with effect from April 1, 2019.
- In case of a joint holder attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- To support Green Initiative, the Members who have not registered their email addresses are requested to register the same with Registrar or Share Transfer Agent/Depositories for receiving all communications including Annual Report, Notices, Circular, etc. From the Company electronically.
- Electronic copy of the Notice of the 22nd Annual General Meeting of the Company inter alia indicating the process is being also sent to all the members whose email Ids are registered with the Registrar or Share Transfer Agent/ Depository Participants for communication purposes. For members who have not registered their e-mail address, physical copies of the Notice of 22 nd Annual General Meeting of the Company inter alia indicating the process are being sent in permitted mode.
- The Members who are entitled to vote but have not exercised their right to vote through remote e-voting may vote at the AGM through Ballot Papers.
- 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 keep the information ready.
- Remote e-voting instructions for shareholders: As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

**The login method for Individual shareholders holding securities in demat mode is given below:**

- Individual Shareholders holding securities in demat mode with NSDL
  - Existing IDeAS users can visit the e-Services website of NSDL viz... <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under the "IDeAS" section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
  - If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>

- Visit the e-Voting website of NSDL. Open a web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of the e-Voting system is launched, click on the icon "Login" which is available under the 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP, and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see the e-Voting page. Click on the company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to the "InstaVote" website for casting your vote during the remote e-Voting period.
- Individual Shareholders holding securities in demat mode with CDSL
  - Users who have opted for CDSL Easi / Easiest facility, can log in through their existing user id and password. The option will be made available to reach the e-Voting page without any further authentication. The users to log in Easi / Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on the login icon & New System Myeasi Tab and then use your existing my easi username & password.
  - After successful login the Easi / Easiest user will be able to see the e- Voting option for eligible companies where the voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see the e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
  - If the user is not registered for Easi/Easiest, the option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on the login & New System Myeasi Tab and then click on registration option.
  - Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP to registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e- Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
- Individual Shareholders (holding securities in demat mode) log in through their depository participants. You can also log in using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for the e-Voting facility. After Successful login, you will be able to see the e-Voting option. Once you click on the e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see the e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to the e-Voting service provider website for casting your vote during the remote e-Voting period.

The login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

- Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

- Click on “Sign Up” under the ‘SHARE HOLDER’ tab and register with the following details:
  - **User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
  - **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
  - **Bank Account Number:** Enter your Bank Account Number (last four digits) as recorded with your DP/Company.

\*Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

\*Shareholders holding shares in NSDL form, shall provide ‘D’ above

Set the password of your choice (The password should contain a minimum of 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet, and at least one capital letter).

Click “Confirm” (Your password is now generated).

#### Cast your vote electronically:

- After successful login, you will be able to see the notification for e-voting. Select the ‘View’ icon.
- E-voting page will appear.
- Refer to the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

#### Guidelines for Institutional shareholders

Institutional shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with the attested specimen signature of the duly authorized representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

#### Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

#### Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Individual Shareholders holding securities in Physical mode have forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under the ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter your User ID, select Mode, and Enter the Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email addresses, a Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits), etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet, and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:**

Shareholders who are unable to retrieve their User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**Registered Office:**

**Bothra Metals & Alloys Limited**

Room No.15, 3rd Floor, 5, Bothra House,  
Assembly Lane, D.S.A. Lane, Mumbai - 400 002  
CIN : L27100MH200IPLC133926

Date: 2nd June, 2023

Place: Mumbai

By order of the Borad

sd/-

**Sunderlal Bothra**  
Managing Director  
DIN: 00737982



# Explanatory Statement Pursuant to Section 102 of The Companies Act 2013

## Item No 4

Appointment of Statutory Auditors to fill the casual vacancy:

Rajeev Sood & Co, Chartered Accountants, FRN 010478N, have tendered their resignation from the position of Statutory Auditors resulting in a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013. The casual vacancy caused by the resignation of the auditor can be filled by the shareholders in the General Meeting within three months from the date of recommendation of the Board of Directors of the Company.

The Board of Directors of the Company recommended at its meeting held on 30th March, 2023 that M/s SSRV & Associates (Firm Registration No. I35901W), be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of the Auditor.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons of their relatives, in any way, concerned or interested, in the proposed resolution.

## Item No 5:

Appointment of Statutory Auditors:

The Board of Directors has appointed M/s SSRV & Associates (Firm Registration No. I35901W), be appointed as the Statutory Auditors of the Company from the conclusion of the 22nd Annual General Meeting of the company till the conclusion of the 27th Annual General Meeting of the Company to be held in the year 2028.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons of their relatives, in any way, concerned or interested, in the proposed resolution.

## Item No 6:

Mr. Aditya Sukharam Saran (DIN No.09311329) was appointed by the Board of Directors (the Board) as an Additional Director of the Company with effect from 30th March, 2023 pursuant to Section 149, 152, and 161(1) of the Companies Act, 2013 read with the Article of Association of Company.

Mr. Aditya Sukharam Saran (DIN No.09311329) holds office as a Director of the company from this 22nd Annual General Meeting. The Company has received a notice in writing from a member proposing candidature of Mr. Aditya Sukharam Saran, for the office of the Director of the Company. He has completed B.Com and is a partner in Karma Advisor. He has good knowledge of business and has an experience of 5 years. He does not hold by himself or for any other person in any manner, any shares in the company. He is not related to any director. Copy of draft letter for respective appointment of Mr. Aditya Sukharam Saran as independent Director setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

The Board recommends the resolution in relation to appointment of Mr. Aditya Sukharam Saran as a Director, for the approval by the shareholder of the Company.

**Item No 7**

To approve Borrowing powers of the Company U/s 180(1)(c) of the Companies Act, 2013:

The Corporate Insolvency Resolution Process was initiated against Bothra Metals and Alloys Ltd by Hon'ble National Company Law Tribunal vide order dated 6th July,2020 in C.P (IB) No.2579/MB.IV/2019 and there was a subsequent appointment of an Interim Resolution Professional to look into the affairs of the Company. Further, a withdrawal order u/s 12A of Insolvency and Bankruptcy Code, 2016 was passed by Hon'ble National Company Law Tribunal on 13th October,2022 (made available on NCLT website on 19th October, 2022).

The said borrowings, which are a subject matter of this resolution, were made by the Company to settle the matter u/s 12A of the Insolvency and Bankruptcy Code, 2016. Therefore, the said resolution could not be passed before the proposed borrowing as the Company was under the management and control of the Interim Resolution Professional. Therefore, the said special resolution is passed in the said meeting i.e. post the handover of the management of the Company by the Interim Resolution Professional.

The Company was in need to borrow funds for the purpose of making the Time Settlement with the Committee of Creditors. Accordingly the resolution has been proposed to account for the borrowings made during the financial year 21-22 & 22-23. It is recommended that the resolution be passed as special resolution. None of the Directors is interested or concerned in the resolution



**Registered Office:**

Bothra Metals & Alloys Limited  
Room No.15, 3rd Floor, 5, Bothra House,  
Assembly Lane, D.S.A. Lane, Mumbai - 400 002  
CIN : L27100MH2001PLC133926

Date: 2nd June, 2023

Place: Mumbai

By order of the Borad

sd/-  
**Sunderlal Bothra**  
Managing Director  
DIN: 00737982



# Secretarial Audit Report

For the Financial Year Ended 31 March 2023

Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
M/s Bothra Metals and Alloys Limited  
Room No.15, 3rd Floor, 5, Bothra House, Assembly Lane,  
D.S.A. Lane, Mumbai - 400 002

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Bothra Metals & Alloys Ltd. (hereinafter called the Company). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31st March 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period ended on 31st March 2023 according to the provisions of:

- The Companies Act, 2013 (the Act) and the rules made thereunder ;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing- (Not applicable during the reporting period)
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:-
  - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- Not applicable to the Company during the Audit Period;
  - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018- Not Applicable as the Company has not issued any further share capital during the period under review;
  - Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021-Not applicable to the Company during the Audit Period;
  - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable to the Company during the Audit Period;
  - The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021-Not applicable to the Company during the Audit Period;
  - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018-Not applicable to the Company during the Audit Period;

- We have relied on the Management representation made by the Company & its Officers for system and mechanism formed by the Company for compliances under other laws as applicable specifically to the Company broadly covering Product Laws, Pollution Laws, Manufacturing Laws, Safety Laws and other General and Commercial Laws including Industrial Laws & Labour Laws.

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

- Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India
- The Listing Agreements entered into by the Company with the Bombay Stock Exchange.

I have not examined compliance by the Company with Applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

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

Further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent as per the Act, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;
- We also report that the compliances of other applicable laws, as listed in Para (VI) above, are based on the management certifications and further reporting to the Board through agenda papers.
- We hereby report that Syndicate Bank (since merged with Canara Bank), a lender to Company and a Body Corporate constituted under the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1980, had filed a petition under section 7 of the Code with the Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench to initiate corporate insolvency resolution process as per the Code. The said application has been admitted by the Hon'ble NCLT, Mumbai Bench on 6th July 2020 and Mr. Harish Kant Kaushik has been appointed as the Interim Resolution Professional of the Corporate Debtor.
- Pursuant to Section 17 of the Code, on initiation of CIRP w.e.f. 6th July, 2020, the powers of the Board of Directors of the Corporate Debtor have stood suspended and shall vest with the Interim Resolution Professional (IRP) until final disposal of the CIRP as per the provisions of Code-2016.
- Further Committee of Creditors (COC) in their 11th COC meeting held on 29th April, 2022 passed the resolution (on 04th May 2022) for withdrawal of liquidation application and on the recommendation of the same IRP had filed requisite application before Hon'ble National Company Law Tribunal (NCLT) on 16th June, 2022 and the final order was pronounced on 13th October, 2022 for withdrawal of CIRP against the Corporate Debtor.
- The CIRP proceedings against C.P. (IB) No. 2579 (MB) 2019 is dismissed as withdrawn.

I further report that:

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards, as mentioned above subject to following Observations / Report:

- The Company has appointed Company Secretary & Compliance Officer Mrs. Sonu Singhal (M.No. 33059) in the board meeting held on 30th December, 2022 w.e.f 1st January, 2023 pursuant to Section 203 of the Companies Act, 2013 and Regulation 6 of SEBI (LODR) since the resignation of previous Company Secretary.
- During the CIRP period, the company has also been served with the notice of BSE Limited for Fines as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 regarding for not complying with the regulation 6 (1) of SEBI (LODR), 2015. Further, the IRP had made an application dated 15-03-2022 and 20-08-2022 to BSE for waiver of penalty in connection to the non-compliances. The BSE has intimated to the Company vide mail dated 14 March, 2023 that the fines levied by BSE for non-compliance of Reg 6(1) for quarter ended September, 2021, December, 2021 and June, 2022 has been withdrawn based on submissions made by the Company.
- The Company has appointed M/s Rishi Sekhri & Associates, Chartered Accountants (FRN:128216W) as an internal auditor in the board meeting held on 14th November, 2022 as required to be appointed pursuant to Section 138 of the Companies Act, 2013.
- The powers of the Board of Directors are stand suspended till 13th October 2022 and the same are exercised by Interim Resolution Professional therefore requirement regarding minimum number of Board Meetings as stipulated under Section 173 of the Companies Act, 2013 is not applicable to the company till 13th October, 2022 as final order was pronounced on 13th October, 2022 for withdrawal of CIRP against the Corporate Debtor.
- On the recommendation of the Audit Committee and pursuant to applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, Board has approved the appointment of M/s S S R V & Associates, Chartered Accountants, (FRN: 135901W) (Peer Review Certificate number: 014729) on 30th March, 2023 and proposed to approve the same in ensuing General Meeting within prescribed period.

I further report that the Company has responded to notices for demands, claims, penalties etc., levied by various statutory /regulatory authorities and initiated actions for corrective measures, wherever found necessary.

I further report that based on review of compliance mechanism established by the Company, we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Vinesh K Shah & Associates

Company Secretaries

sd/-

VINESH K. SHAH

Place: Mumbai

Dated: 2 June, 2023

FCS No. : 6449

COP No.: 7000

# Annexure A

To  
The Members,  
M/s Bothra Metals and Alloys Limited  
Room No.15, 3rd Floor, 5,  
Bothra House, Assembly Lane, D.S.A. Lane,  
Mumbai - 400 002

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

- Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis and where ever required, we have obtained and relied on the management representation about the compliance of laws, rules and regulations and happening of events etc.
- The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Vinesh K Shah & Associates  
Company Secretaries

sd/-  
VINESH K. SHAH  
Place: Mumbai  
Dated: 2 June, 2023

FCS No. : 6449  
COP No.: 7000

# Board's Report

Dear Members,

Your Directors have pleasure in presenting the 22nd Annual Report together with the Audited Financial Statements of your Company for the financial year ended March 31, 2023

## Financial Highlights

The Company's financial performance for the financial year ended 31st March ,2023 is summarised below:

(In Lakhs)

Particulars	2022-23	2021-22
Sales	-	14.00
Other Income	3066.68	5.02
(=) Direct Income	-	-
Total Income	3066.68	19.02
(-) Expenditure	3030.61	80.65
Operating Earnings / Loss before Financial cost, Depreciation & Tax	36.07	61.63
(-) Financial Cost	126.85	-
(-) Depreciation	33.21	65.85
Earnings / Loss before Tax	(123.99)	(127.48)
(-) Provision for Taxation	(10.70)	-
Profit/Loss after Tax	(113.29)	(127.48)

Particulars	2022-23	2021-22
Proposed Dividend	0.00	0.00
Surplus Carried Forward to Balance Sheet	(113.29)	(127.48)
Basic Earnings per share (face value of '10/- each)	(0.61)	(0.69)

## Results of Operations and State of Company Affairs

The highlights of the Company's performance are as under:

- During the current year of operations, your company has shown a decrease in loss.
- The company reported a net loss of (113.29) in 2022-23, compared to a net loss of (127.48) in 2021-22.

## Future Prospectus

We are pleased to present the future prospectus of Bothra Metals & Alloys Limited in our 22nd Annual Report for the year 2022-23. It gives us immense satisfaction to inform you about the significant progress we have made in overcoming the financial challenges faced by our company in recent years.

As you are aware, Bothra Metals & Alloys Limited underwent a period of financial pressure and was placed under the Corporate Insolvency Resolution Process (CIRP). This was a trying time for us, but we remained resolute in our commitment to regain stability and restore the company's growth trajectory.

We are delighted to announce that in the financial year 2022-23, we have successfully paid off all our debts. Through meticulous financial planning and strategic decision-making, we have achieved a major milestone in our journey towards financial recovery. Furthermore, we are proud to share that we have received a clearance of no dues from our bankers, a testament to our diligent efforts and commitment to meeting our financial obligations.

With our financial foundations now stronger than ever, Bothra Metals & Alloys Limited is well-positioned to embark on a new phase of growth and expansion. We have outlined a comprehensive roadmap that includes strategic initiatives aimed at accelerating our progress and delivering long-term value to our shareholders.

One of our key priorities is to resume production at our current manufacturing unit. We are committed to optimizing our operational efficiency and leveraging our existing infrastructure to maximize productivity, improve product quality, and cater to the evolving needs of our customers more effectively.



In line with our commitment to sustainability and addressing the local market demand, we have devised plans to start importing metal scrap for the benefit of our valued customers in India. By diversifying our sourcing channels and incorporating recycled materials, we aim to contribute to a more sustainable future while ensuring a reliable supply of high-quality products to our customers.

## Dividend

Your Directors wish to disclose an important decision taken by the Board of Directors regarding the dividend for the financial year under review. After careful consideration and a thorough evaluation of the company's financial position, growth opportunities, and future expansion plans, the Board of Directors has decided that it would be prudent not to recommend any dividend for the financial year.

We understand the importance of dividends as a means of rewarding our shareholders for their trust and investment in our company. However, the decision to forgo a dividend recommendation for the financial year is a well-considered measure aimed at strengthening the financial resilience and stability of Bothra Metals & Alloys Limited, enabling us to pursue our growth plans more effectively.

We assure you that this decision has been taken in the best interest of the company and its shareholders. We remain committed to delivering sustainable and profitable growth, enhancing shareholder value, and keeping you informed about our progress in achieving these objectives.

## Environmental, Health, Safety and Social Responsibility

At Bothra Metals and Alloys Limited, we firmly believe that our success is intertwined with our commitment to environmental sustainability, ensuring the health and safety of our workforce, and embracing our social responsibilities. As we present the Annual Report for the year 2022-23, we would like to highlight our ongoing efforts and achievements in these vital areas.

- **Environmental Stewardship:** Preserving and protecting the environment is a core value at Bothra Metals and Alloys Limited. We continuously strive to minimize our environmental footprint and promote sustainable practices across our operations.
- **Health and Safety:** The health and safety of our employees, contractors, and communities are of paramount importance to us. We are dedicated to providing a safe and healthy working environment for all our stakeholders. We remain vigilant in our efforts to ensure the well-being of everyone associated with our company.
- **Social Responsibility:** We believe that being a responsible corporate citizen goes beyond our business operations. Bothra Metals and Alloys Limited actively engages with the communities in which we operate, striving to make a positive impact. We are proud to contribute to the social development of the regions we operate in, and we remain committed to furthering these efforts.
- **Looking Ahead:** As we move forward, we recognize that our responsibility towards the environment, health, safety, and society is an ongoing journey. We are committed to continually improving our performance in these areas and setting higher benchmarks for ourselves. By integrating sustainable practices into our business strategies, fostering a culture of safety, and addressing the social needs of our communities, we aim to create long-term value for our stakeholders.



## Internal Control System and Adequacy

Your company ensures the presence of effective internal control systems across all operational domains. It utilizes the services of Internal & external auditors periodically, alongside in-house expertise and resources. The company consistently enhances these systems to align with the most advanced practices in the field.

The reports and discrepancies identified are frequently deliberated upon with the management and committee members, with appropriate action taken whenever required. An independent audit committee appointed by the board assesses the sufficiency of the internal control measures in place.

## Major Expansion Plan

Bothra Metals and Alloys Limited is pleased to unveil its ambitious expansion plan, capitalizing on the promising trends in the Indian and international markets for metal scrap and aluminum extrusion profiles. In light of the remarkable growth in these sectors, the company is strategically poised to embark on a significant expansion journey.

Recognizing the enormous potential of the metal scrap industry, we plan to leverage our network in the metal industry to meet the escalating demand for metal scrap both domestically and internationally. The metal scrap industry has witnessed substantial growth, with a global market size estimated to reach \$406.16 billion by 2027, driven by increasing industrialization, infrastructure development, and the growing focus on sustainable practices.

Furthermore, we are excited to announce our intention to establish a new manufacturing facility exclusively dedicated to aluminum extrusion profiles. Equipped with state-of-the-art technology and modern machinery, this facility will enable us to produce high-quality aluminium profiles that meet the stringent requirements of various industries. The global aluminum extrusion market is experiencing significant growth, with a projected CAGR of 4.9% from 2021 to 2028. The construction, automotive, and aerospace sectors, in particular, are fueling the demand for lightweight and durable aluminium extrusion profiles.

Our expansion plan combines the utilization of our existing manufacturing unit and the establishment of a new state-of-the-art aluminum extrusion profile unit. This strategic move positions us to capitalize on the growing market demand, expand our customer base, and create value for our stakeholders. Through continuous innovation, implementation of best practices, and a customer-centric approach, we are confident in our ability to thrive in the dynamic metal industry.

## Steps in Manufacturing and Procurement

At Bothra Metals and Alloys Limited, we are committed to continuously enhancing our operational efficiencies and exploring new avenues for business growth. As part of our strategic initiatives, we have undertaken several steps in manufacturing and procurement to drive excellence in our operations.

We place great emphasis on optimizing our manufacturing processes to improve overall productivity and yield. By leveraging advanced technologies and adopting best practices, we strive to enhance the efficiency of our manufacturing operations, minimize waste, and maximize output.

Quality is at the core of our manufacturing operations. We adhere to stringent quality control measures to deliver products that meet the highest industry standards.

Efficient procurement and supply chain management are critical for our success. We work closely with our suppliers to establish strong partnerships and ensure a reliable supply of raw materials.

## Conversation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo.

As required under provisions of Section 134 of the Companies Act, 2013 and read with Rule 8(3) of Companies (Accounts) Rules, 2014 details relating to conservations of Energy, and Foreign Exchange Earnings and Outgo are given below:

- **Kala-Amb (Himachal Pradesh)**

Table: Power and Fuel Consumption

Conservation Of Energy	2022-23	2021-22
a) Electricity Purchased	Nil	Nil
Quantity (In Units)	Nil	Nil
Total Amount in (In Lakhs)	Nil	Nil
Rate/Unit (`)	Nil	Nil
b) Furnace Oil & Other Fuel	Nil	Nil
Quantity (In Ltr.)	Nil	Nil
Total Amount (In Lakhs)	Nil	Nil
Rate/ Litre (`)	Nil	Nil

# The plant are not in production

Table: Consumption Per Unit of Production

Paticulars	2022-23	2021-22
a) Electricity Purchased	Nil	Nil
Total Amount (In Lakhs)	Nil	Nil
Production at Kala-Amb (In Kgs.)	Nil	Nil
Rate/Kgs	Nil	Nil

Paticulars	2022-23	2021-22
B) Furnace Oil & Other Fuel	Nil	Nil
Total Amount (In Lakhs)	Nil	Nil
Production at Kala-Amb (In Kgs)	Nil	Nil
Rate/kgs(`)	Nil	Nil

# The plant are not in production

- Sangli (Maharashtra)

Table: Power And Fuel Consumption

Conservation Of Energy	2022-23	2021-22
Electricity Purchased (In Units)	Nil	Nil
Total Amount In (In Lakhs)	Nil	Nil
Rate/Unit(`)	Nil	Nil
B) Furnace Oil & Other Fuel	Nil	Nil
Quantity (In Ltr)	Nil	Nil
Total Amount (In lakhs)	Nil	Nil
Rate/Liter (`)	Nil	Nil

# The plant is not in production

Table: Consumption Per Unit Of Production

Paticulars	2022-23	2021-22
Electricity Purchased (In Units)	Nil	Nil

Paticulars	2022-23	2021-22
Total Amount (In Lakhs)	Nil	Nil
Production at Sangli (In Kgs)	Nil	Nil
Rate/Kgs(`)	Nil	Nil
B) Furnace Oil & Other Fuel	Nil	Nil
Total Amount (In Lakhs)	Nil	Nil
Production at Sangli (In Kgs)	Nil	Nil
Rate/Kgs (`)	Nil	Nil

# The plant is not in production

## Technology Absorption, Research & Development

The Company has incurred expenditure towards quality management, quality control, and to improve the production capacity. The Company has also undertaken cost reduction and cost control program to manage and reduce the cost of production.

## Foreign Exchange Inflow & Outflow

For the Fiscal Year 2022-23 there have not been any Forex Transaction.

Table: Details of Inflow and Outflow in Foreign Transaction

(In Crores)

Paticulars	2022-23	2021-22
Foreign Exchange Inflows	Nil	Nil
Foreign Exchange Outflows	Nil	Nil
(Actual Paid)	Nil	Nil

## Share Capital

The Paid Up Equity Share Capital as on 31st March 2023 was Rs. 18.52 Crores. During the year under review, the company has not issued shares with differential voting rights, nor granted stock options nor sweat equity shares.

## Details Of Significant And Material Orders Passed By The Regulators, Courts, And Tribunals

NCLT has passed the Order in C.P.(I.B)/2579(MB)2019 passed on 13th November 2022 that “The corporate debtors are free from rigors of CIRP and the erstwhile the management is being reinstated to the board. The IRP is to hand over all the financial and other records to the reinstated board of the company, ROC to be intimated about the withdrawal of CIRP and the normal function of the company.” No other significant and material orders have been passed by the regulator, courts, or tribunals impacting the going concern status and the company’s operation in the future.

## Audit Committee

The Audit Committee of the Board of Directors of the company comprises Mrs. Lubdha Porwal as Chairman, Mr. Sunderlal Bothra, and Mr. Aditya Sukharam Saran as members. The Company Secretary acts as Secretary of the Committee. The Statutory Auditor, The Cost Auditor, and Chief Financial Officer are permanent invitees to the meeting. The details of all related party transactions, if any, are placed before the Audit Committee. During the Year there were no instances where the board has not accepted the recommendation of the Audit Committee.

The Audit Committee has also been responsible for monitoring and reviewing risk management assessment and minimization procedures, implementing and monitoring the risk management plan and identifying, reviewing, and mitigating all elements of risks to which the Company may be exposed to.

## Nomination And Remuneration Committee

A Nomination and Remuneration Committee was constituted which comprises Mrs. Lubdha Porwal as chairman and Mr. Sunderlal Bothra, and Mr. Aditya Sukharam Saran as members of the Committees. The Company Secretary acts as the Secretary of the Committee. The Company has delegated the responsibility for share transfer and other routine share maintenance work to the Company Secretary and to M/s Link Intime India Pvt. Ltd., The Registrar and Share Transfer Agent of the Company. All requests for dematerialization and rematerialization of shares, transfer or transmission of shares and other shares maintenance matters are completed within 10 days of receipt of valid and complete documents. Minutes of the committee meeting are circulated to all Directors and discussed at the Board Meeting.

## Vigil Mechanism/Whistle Blower Policy

In compliance with provisions of Section 177(9) of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Company has framed a Whistle Blower Policy/Vigil Mechanism to report concerns about the Company’s working or any violation of its policies.

## Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the

Board has carried out an annual performance evaluation of its own performance, the directors' individual as well as the evaluation of the working of its Audit, Nomination, and Remuneration Committees

## Risk Management

Risk Management is the process of identification, assessment, and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid a comprehensive Risk Assessment and Minimization Procedure, which is reviewed by the Audit Committee and approved by the Board from time to time. These procedures are reviewed to ensure that executive management controls risks through means of a properly defined framework.

## Extracts Of Annual Report

The details forming part of the extracts of the Annual Return in Form MGT-9 as required under section 92 of the Companies Act, 2013, is marked as Annexure "A" which is annexed hereto and forms part of the Board Report.

## Declaration By Independent Director

Mr. Aditya Sukharam Saran and Mrs. Lubdha Porwal are Independent Directors on the Board of the Company. The company has received declarations from all Independent Directors of the company confirming that they meet the criteria of Independence as prescribed both under the Companies Act, 2013 and Clause 49 of the Listing Agreement.

## Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s Vinesh K Shah & Associates practicing Company Secretaries to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended 31st March 2023 is annexed herewith.

## Director's Responsibility Statement

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors to the best of their knowledge and belief confirms that :

- In the preparation of the annual accounts for the financial year ended 31st March 2023, the applicable accounting standards have been followed;
- Appropriate accounting policies have been selected and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of profit and loss of the company for the period.
- 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 frauds and other irregularities.
- The annual accounts have been prepared on a going-concern basis.
- Internal financial controls laid down by the Directors have been followed by the company and such internal financial controls are adequate and are operating effectively.
- A proper system to ensure compliance with the provision of all applicable laws was in place and was adequate and operating effectively.

## Forward-Looking Statement

This Report contains a forward-looking statement that involves risks and uncertainties. Actual results, performance, or achievement could differ materially from those expressed or implied in such a forward-looking statement. Significant factors that could make a difference to the Company's operations include domestic and international economic conditions affecting demand-supply and price conditions, foreign exchange fluctuations, and change in government regulations, tax regime, and other statutes. The company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of their dates. This Report should be read in conjunction with the financial statements included herein and the notes thereon.

## Risk Management

Risk Management is the process of identification, assessment, and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid a comprehensive Risk Assessment and Minimization Procedure, which is reviewed by the Audit Committee and approved by the Board from time to time. These procedures are reviewed to ensure that executive management controls risks through means of a properly defined framework.

## Extracts Of Annual Report

The details forming part of the extracts of the Annual Return in Form MGT-9 as required under section 92 of the Companies Act, 2013, is marked as Annexure "A" which is annexed hereto and forms part of the Board Report.

## Declaration By Independent Director

Mr. Aditya Sukharam Saran and Mrs. Lubdha Porwal are Independent Directors on the Board of the Company. The company has received declarations from all Independent Directors of the company confirming that they meet the criteria of Independence as prescribed both under the Companies Act, 2013 and Clause 49 of the Listing Agreement.

## Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s Vinesh K Shah & Associates practicing Company Secretaries to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended 31st March 2023 is annexed herewith.

## Director's Responsibility Statement

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors to the best of their knowledge and belief confirms that :

- In the preparation of the annual accounts for the financial year ended 31st March 2023, the applicable accounting standards have been followed:
- Appropriate accounting policies have been selected and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of profit and loss of the company for the period.



- 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 frauds and other irregularities.
- The annual accounts have been prepared on a going-concern basis.
- Internal financial controls laid down by the Directors have been followed by the company and such internal financial controls are adequate and are operating effectively.
- A proper system to ensure compliance with the provision of all applicable laws was in place and was adequate and operating effectively.

## Acknowledgement

Your Directors record their deep appreciation for the encouragement, assistance and co-operation received from members, government authorities, banks and customers. They also thank them for the trust reposed in the Management and wish to thank all employees for their commitment and contributions.

For Bothra Metals & Alloys Limited

For Bothra Metals & Alloys Limited

sd/-  
Sunderlal Bothra  
Managing Director  
DIN: 00737982

sd/-  
Kishanlal Bothra  
Director  
DIN: 00738027

Date: 2nd June, 2023  
Place: Mumbai



# Extract of Annual Report

As on financial year ended 31 March 2019  
(Pursuant to Section 92(3) of the Companies Act, 2013 read with The Companies  
(Management and Administration) Rules, 2014)  
FORM No. MGT-9

## • Registration and other details

CIN	
Registration Date	9 November 2001
Name of the company	Bothra Metals & Alloys Ltd.
Category/ Sub-category of the company	Public Company Listed by Shares
Address of the registered office	Room Number 15, Third Floor, Bothra House, 5, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi, Mumbai, Maharashtra - 400002, Bharat
Whether listed company	Yes
Name, address and contact details of the Registrar and Transfer Agent, If any	Link Intime India Pvt. Ltd C-101, 247 Park, LBS.Marg, Vikhroli (West), Maharashtra, Mumbai - 400083

## • Principles Business Activities of the Company

Sr. No.	Name and Description of main products / Services	NIC Code of the product	% of total turnover of the company
a.	Manufacturer of Aluminium Profile	24202	N.A.

## • Particulars of Holdings, Subsidiary, and Associate Company

Sr. No.	Name and Address of the company	CIN/G LN	Holdings/Subsidiary/ Associate Company	% of shares held
a.	-	-	100%	-

# Shareholding Pattern

## Category wise details

Sr No	Category of Shareholders	Shareholding at the beginning of the year - 2022				Shareholding at the end of the year - 2023				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	13626640	0	13626640	'73.5913	13626640	0	13626640	'73.5913	'0.0000
(b)	Central Government / State Government(s)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Financial Institutions / Banks	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Any Other (Specify)									
	Sub Total (A)(1)	13626640	0	13626640	'73.5913	13626640	0	13626640	'73.5913	'0.0000
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(b)	Government	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Institutions	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Foreign Portfolio Investor	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	13626640	0	13626640	'73.5913	13626640	0	13626640	'73.5913	'0.0000
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(b)	Venture Capital Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Alternate Investment Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Foreign Venture Capital Investors	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(e)	Foreign Portfolio Investor	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(f)	Financial Institutions / Banks	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(g)	Insurance Companies	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(h)	Provident Funds/ Pension Funds	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(i)	Any Other (Specify)									
	Sub Total (B)(1)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
[2]	Central Government/ State Government(s)/ President of India									
	Sub Total (B)(2)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh	708000	0	708000	'3.8236	650000	0	650000	'3.5104	'-0.3132
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2766000	0	2766000	'14.9379	2836000	0	2836000	'15.3160	'0.3781
(b)	NBFCs registered with RBI	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(c)	Any Other (Specify)									
	Hindu Undivided Family	234000	0	234000	'1.2637	226000	0	226000	'1.2205	'-0.0432
	Non Resident Indians (Repat)	4000	0	4000	'0.0216	4000	0	4000	'0.0216	'0.0000
	Clearing Member	8000	0	8000	'0.0432	4000	0	4000	'0.0216	'-0.0216
	Bodies Corporate	1170000	0	1170000	'6.3186	1170000	0	1170000	'6.3186	'0.0000
	Sub Total (B)(3)	4890000	0	4890000	'26.4087	4890000	0	4890000	'26.4087	'0.0000
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	4890000	0	4890000	'26.4087	4890000	0	4890000	'26.4087	'0.0000
	Total (A)+(B)	18516640	0	18516640	'100.0000	18516640	0	18516640	'100.0000	'0.0000
(C)	Non Promoter - Non Public									
(C1)	Shares Underlying DRs									
[1]	Custodian/DR Holder	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
(C2)	Shares Held By Employee Trust									
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	'0.0000	0	0	0	'0.0000	'0.0000
	Total (A)+(B)+(C)	18516640	0	18516640	'100.0000	18516640	0	18516640	'100.0000	'0.0000

## Shareholding of promoters

Sr No	Shareholder's Name	Shareholding at the beginning of the year - 2022			Shareholding at the end of the year - 2023			% change in shareholding during the year
		No. of Shares Held	% of total shares of the company	% of Shares Pledged/ Encumbered to total shares	No. of Shares Held	% of total shares of the company	% of Shares Pledged/ Encumbered to total shares	
1	Manju S Bothra	3366280	'18.1798	'0.0000	3366280	'18.1798	'0.0000	'0.0000
2	Sunderlal Likhmichand Bothra	2683780	'14.4939	'0.0000	2683780	'14.4939	'0.0000	'0.0000
3	Kishanlal Likhmichand Bothra	1655960	'8.9431	'0.0000	1655960	'8.9431	'0.0000	'0.0000
4	Sardarmal Chhogaram Suthar	1449820	'7.8298	'0.0000	1449820	'7.8298	'0.0000	'0.0000
5	Sayardevi L Bothra	1388640	'7.4994	'0.0000	1388640	'7.4994	'0.0000	'0.0000
6	Narendra Kumar Bothra	1284700	'6.9381	'0.0000	1284700	'6.9381	'0.0000	'0.0000
7	Dimple K Bothra	1055000	'5.6976	'0.0000	1055000	'5.6976	'0.0000	'0.0000
8	Sunderlal Likhmichand Bothra	285700	'1.5429	'0.0000	285700	'1.5429	'0.0000	'0.0000
9	Madhu Narendra Bothra	198140	'1.0701	'0.0000	198140	'1.0701	'0.0000	'0.0000
10	Bothra Moolchand	133500	'0.7210	'0.0000	133500	'0.7210	'0.0000	'0.0000
11	Sunderlal Bothra (HUF)	107420	'0.5801	'0.0000	107420	'0.5801	'0.0000	'0.0000
12	Kishanlal Likhmichand Bothra	9280	'0.0501	'0.0000	9280	'0.0501	'0.0000	'0.0000
13	Narendra Bothra (HUF)	8420	'0.0455	'0.0000	8420	'0.0455	'0.0000	'0.0000
	Total	13626640	'73.5913	'0.0000	13626640	'73.5913	'0.0000	'0.0000

## Shareholding pattern of top 10 shareholders

Sr No.	Name & Type of Transaction	Shareholding at the		Transactions during the		Cumulative Shareholding	
		No. of Shares Held	% of total company of shares	Date of transaction	No. of shares	No. of shares held	% of total company of shares
1	SEROON MARKETING PRIVATE LIMITED	644000	3.4780			644000	3.4780
	AT THE END OF THE YEAR					644000	3.4780
2	MAHAVEER EXTRUSIONS PRIVATE LIMITED	524000	2.8299			524000	2.8299
	AT THE END OF THE YEAR					524000	2.8299
3	VINAY CHAND JAIN	452000	2.4410			452000	2.4410
	AT THE END OF THE YEAR					452000	2.4410
4	TOLARAM BOTHRA	60000	0.3240			60000	0.3240
	Transfer			08 Apr 2022	8000	68000	0.3672
	Transfer			15 Apr 2022	20000	88000	0.4752
	Transfer			29 Apr 2022	24000	112000	0.6049
	Transfer			06 May 2022	20000	132000	0.7129
	Transfer			10 Jun 2022	20000	152000	0.8209
	Transfer			17 Jun 2022	12000	164000	0.8857
	Transfer			08 Jul 2022	16000	180000	0.9721
	Transfer			29 Jul 2022	28000	208000	1.1233
	Transfer			05 Aug 2022	20000	228000	1.2313
	Transfer			12 Aug 2022	16000	244000	1.3177
	Transfer			26 Aug 2022	28000	272000	1.4689
	AT THE END OF THE YEAR					272000	1.4689
5	ROSHAN RAJENDRA SETHIA	164000	0.8857			164000	0.8857
	AT THE END OF THE YEAR					164000	0.8857
6	SHEELA SUNIL KOTHARI	112000	0.6049			112000	0.6049
	AT THE END OF THE YEAR					112000	0.6049
7	AKSHAY H KOTHARI	346000	1.8686			346000	1.8686
	Transfer			08 Apr 2022	(8000)	338000	1.8254
	Transfer			15 Apr 2022	(20000)	318000	1.7174
	Transfer			29 Apr 2022	(28000)	290000	1.5662
	Transfer			06 May 2022	(20000)	270000	1.4581
	Transfer			10 Jun 2022	(20000)	250000	1.3501
	Transfer			17 Jun 2022	(12000)	238000	1.2853
	Transfer			02 Sep 2022	(104000)	134000	0.7237
	Transfer			13 Jan 2023	(12000)	122000	0.6589
	Transfer			27 Jan 2023	(12000)	110000	0.5941
	Transfer			10 Feb 2023	(4000)	106000	0.5725
	Transfer			10 Mar 2023	(8000)	98000	0.5293
	Transfer			24 Mar 2023	(16000)	82000	0.4428
	AT THE END OF THE YEAR					82000	0.4428
8	VIKASH VIMAL MANOT	78000	0.4212			78000	0.4212
	AT THE END OF THE YEAR					78000	0.4212
9	SUNAINA LUNKAR	0	0.0000			0	0.0000
	Transfer			30 Dec 2022	4000	4000	0.0216
	Transfer			13 Jan 2023	12000	16000	0.0864
	Transfer			27 Jan 2023	12000	28000	0.1512
	Transfer			10 Feb 2023	4000	32000	0.1728
	Transfer			03 Mar 2023	8000	40000	0.2160
	Transfer			10 Mar 2023	8000	48000	0.2592
	Transfer			24 Mar 2023	16000	64000	0.3456
	AT THE END OF THE YEAR					64000	0.3456
10	ATUL M PALDECHA	60000	0.3240			60000	0.3240
	AT THE END OF THE YEAR					60000	0.3240
11	SURESH PHOOLCHAND BAPNA HUF	60000	0.3240			60000	0.3240
	AT THE END OF THE YEAR					60000	0.3240

### Note:

- Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 18516640 Shares
- The details of holding has been clubbed based on PAN
- % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year



## Change in Promoters Shareholding

Sr No.	Name & Type of Transaction	Shareholding at the		Transactions during the year		Cumulative Shareholding	
		No. of Shares Held	% of total Shares of the company	Date of Transaction	No. of shares	No. of shares held	% of total Shares of the company
1	MANJU S BOTHRA	3366280	18.1798			3366280	18.1798
	AT THE END OF THE YEAR					3366280	18.1798
2	SUNDERLAL LIKHIMICHAND BOTHRA	2683780	14.4939			2683780	14.4939
	AT THE END OF THE YEAR					2683780	14.4939
3	KISHANLAL LIKHAMICHAND BOTHRA	1655960	8.9431			1655960	8.9431
	AT THE END OF THE YEAR					1655960	8.9431
4	SARDARMAL CHHOGARAM SUTHAR	1449820	7.8298			1449820	7.8298
	AT THE END OF THE YEAR					1449820	7.8298
5	SAYARDEVI L BOTHRA	1388640	7.4994			1388640	7.4994
	AT THE END OF THE YEAR					1388640	7.4994
6	NARENDRA KUMAR BOTHRA	1284700	6.9381			1284700	6.9381
	AT THE END OF THE YEAR					1284700	6.9381
7	DIMPLE K BOTHRA	1055000	5.6976			1055000	5.6976
	AT THE END OF THE YEAR					1055000	5.6976
8	SUNDERLAL LIKHIMICHAND BOTHRA	285700	1.5429			285700	1.5429
	AT THE END OF THE YEAR					285700	1.5429
9	MADHU NARENDRA BOTHRA	198140	1.0701			198140	1.0701
	AT THE END OF THE YEAR					198140	1.0701
10	BOTHRA MOOLCHAND	133500	0.7210			133500	0.7210
	AT THE END OF THE YEAR					133500	0.7210
11	SUNDER LAL BOTHRA (HUF)	107420	0.5801			107420	0.5801
	AT THE END OF THE YEAR					107420	0.5801
12	KISHANLAL LIKHAMICHAND BOTHRA	9280	0.0501			9280	0.0501
	AT THE END OF THE YEAR					9280	0.0501
13	NARENDRA BOTHRA (HUF)	8420	0.0455			8420	0.0455
	AT THE END OF THE YEAR					8420	0.0455

### Note:

- Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 18516640 Shares
- The details of holding has been clubbed based on PAN
- % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year

### Indebtedness

	Secured Loan Excluding Deposit	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the beginning of financial year	54,03,72,202	85,00,000	0	54,88,72,202
Principal Amount				
Interest due but not paid	998057			998057
Interest accrued but not due				
<b>Total</b>	<b>54,13,70,259</b>	<b>85,00,000</b>	<b>0</b>	<b>54,98,70,259</b>
Net change in Indebtedness during the year	(54,13,70,259)	20,15,19,590		33,98,50,669

	Secured Loan Excluding Deposit	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the End of the financial year	Nil	21,00,19590	0	21,00,19590
Principal Amount		21,00,19590		21,00,19590
Interest due but not paid		1,02,67900		1,02,67900
Interest accrued but not due				
<b>Total</b>		<b>22,02,87,490</b>		<b>22,02,87,490</b>

#### Remuneration of Directors and Key Managerial Person

- Remuneration to Managing Director, Whole Time Directors and/or to managers.

Particulars of Remunerations	Name of MD/WD/Manager	Total Amount
Gross Salary		Nil
• Salary as per provision contained in Section 17(1)		Nil
• Value of perquisites u/s 17(2) Income Tax Act 1961		Nil
• Profits in Lieu of salary under section 17(3) Income Tax Act		Nil
Stock Option		Nil
Sweat Equity		Nil
Commission		Nil
• As % of profit		Nil
• Others, Specify		Nil



Particulars of Remunerations	Name of MD/WD/Manager	Total Amount
Others, Specify		Nil
<b>Total</b>		<b>Nil</b>
<b>Overall Ceiling as per act</b>		

- Remuneration to other Director

Particulars of Remunerations	Name of MD/WD/Manager	Total Amount
<b>Independent Directors</b>		
Fee for attending Board/Committee meeting		Nil
Commission		Nil
Others, Please specify		
<b>Total</b>		<b>Nil</b>
Commission		Nil
Others, Please specify		Nil
<b>Total</b>		<b>Nil</b>
<b>Total of Remuneration to Managing Director, Whole Tome Directors, other directors and/or to managers</b>		<b>Nil</b>
<b>Total Managerial Remuneration</b>		<b>Nil</b>

• Remuneration to Key Managerial Personnel other than MD/Manager/WD

Particulars of Remunerations	Key Managerial Personnel			
	CFO	CS	CFO	Total
Gross Salary	-	45000	-	45000
• Value of perquisites u/s 17(2) Income Tax Act	-	-	-	
• Profits in Lieu of salary under section 17(3) Income Tax Act	-	-	-	
Stock Option	-	-	-	
Sweat Equity	-	-	-	
Commission	-	-	-	
• As % of profit	-	-	-	
• Others, Specify	-	-	-	
<b>Total (in Rs.)</b>	<b>-</b>	<b>45000</b>	<b>-</b>	<b>45000</b>

• Penalties/ Punishment/ Compounding of offences

Type	Section of the Companies Act	Brief Discription	Amount	Authority
Penalty	Nil		Nil	
Punishment	Nil		Nil	
Compounding	Nil		Nil	

- Other Officers in Default

Type	Section of the Companies Act	Brief Discription	Amount	Authority
Penalty			Nil	
Punishment			Nil	
Compounding			Nil	



# Corporate Governance Report

## Company's Philosophy on Corporate Governance

At Bothra Metals & Alloys Limited, we firmly believe that strong corporate governance practices are essential for building a sustainable and responsible business. Our philosophy on corporate governance encompasses the following key principles:

- **Transparency and Accountability:** We are committed to maintaining transparency and accountability in all our business operations. We believe in providing timely, accurate, and reliable information to our stakeholders, ensuring transparency in our decision-making processes, and upholding the highest standards of integrity and ethical conduct.
- **Board Independence and Composition:** We recognize the importance of a diverse and independent Board of Directors. We strive to have a balanced and competent Board, composed of individuals with diverse backgrounds, skills, and expertise. The Board operates independently and exercises objective judgment in the best interests of the company and its stakeholders.
- **Shareholder Rights and Engagement:** We are dedicated to protecting and promoting the rights of our shareholders. We respect their interests, ensure equal treatment, and facilitate effective communication and engagement. We encourage the active participation of our shareholders in the affairs of the company and provide them with the necessary information to make informed decisions.
- **Ethical Conduct and Code of Conduct:** We adhere to a strong ethical framework and maintain a comprehensive Code of Conduct that guides the behavior and actions of all our employees, directors, and stakeholders. We foster a culture of integrity, honesty, and ethical conduct, and ensure strict compliance with all applicable laws, regulations, and standards.
- **Risk Management and Internal Controls:** We recognize the importance of robust risk management and internal control systems. We have implemented effective mechanisms to identify, assess, and mitigate risks, ensuring the safeguarding of assets, reliability of financial reporting, and compliance with laws and regulations. We continuously monitor and review our systems to adapt to changing business environments.
- **Stakeholder Engagement and Social Responsibility:** We actively engage with our stakeholders and recognize their interests, needs, and concerns. We strive to create long-term value for our stakeholders, taking into account the social, environmental, and economic aspects of our operations. We are committed to corporate social responsibility, supporting sustainable practices, and contributing positively to the communities in which we operate.
- **Board Evaluation and Training:** We conduct regular evaluations of the Board, its committees, and individual directors, fostering continuous improvement and effectiveness. We provide opportunities for director training and development to enhance their skills, knowledge, and understanding of emerging governance practices and industry trends.

Our philosophy on corporate governance forms the cornerstone of our commitment to responsible and sustainable business practices. We are dedicated to upholding these principles, fostering a culture of transparency, accountability, integrity, and ethical conduct throughout our organization.

By adhering to strong corporate governance practices, Bothra Metals & Alloys Limited strives to maintain the trust and confidence of our stakeholders, promote long-term value creation, and achieve sustainable growth and success in the best interests of our shareholders, employees, customers, and the wider community.

# Role of Company Secretary in Overall Governance Process

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) Procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information details and documents are made available to the Directors and senior management for effective decision making at meetings. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the company, to ensure compliances with applicable statutory requirements and Secretarial Standards, to provide guidance to directors and to facilitate convening of meetings. He interfaces between the management and regulatory authorities for governance matters.

## The Board of Directors

The Board of Directors along with its committees provides leadership and guidance to the Company's management and supervises the Company's performance. The Board of Directors have the ultimate responsibility of ensuring effective management, long term business strategy, general affairs, performance and monitoring the effectiveness of the Company's corporate governance practices. The Directors on the Board are professionals, having expertise in their respective functional areas and bring an extensive range of skills and experience to the Board. The Board has an unfettered and complete access to any information within your Company. Members of the Board have complete freedom to express their views on agenda items and can discuss any matter at the Meeting with the permission of the Chairperson.

## Composition of the Board of Directors

The Company has a balanced Board with optimum combination of Executive and Non-Executive Directors, including independent professionals, which plays a crucial role in Board processes and provides independent judgement on issues of strategy and performance.

The Board as on 31 March 2023 comprises of 2 Executive Director | Managing Director who is also an Executive Director 2 Independent Director. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under Section 149 of the Act. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company.

None of the Directors on the Company's Board is a Member of more than 10 (ten) Committees and Chairman of more than 5 (five) Committees (Committees being, Audit Committee and Stakeholders' Relationship Committee) across all the companies in which he/she is a Director. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than 10 (ten) public companies as on March 31, 2022.

## Board Meetings

The Board convenes regularly to discuss and make decisions on Company policies, strategies, and other important matters. Meetings of the Board and its Committees are scheduled in advance, and a yearly calendar is provided to Directors well in advance, allowing them to plan their schedules and actively participate in the meetings. Notice of the meetings is shared with all Directors sufficiently ahead of time.

Board Meetings follow a structured agenda, with comprehensive background information provided for major agenda items to enable informed decision-making. The Company Secretary, in collaboration with Senior Management, prepares the detailed agenda for the meetings.

Agenda papers and Notes on Agenda are circulated to Directors in the prescribed format before the meetings, including all relevant material information for focused and meaningful discussions.

During Board and Committee meetings, detailed presentations are conducted, covering various aspects such as the Company's financial and operational performance, the global business environment, business opportunities, strategies, and risk management practices. These presentations precede the approval of quarterly, half-yearly, and annual financial results. The Board sets annual performance objectives, oversees the actions and results of management, evaluates its own performance, as well as the performance of Committees and individual Directors on an annual basis. Additionally, the Board monitors the effectiveness of the Company's governance practices to enhance stakeholders' value.

## Number of Board Meetings

Five (5) Board meetings were held during the financial year as against the statutory requirement of four meeting. All Directors have demonstrated high levels of availability and responsiveness for additional meetings and discussions whenever these have been required. The maximum gap between any two meetings was not more than one hundred and twenty (120) days.

Table: Details of attendance of Board Meeting

Date of Board Meeting	Board Strength	Number of Directors Present
16th May, 2022	(IRP)	Suspended
30th August, 2022	(IRP)	Suspended
14th November, 2022	3	3
30th December, 2022	3	3
30th March, 2023	3	3

## Attendance and Directorships Held

Composition of the Board, other Directorship(s)/Committee Membership(s)/ Chairmanship(s) as on 31st March 2023 and attendance of directors at Board Meetings, Last Annual General Meeting (AGM) are as given in below table:



Table: Details and Attendance of BOD

Full Name	Category	DIN	Board Meeting		Weather Attended Last AGM	No. Of Directorship in Public Companies	No. of Committee Position held	
			Held	Attended			Chairperson	Members
Sunderlal Bothra	MD	00737982	3	3	YES	1	0	1
Kishanlal Bothra	ED	00738027	3	3	YES	1	0	1
Sardarmal Suthar (I)	ED	00738092	NA	NA	NO	1	NA	NA
Lubdha Porwal	ID	08181507	3	3	NO	1	1	0

MD : Managing Director ID: Independent Director ,ED: Executive Director  
(I) Sardarmal Suthar resigned as Director on 14 November 2022

## Flow of Information to the Board

Having a deep understanding of the Company's operations and the external business landscape is crucial for the Board to generate value. To achieve this, we have developed a well-structured set of materials for the Board's reference.

The Board enjoys complete access to all pertinent information within the Company. Every Board meeting follows a structured agenda that is supported by comprehensive background information.

Quarterly, the Board is presented with compliance reports that encompass all applicable laws governing the Company. Additionally, the minutes of Board meetings and a comprehensive statement detailing significant related party transactions and arrangements are shared with the Board.

Throughout the year, Directors are also provided with detailed briefing materials on the performance of the Company and market analysis on the performance of, and prospects for, the business. Updates on relevant statutory changes and judicial pronouncements around industry related laws are regularly circulated to the directors. Each director has complete access to any Company information and full freedom to interact with senior management.

Important decisions taken by the Board and its committees are promptly communicated to the concerned departments or divisions.

The Company also has an effective post Board Meeting follow up procedure. Action taken report on the decisions taken in a meeting is placed at the immediately succeeding meeting for information of the Board.

## Committees of the Board

The Board Committees play a vital role in the corporate governance structure of the Company and are established to address specific areas or activities as mandated by relevant regulations that pertain to the Company and require closer examination. These Board Committees are formed with the formal approval of the Board and are entrusted with clearly defined roles that the Board is authorized to carry out under its authority derived from the Act, Articles of Association, and resolutions passed by the company's members.

The delegation of authority from the Board to these Committees adheres to the principles of good governance. The respective Committee Chairpersons provide the Board with a summary of the discussions held during Committee meetings to keep the Board members informed about the Committee proceedings. The minutes of all Committee meetings are presented to the Board for their review.

The Board has established the following statutory and non-statutory Committees:

- **Audit Committee**

The Audit Committee plays a vital role in promoting transparency, accountability, and effective financial oversight within the Company. We present the following report on the activities and responsibilities of the Audit Committee during the year 2022-23. The committee also confirm to the requirement of Section 177 of the Companies Act, 2013.

### Composition and Independence

The Audit Committee comprises independent and qualified members who possess relevant financial expertise. The Committee consists of Sunderlal Bothra, Lubdha Porwal and Aditya Kumar Saran. Whereas Lubdha Porwal acts as a Chairperson of the committee.

### Responsibilities and Functions

The Audit Committee operates under a formal charter approved by the Board of Directors. The Committee's primary responsibilities and functions include:

- **Financial Reporting and Disclosure:** The Committee ensures the accuracy, reliability, and integrity of financial reporting. It reviews and discusses financial statements, significant accounting policies, and disclosure practices. The Committee works closely with the internal and external auditors to address any material issues or concerns.
- **Internal Controls and Risk Management:** The Committee evaluates the adequacy and effectiveness of the Company's internal control systems. It reviews the risk management framework and assesses the identification, assessment, and mitigation of key business risks.
- **External Audit:** The Committee oversees the external audit process and ensures the independence, objectivity, and quality of the external auditor's work. It reviews the scope of the audit, audit plans, and audit findings. The Committee also assesses the performance of the external auditor and recommends their appointment or reappointment to the Board.
- **Compliance and Legal Matters:** The Committee reviews the Company's compliance with applicable laws, regulations, and corporate governance requirements. It monitors the implementation of systems to detect and prevent fraud, misconduct, and non-compliance. The Committee ensures that a robust framework is in place for reporting and addressing whistleblowing complaints.
- **Internal Audit:** The Committee oversees the activities of the internal audit function. It reviews the internal audit plan, evaluates the adequacy of resources, and assesses the effectiveness of internal audit activities. The Committee promotes coordination between the internal and external auditors to enhance audit coverage and efficiency.

- **Communication with Stakeholders:** The Committee facilitates effective communication between the Board, management, internal auditors, external auditors, and other stakeholders. It ensures that relevant financial and audit-related information is communicated in a timely and accurate manner.

#### Powers of the Audit Committee

- To investigate any activity within its terms of reference
- To seek information from any employee
- To obtain outside legal or other professional advice
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

#### Details of Audit Committee meeting held

- For the Fiscal Year 2022-23 Audit Committee held three (3) time on, 14 November 2022, 30 December 2022 and 30 March 2023.
- Audit Committee Meetings were also attended by Chief Financial Officer, Internal Auditors, and Statutory Auditors of the Company.
- The Company Secretary acts as a Secretary to the Audit Committee.
- Members of Audit Committee are eminent persons in their fields having expertise in Finance and Accounting.

Table: Details of members participated in Audit Committee Meeting

Full Name	Category	Position in Committee	Number of Meeting Conducted	Number of Meeting Participated
Sunderlal Bothra	MD	Member	3	3
Lubdha Porwal	ID	Chairperson	3	3
Aditya Kumar Saran	ID	Member	NA	NA

MD: Managing Director, ID Independent Director, ED Executive Director

## • Nomination and Remuneration Committee

The Company has a Nomination and Remuneration Committee and terms of reference of Nomination and Remuneration are in conformity with the role as stipulated in clauses of listing agreement. The terms of reference also fully conforms to the requirement of Section 178 of Companies Act, 2013.

#### Composition and Independence

The Nomination and Remuneration Committee comprises independent and qualified members who possess relevant financial expertise. The Committee consists of Sunderlal Bothra, Lubdha Porwal and Aditya Kumar Saran. Whereas Lubdha Porwal acts as a Chairperson of the committee.

### Responsibilities and Functions

The Nomination and Remuneration Committee of Bothra Metals & Alloys Limited is responsible for overseeing the selection, nomination, and remuneration of directors and key managerial personnel. The committee operates under a formal charter approved by the Board of Directors and performs the following responsibilities and functions:

- **Nomination of Directors:** The committee identifies individuals who are suitable for appointment as directors based on their qualifications, skills, expertise, and experience. It assesses the independence and integrity of potential candidates and recommends their nomination to the Board.
- **Succession Planning:** The committee develops and maintains a comprehensive succession plan for the Board and key managerial positions. It ensures that the Company has a pool of talented individuals who can fill critical leadership roles in the future. The committee evaluates the skills and competencies required for such positions and recommends appropriate development programs.
- **Board Evaluation:** The committee facilitates the evaluation of the performance of the Board, its committees, and individual directors. It establishes a robust evaluation process to assess the effectiveness of the Board's functioning, including its composition, structure, decision-making, and governance practices. The committee recommends measures for enhancing the Board's performance and effectiveness.
- **Remuneration Policies and Framework:** The committee develops and reviews the Company's remuneration policies, including the compensation structure, levels, and incentives for directors, key managerial personnel, and senior executives. It ensures that the remuneration packages are competitive, aligned with industry standards, and linked to individual and Company performance. The committee also considers the financial position and performance of the Company while determining remuneration.
- **Performance Evaluation and Compensation:** The committee reviews the performance of key managerial personnel and recommends appropriate compensation and incentives based on their contributions, responsibilities, and market trends. It ensures that the remuneration packages promote a culture of performance, accountability, and long-term sustainability.
- **Disclosures and Compliance:** The committee oversees the disclosure requirements related to the remuneration of directors and key managerial personnel, including disclosures in the annual report and other statutory filings. It ensures compliance with all relevant laws, regulations, and corporate governance guidelines related to the remuneration and nomination of directors and key personnel.
- **Communication with Shareholders:** The committee engages in effective communication with shareholders regarding the nomination and remuneration practices of the Company. It addresses any concerns or queries raised by shareholders in relation to director nominations and remuneration matters.

The Nomination and Remuneration Committee is committed to promoting transparency, fairness, and accountability in the nomination and remuneration practices of Bothra Metals & Alloys Limited.

### Details of Nomination and Remuneration Committee meeting held

- For the Fiscal Year 2022-23 Nomination and Remuneration Committee held three (3) 14th November, 2022, 30th December, 2022 and 30th March, 2023.
- Nomination and Remuneration Committee Meetings were also attended by Chief Financial Officer, Internal Auditors, and Statutory Auditors of the Company.
- The Company Secretary acts as a Secretary to the Nomination and Remuneration Committee.
- Members of Nomination and Remuneration Committee are eminent persons in their fields having expertise in Finance and Accounting.

Table: Details of members participated in Nomination and Remuneration Committee Meeting

Full Name	Category	Position in Committee	Number of Meeting Conducted	Number of Meeting Participated
Sunderlal Bothra	MD	Member	3	3
Lubdha Porwal	ID	Chairperson	3	3
Aditya Kumar Saran	ID	Member	NA	NA

MD: Managing Director, ID Independent Director, ED Executive Director

#### Remuneration Policy

Payment of remuneration to Managing Director is governed by the agreements executed between him and the company and are governed by Board and shareholder's resolutions.

#### Details of sitting fees paid to the Non-Executive Director

The sitting fees for the Board and Committee meetings paid to Non-Executive Directors during the year ended 31st March, 2023 are as follows: NIL

No Commission was paid to Non-Executive Director during the year ended 31st March, 2023.

#### Details of Remuneration paid to Executive Directors

No Remuneration was given throughout the year since Company suffered from losses.

#### General Body Meeting

Table: Location and time of the Last 3 Annual General Meeting (AGM) were held:

Fiscal Year	Date	Venue	Special Resolution Passed
2021-22	4th October, 2022	Online	No
2020-21	6th October, 2021	Online	No
2019-20	15th April, 2021	Online	No

Neither resolution was not put through the postal ballot last year nor is any resolution proposed to be conducted through the postal ballot.

# Disclosures

## Disclosure by Senior Management in accordance with clause 49VII (D) (2) of Listing Agreement

The Senior Management of the company has confirmed to the Board of Directors that they do not have any personal interest relating to material, financial and commercial transactions with the company that may have a potential conflict with the interest of the company at a large.

## Disclosures on compliances of law

The Company has complied with the mandatory requirements of the stock Exchanges, SEBI and other statutory authorities on all matters related to capital market during last three years. No Penalties or strictures were imposed by SEBI, Stock Exchanges or any other statutory authorities on any matter related to capital markets during last three years.

## Code for prevention of Insider Trading Practices

In Compliances with SEBI Regulation on Prevention of Insider Trading, the Company has in place a comprehensive code of conduct for its Directors and Senior Management Officers. The Code lays down guidelines, which advises them on procedures to be followed and disclosure to be made, while dealing with shares of the company. The Code clearly specifies, among other matters, that Directors and specified employees of Company can trade in Shares of company only during 'Trading Window open period'. The trading window is closed during the time of declaration of results, dividend and material events as per the code.

Since the close of the year, the two new sets of codes- Code of practices and procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct to regulate, monitor and report trading by insiders-have been adopted by Board, in suppression of the earlier one in accordance with SEBI(Prohibition of Insider Trading) Regulations,2015.

## Details of Compliances with mandatory requirement and adoption of non-mandatory requirement

All mandatory requirements have been complied with and the non-mandatory requirements are dealt with at the end of the Report.

## Code of Conduct

A new code of Business Conduct and Ethics for member of the Board and Senior Management Personnel has been adopted by the board, in suppression of earlier one to bring in line with the revised Listing requirements of the Stock Exchange.

All Board Member and Senior Management Personnel have affirmed compliances with the Code on an annual basis.

## Sexual Harassment Policy

The Company has in place an Anti Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act,2013 covering all employees of the Company. Internal Complaints Committee set up for the purpose did not receive any complaints for redressal during the year.



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### Means of Communication

- In Compliances with Clause 41 of Listing Agreement, the Company sends the half yearly/Yearly Audited Results to the Stock Exchanges.
- Whenever the Company issues any press release, if any, it is sent to the Stock Exchange
- Management Discussion and Analysis forms a part of Director's Report.

### General Shareholding Information

#### 22nd Annual General Meeting:

- **Date:** 28th June, 2023 11.30 A.M.
- **Venue:** Room No 15, 3rd Floor, Bothra House, 5 Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi Road, Mumbai -400002, Maharashtra
- **Financial Year:** 1st April, 2022 to 31st March, 2023
- **Book Closure:** 22nd June, 2023 to 28th June, 2023 (both days inclusive)
- **Dividend:** Dividend, if declared, at the ensuing 22nd Annual General Meeting will be paid on and from 1st June,2023

### Listing of Stock Exchange

SME Platform of Bombay Stock Exchange Ltd  
Phirozee Jeejeebhoy Towers  
Dalal Street Mumbai 400 001

### Script ID, Stock Code & ISIN

BMAL  
BSE SME-535279  
ISIN: INE583M01012

### Payment of Listing Fees

Annual Listing fees for the Year 2023-24 has been paid to the Stock Exchange

### Market Price Data: High Low During Each Month in Last Financial Year

Month	High	Low
April 2022	5.67	4.25
May 2022	4.05	4.05
June 2022	3.85	3.49
July 2022	3.35	3.05
August 2022	3.20	2.53
September 2022	3.20	2.90
October 2022	3.25	3.25
November 2022	3.25	3.20
December 2022	3.20	2.90
January 2023	3.10	2.75
February 2023	4.21	2.31
March 2023	4.50	2.30

### Share Transfer Agent

Link Intime India Pvt. Ltd

C-101, 247 Park, LBS.Marg,

Vikhroli (West), MUMBAI - 400083 (Maharashtra)

### Share Transfer Process

The transfers are processed within 10 days from the date of receipt of such request for transfer, if technically found to be in order and complete in all respects. As per directives issued by SEBI, it is compulsory to trade in securities of any Company's equity shares in dematerialized form.

### Dematerialisation

The Process of conversion of shares from physical form to electronic form is known as dematerialization. For dematerializing the shares, the shareholders should open a demat account with a Depository Participant (DP). He/She is required to submit a Demat Request form duly filled up along with share certificate to his/her DP. The DP will allocate a demat request number and shall forward the request physically as well as electronically, through NSDL/CDSL to the Registrar and Share Transfer Agent. On receipt of the demat request both physically and electronically and after verification, the shares are dematerialized and an electronic credit of shares is given in the account of shareholder.

### Distribution of Shareholding as on 31 March 2023

Category of Shareholders	Number of Shareholders	% of Holdings
Promoter & Promoter Group	13626640	73.59%
Public	4890000	26.41%
Non Promoter- Non Public	-	-
Shares underlying DRs	-	-
Shares held by Employee Trusts	-	-
<b>Total</b>	<b>18516640</b>	<b>100%</b>

### Dematerialization of shares

Category of Shareholders	Number of Shareholders	% of Holdings
NSDL	9259040	50.01%
CDSL	9257600	49.99%
<b>Total</b>	<b>18516640</b>	<b>100%</b>

### Statement of Adoption of Non Mandatory Requirements

The applicable Non Mandatory Requirements will be implemented by the Company as and when required and/or deemed necessary by the Board

### Address for Correspondence

- Registrar and Share Transfer Agent (For Shares and dividend related queries)

Link Intime India Pvt. Ltd.

C-101, 247 Park, LBS Marg, Vikhroli (West),  
Mumbai, Maharashtra - 400083, Bharat

- Company (For any other matter and unresolved complaints)

Company Secretary

Bothra Metals & Alloys Limited

Room No 15,3rd Floor, Bothra House,  
5 Assembly Lane, Dadi Seth Agyari Lane,  
Kalbadevi Mumbai, Maharashtra, 400002

Email: info@bothrametals.com

Place : Mumbai

Date : 2nd June,2023

For and on behalf of the Board

Sd/-

Sunderlal Bothra  
Managing Director

## Declaration by The Managing Director under clause 49(E0(2) of listing agreement

I, Sunderlal Bothra, Managing Director of Bothra Metals & Alloys Limited declare that all the Members of the Board of Directors and Senior Management personnel have, for the year ended 31st March, 2023 affirmed compliances with the Code of Conduct laid down by the Board of Directors in terms of the Listing Agreement entered with the Stock Exchanges.

For and on behalf of the Board

Sd/-

Sunderlal Bothra  
Managing Director

Place : Mumbai

Date : 2nd June, 2023

# Independent Auditor's Report

To the Members of  
**Bothra Metals and Alloys Limited**  
**Report on the Financial Statements**

We have audited the accompanying financial statements of Bothra Metals and Alloys Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

## **Management’s Responsibility for the Financial Statements**

The Company’s Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, 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.

## **Auditors Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the Company’s preparation of the financial Statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company’s Directors, as well as evaluating the overall presentation of the financial statements.

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

## Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2023;
- In the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
- In the case of the Cash Flow Statement, of the cash flows for the year ended on that date

## Report on Other Legal and Regulatory Requirements

- As required by the Companies (Auditor's Report) Order, 2015 ("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 a statement on the matters specified in paragraphs 3 and 4 of the order.
- As required by section 143(3) of the Act, we report that:
  - We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
  - The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - On the basis of written representations received from the directors as on 31 March, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2023, from being appointed as a director in terms of Section 164(2) of the Act;
  - With respect to the other matters to be included in Auditors Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 in our opinion and to the best of our information and according to explanations given to us:
    - The Company has disclosed the impact of pending litigations on its financial position in its financial statements. ( Ref Note No.27 of financial Statement)
    - The Company did not have any long – term contracts including derivative contracts for which there were any material foreseeable losses;
    - The Company was not required to transfer any amount to Investor Education and Protection Fund.

For SSRV & Associates,  
Chartered Accountants  
FRN.13590IW

sd/-

(Satyendra S. Sahu)

Partner

M No.126823

Place : Mumbai

Dated : 22nd May, 2023



# Annexure to The Independent Auditor Report

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

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- - The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
  - As explained to us, fixed assets have not been physically verified by the management. However, the Company has a program of verification of fixed assets to cover all items in a phased manner, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Impairment of assets has been taken by Management Amount Rs 84,732
- - As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.
  - In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. As per management representation stock Realisation Value is NIL.
  - In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the Register maintained under Section 189 of the Act.
- In our opinion and according to the information and explanations given to us, there is generally an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.
- The Company has not accepted any deposits from public during the year.
- - According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities.
  - According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2023 for a period of more than six months from the date they became payable.
  - According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.

- The Company does not have any accumulated loss but the company has suffered a loss of Rs. 1,13,28,537/- for the financial year covered by our audit.
- - Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
  - Disputed Amount Relate to Cash Credit, L.C/L.O.U & Term Loan has been Settle through One Time Settlement (OTS) Approved By NCLT
- According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
- Based on our audit procedures and on the information given by the management, term loans have been applied for the purpose for which they were raised.
- Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year.

For SSRV & Associates  
Chartered Accountants  
FRN.13590IW

sd/-  
(CA Satyendra S. Sahu)  
Partner  
M No. 126823  
Place : Mumbai  
Dated : 22nd May, 2023



# Balance Sheet

as at 31 March, 2023

(In Lakhs.)

Particulars	Note No.	Year Ended 31/03/2023	Year Ended 31/03/2022
Equity and Liability			
Shareholders Fund			
(a) Share Capital	2	1851.66	1851.66
(b) Reserve and Surplus	3	(160.24)	(46.96)
Non Current Liabilities			
(a) Long Term Borrowings	4	4.30	4.44
(b) Deferred Tax Liabilities	12	28.02	38.72
(c) Long Term Provisions	5	27.10	26.72
Current Liabilities			
(a) Short Term Borrowings	6	2202.87	5498.70
(b) Trade Payables	7	41.19	319.32
(c) Other Current Liabilities	8	24.12	289.70
(d) Short Term Provisions	9	-	0.52
Total		4019.02	7982.82

Particulars	Note No.	Year Ended 31/03/2023	Year Ended 31/03/2022
Assets			
Non Current Assets			
(a) Property, Plant and Equipment and Intangible Assets	10	420.30	453.85
(b) Non Current Investments	11	5.59	5.59
(c) Long Term Loans and Advances	13	406.95	404.24
(d) Other Non Current Assets		-	-
Current Assets			
(a) Inventories	14	-	-
(b) Trade Receivables	15	3180.21	7092.38
(c) Cash and Cash Equivalents	16	5.97	3.30
(d) Short Term Loans and Advances	17	-	22.09
(e) Other Current Assets	18	-	1.37
Total		4019.02	7982.82

See accompanying notes to the financial statements  
As per our report of even date

**For SSRV & Associates**  
Chartered Accountants  
ICAI Registration Number: 13590IW

sd/-  
**Satyendra S. Sahu**  
Partner  
Membership Number: 126823

Place : Mumbai  
Date : 22nd May, 2023

**For and on Behalf of Board of Directors**

sd/-  
**Sunderlal Bothra**  
Managing Director  
DIN: 00737982

sd/-  
**Kishanlal Bothra**  
Director & CFO  
Din: 00738027

sd/-  
**Sonu Singhal**  
Company Secretary

Place : Mumbai  
Date : 22nd May, 2023

# Profit and Loss Statement

for the year ended 31 March 2023

(In Lakhs.)

Particulars	Note No.	Year Ended Audited 31/03/2023	Year Ended Audited 31/03/2022
Revenue from Operations	19	-	14.00
Other Income	20	3066.68	5.02
Total Revenue		3066.68	19.02
Cost of Material Consumed	21	-	6.81
Change in Inventories of finished goods, traded goods and WIP	22	-	6.21
Employee Benefit Expense	23	0.22	5.92
Financial Cost	24	126.85	0.00
Depreciation and Amortization	10	33.20	65.85
Other Operating Expense	25	3030.40	61.71
Total Expenses		3190.67	146.50
Profit Before Exceptional and Extraordinary Items and Tax		(123.99)	(127.48)
Exceptional Items		-	
Profit Before Extraordinary Items and Tax		(123.99)	(127.48)
Extraordinary Items		-	-

Particulars	Note No.	Year Ended Audited 31/03/2023	Year Ended Audited 31/03/2022
Profit Before Tax		(123.99)	(127.48)
Tax Expense		-	-
(a) Current Tax		-	-
(b) Deferred Tax		10.70	-
Profit / Loss from the Period from Continuing Operations		(113.29)	(127.48)
Discounting Operations		-	-
Profit / Loss from Discontinuing Operations		(113.29)	(127.48)
Profit / Loss for the Period		(113.29)	(127.48)
Earnings Per Share (Rs. in full figure)	26		
Basic		(0.61)	(0.69)
Diluted		(0.61)	(0.69)

See accompanying notes to the financial statements  
As per our report of even date

**For SSRV & Associates**

Chartered Accountants

ICAI Registration Number: I3590IW

sd/-

**Per Satyendra S. Sahu**

Partner

Membership Number: I26823

Place : Mumbai

Date : 22nd May, 2023

**For and on Behalf of Board of Directors**

sd/-

**Sunderlal Bothra**

Managing Director

DIN: 00737982

sd/-

**Kishanlal Bothra**

Director & CFO

Din: 00738027

sd/-

**Sonu Singhal**

Company Secretary

Place : Mumbai

Date : 22nd May, 2023



# Statement of Cash Flow

for the year ended 31 March 2023

(In Lakhs)

Particulars	For the Period 01/04/2022 to 31/03/2023	For the Period 01/04/2021 to 31/03/2022
(a) Cashflow from Operating Operations		
Net Profit /Loss before Tax	(123.99)	(127.48)
Adjustment for:		
Depreciation and Amortization	33.20	65.86
Finance Cost	126.84	0.00
Operating Profit / Loss before Working Capital Changes	36.05	(61.62)
Adjustments for:		
(Increase)/Decrease of Trade Receivables	3912.16	0.05
(Increase)/Decrease of of Loans & Advances	22.10	0.51
(Increase)/Decrease of Inventories	-	13.02
(Increase)/Decrease of Other Current Assets	(1.34)	(1.01)
Increase/(Decrease) of Sundry Creditors	(278.13)	-
Increase/(Decrease) of Current Liabilities	(276.55)	39.93
<b>Cash generated from Operations</b>	<b>3414.29</b>	<b>(9.12)</b>
Direct Taxes Paid / Deferred Tax	10.70	-

Particulars	For the Period 01/04/2022 to 31/03/2023	For the Period 01/04/2021 to 31/03/2022
Direct Taxes Paid	-	-
Corporate Dividend Tax Paid	-	-
<b>Net Cash Flow From / Used in Operating Activities</b>	<b>3424.99</b>	<b>9.12</b>
(b) Cash Flow from Investing Activities		
Capital Expenditure on Fixed Assets, including Capital Advances	0.34	-
Sale / Redemption / (Purchase) of Current Investment (Net)	-	-
Investments in Non Current Assets	-	-
<b>Net Cash Flow From / (Used in) Investing Activities</b>	<b>0.34</b>	<b>-</b>
(c) Cash Flow from Financing Activities		
Proceeds from Long Term Borrowings	-	-
Repayment of Long-Term Borrowings	-	-
Increase/Decrease in Working Capital Facility (Net)	(3295.82)	-
Finance Cost	(126.84)	(0.00)
<b>Net Cash Flow From / Used in Financing Activities</b>	<b>(3422.66)</b>	<b>(0.00)</b>
<b>Net increase / (Decrease) in Cash and Cash equivalent [a+b+c]</b>	<b>2.67</b>	<b>9.13</b>
Cash and Cash Equivalent at Beginning of the Year	3.29	12.42
Cash and Cash Equivalent at End of the Year	5.97	5.97
(Cash and Cash Equivalent Represent Cash and Bank Balances)		

See accompanying notes to the financial statements  
As per our report of even date

**For SSRV & Associates**

Chartered Accountants

ICAI Registration Number: 13590IW

sd/-

**Per Satyendra S. Sahu**

Partner

Membership Number: 126823

Place : Mumbai

Date : 22nd May, 2023

**For and on Behalf of Board of Directors**

sd/-

**Sunderlal Bothra**

Managing Director

DIN: 00737982

sd/-

**Kishanlal Bothra**

Director & CFO

Din: 00738027

**Sonu Singhal**

Company Secretary

Place : Mumbai

Date : 22nd May, 2023



# Notes to the Financial Satetement

as at and for the year ended 31 March 2023

## Company Overview

Bothra Metals & Alloys Ltd. (referred to as “BMAL” or “the Company” hereinafter) was incorporated in the year 2001 headquartered in Mumbai. The Company is into manufacturing of Aluminum Section and Ingots through its manufacturing facility located at Sangli and Kala-Amb. The Company is also into trading Non-Ferrous Metals.

## Note I: Significant Accounting Policies

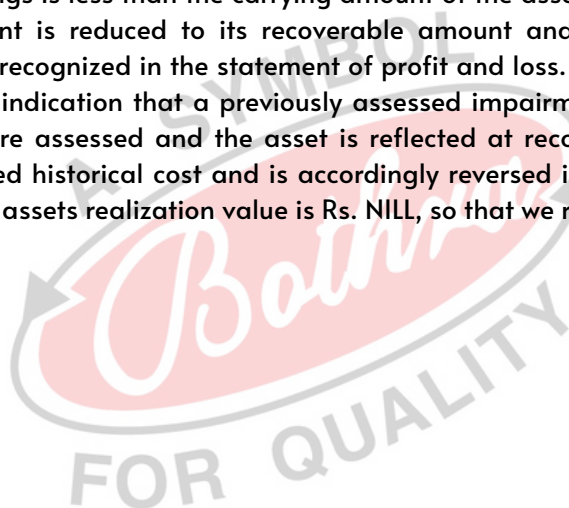
- **Basis of preparation of Financial Statements:**
  - These financial statements are prepared in accordance with Generally Accepted Accounting Principles in India (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable.
  - The financial statements are prepared under the historical cost convention and on the accounting principles of going concern. The Company follows the accrual system of accounting where income & expenditure are recognized on accrual basis.
- **Use of Estimates:** The preparation of financial statements requires management to make estimates and assumptions that affect amounts in the financial statements and reported notes thereto. Actual results could differ from these estimates. Differences between the actual result and estimates are recognized in periods in which the results are known/ materialized.
- **Fixed Assets:** Fixed assets are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. The cost of an asset comprises of its purchase price (net of centvat / duty credits availed wherever applicable) and any directly attributable cost of bringing the assets to working condition for its intended use. Expenditure on additions, improvements and renewals is capitalized and expenditure for maintenance and repairs is charged to profit and loss account. Fixed assets depreciation was charge as on 31-03-2023 as per WDV on Value basis on 31-03-2022 , Irregularities was identified that depreciation charge by IRP on basis of same depreciation amount has been taken from F Y 2019-20, for 2020-21, 2021-22 So we have require to inform the same.
- **Depreciation:** The Company has provided for depreciation on fixed assets using written down value (WDV) over the useful life of the assets as prescribed in Schedule II to the companies Act, 2013. Intangible assets are amortized over their estimated useful life on a straight line basis. Depreciation on asset acquired / sold during the year is provided on pro-rata basis with reference to the date of installation / put to use in the books or disposal. Effective from 1st April 2014, the company has reassessed the useful lives of the fixed assets in line with useful lives mentioned in Schedule II to the companies Act, 2013.
- **Valuation of Investments:**
  - Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments.

- Current Investments are carried at lower of cost and fair value determined on an individual investment basis.
- Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of investments.

#### Valuation of Inventories:

- Cost of inventory includes all cost of purchases and other cost incurred in bringing the inventories to their present location and condition.
- Closing Stock is valued as under:-
  - Raw Material: At cost or net realizable value whichever is less.
  - Work in Progress : At cost or net realizable value whichever is less.
  - Finished Goods: At cost or net realizable value whichever is less.
  - Loose Tools: At cost
  - Consumable Store: At cost
  - Industrial Scrap (by-products): Estimated realizable value
- **Foreign Currency Transactions**
  - **Initial Recognition:** Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.
  - **Conversion:** At the year end, monetary items denominated in foreign currencies other than those covered by forward contracts are converted into rupee equivalents at the year-end exchange rates.
  - **Exchange Differences:** All exchange differences arising on settlement/conversion of foreign currency transactions are recognized in the statement of profit and loss.
  - **Forward Exchange Contracts:** In respect of transactions covered by forward contracts, the difference between the forward rate and the exchange rate at the date of the transaction is recognized as income or expense on the date of booking of forward contract. The gain/loss on account of foreign currency translation in respect of foreign exchange contracts is spread over the term of the contract.
- **Revenue Recognition:**
  - Sale of goods is recognized on dispatches to customers, which coincide with the transfer of significant risks and rewards associated with ownership, Inclusive of excise duty and net of VAT & Discount.
  - Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.
- **Borrowing Costs:** Borrowing costs that are attributable to the acquisition / construction of qualifying assets are capitalized as part of the cost of such fixed assets up to the date when such assets are ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.
- **Employee Benefits:**
  - **Short Term Employee Benefits:** All employee benefits payable within twelve months of rendering of services are classified as short term benefits. Benefits include salaries, wages, awards, ex-gratia, performance pay, etc. and are recognized in the period in which the employee renders the related service. Liability on account of encashment of leave, Bonus to employee is considered as short term compensated expense provided on actual.
  - **Post Employment Benefit:**
    - **Defined Contribution Plan:** Provident fund is a defined contribution scheme established under a State Plan. The contributions to the scheme are charged to the profit & loss account in the year when the contributions to the fund are due.

- **Defined Benefit Plan:** Company's liability towards gratuity is determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. The present value of the obligation under such defined benefit plans is determined based on the actuarial valuation at the date of the Balance Sheet.
- **Earnings Per Share:** Basic earnings per share is computed by dividing the net profit after tax for the year after prior period adjustments attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.
- **Taxation & Deferred Tax:** Provision for Current Tax is made in accordance with the provision of Income Tax Act, 1961. Deferred tax is recognized on timing differences between taxable & accounting income / expenditure that originates in one period and are capable of reversal in one or more subsequent period(s). for the F Y 2022-23 DTA of Amount Of Rs. 10,70,229
- **Impairment Of Assets:** The company assesses at each balance sheet date whether there is any indication due to external factors that an asset or group of assets comprising a cash generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the CGU, to which the asset belongs is less than the carrying amount of the asset or the CGU as the case may be, the carrying amount is reduced to its recoverable amount and the reduction is treated as impairment loss and is recognized in the statement of profit and loss. If at any subsequent balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is re assessed and the asset is reflected at recoverable amount subject to a maximum of depreciated historical cost and is accordingly reversed in the statement of profit and loss. Some of Company assets realization value is Rs. NIL, so that we require to Impairment Amount Rs. 84,732.





## Note 2: Share Capital

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Authorised Capital</b> 2,50,00,000 Equity Shares of Rs. 10/- each. (Previous Year 2,50,00,000 Equity Shares of Rs. 10/- each)	2500.00	2500.00
	2500.00	2500.00
<b>Issued Share Capital</b> 18516640 Equity Shares of Rs. 10/- each (Previous Year 18516640 Equity Shares of Rs. 10/- each)	1851.66	1851.66
	1851.66	1851.66
<b>Paid Up Capital</b> 18516640 Equity Shares of Rs. 10/- each, Fully Paid up (Previous Year 18516640 Equity Shares of Rs. 10/- each)	1851.66	1851.66
<b>Total</b>	1851.66	1851.66

### Note 2.1: Reconciliation of the number of shares outstanding at the end of the year

Particulars	As at 31st March, 2023	As at 31st March, 2022
Equity Shares at the beginning of the Year	1,85,16,640	1,85,16,640
Add: Number of Shares issued	-	-
Equity Shares at the end of the Year	1,85,16,640	1,85,16,640

## Note 2.2: Details of shareholders holding more than 5% of the aggregate shares in the company

Sr No.	Name of Shareholder	As at 31st March, 2023		As at 31st March, 2022	
		No. of Shares	Percentage	No. of Shares	Percentage
1	Manju Sunderlal Bothra	3366280	18.18 %	33,66,280	18.18 %
2	Sunderlal Bothra	2683780	14.49 %	26,83,780	14.49 %
3	Kishanlal L. Bothra	1655960	8.94 %	16,55,960	8.94 %
4	Sardarmal Chhogaram Suthar	1449820	7.83 %	14,49,820	7.83 %
5	Sayardevi L. Bothra	1388640	7.50 %	13,88,640	7.50 %
6	Narender Kumar L. Bothra	1284700	6.94 %	12,84,700	6.94 %
7	Dimple K. Bothra	1055000	5.70 %	10,55,000	5.70 %

## Note 2.3: Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. All these shares have the same rights and preferences with respect to payment of dividend, repayment of capital and voting.

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

## Note 3: Reserve & Surplus

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Securities Premium Account		
Opening Balance	325.54	325.54

Particulars	As at 31st March, 2023	As at 31st March, 2022
(+) Received during the year	-	-
<b>Closing Balance</b>	<b>325.54</b>	<b>325.54</b>
<b>General Reserve</b>		
Opening Balance	250.00	250.00
(+) Transfer from Profit & loss A/c	-	-
<b>Closing Balance</b>	<b>250.00</b>	<b>250.00</b>
Surplus (Profit & Loss Account)		
Balance brought forward from previous year	(622.50)	(495.02)
Add: Profit for the period	(113.29)	(127.48)
(+) other adjustment	-	-
<b>Balance</b>	<b>(735.78)</b>	<b>(622.50)</b>
<b>Total</b>	<b>(160.24)</b>	<b>(46.96)</b>

## Note 4: Long Term Borrowing

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Unsecured</b>		
Term Loan Against LIC Policy	4.30	4.44
<b>Total</b>	<b>4.30</b>	<b>4.44</b>

## Note 5 : Long Term Provisions

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>For Employee Benefit</b>		
Gratuity Payable	27.10	26.72
<b>Total</b>	<b>27.10</b>	<b>26.72</b>

### Note:

- Gratuity is created for the benefit of employees which will be payable on the retirement of the employee.
- The gratuity is payable to employee when required.

## Note 6: Short Term Borrowings

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Secured</b>		
Cash Credit	-	4768.93
Bill Discounting	-	534.42
Current maturities of long term	-	100.37
Interest Accrued and due on borrowings	102.67	9.98
<b>Unsecured loan</b>		
<b>From Related parties</b>		
Sardarmal Chogaram Suthar	-	62
Sunderlal Ikhimchand Bothra	304.60	23
Kishanlal Ikhimchand Bothra	130.10	-

Particulars	As at 31st March, 2023	As at 31st March, 2022
Metsons Industries Pvt Ltd	468	-
<b>From Un-related parties</b>		
Mahaveer Extrusions Pvt Ltd	242.5	-
S.K. Universal Pvt Ltd	780	-
Silverland Developers Pvt Ltd	175	-
<b>Total</b>	<b>2202.87</b>	<b>5498.70</b>

Notes:

- The loan amounting to Rs.150 lakhs was received from M/s. Mahaveer Extrusions Pvt. Ltd. during the year 21-22 however the same amount was accounted for in the books of the Company during the year 22-23 i.e. after withdrawal order passed by Hon'ble National Company Law Tribunal dated October 13, 2022.
- The loan amounting to Rs.80 lakhs was received from Mr. Sunderlal Bothra during the year 21-22 however the same amount was accounted for in the books of the Company during the year 22-23 i.e. after withdrawal order passed by Hon'ble National Company Law Tribunal dated October 13, 2022.

## Note 7: Trade Payables

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Dues To Micro, Small and medium Enterprises	-	-
Others	41.19	319.32
<b>Total</b>	<b>41.19</b>	<b>319.32</b>

## Note 8: Other Current Liabilities

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Outstanding Expenses	-	0.00

Particulars	As at 31st March, 2023	As at 31st March, 2022
Others Payable	14.21	185.05
Creditors For Expenses	-	-
Advance From Customers	-	45.34
Statuary Dues	9.91	1.73
IRP Fees	-	12.68
Salary Payable	-	2.29
Expenses Payable	-	15.92
Audit Fees Payable	-	0.8
CIRP Cost Contribution	-	24.89
Others Payable	-	1.01
<b>Total</b>	<b>24.12</b>	<b>289.70</b>

## Note 9: Short Term Provision

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Contribution to provident and superannuation fund	-	0.52
<b>Total</b>	<b>-</b>	<b>0.52</b>



## Note 10: Depreciation & Fixed Assets

(In Lakhs)

	Particulars	Gross Block (at cost)	addition during the year	Profit During the Year	Deduction during the year	as on 31.03.2023	Depreciation			Net Block	
		as on 01.04.2023					up to 01.04.2022	Provided during the year	up to 31.03.2023	as on 31.03.2022	as on 31.03.2022
1	land	157.86	-		- .00	157.86	- .00	8.16	8.16	149.70	157.86
2	Building	451.69	-		- .00	451.69	270.39	8.83	279.22	172.47	181.30
3	Factory Building	109.52	-		- .00	109.52	96.03	1.28	97.31	12.21	13.50
4	Plant & Machinery	986.37	-		0.23	986.14	887.42	14.82	902.24	83.90	98.95
5	Furniture & Fixture	34.89	-		0.34	34.56	33.96	0.03	33.99	0.57	0.94
6	Motor vehicle	42.41	-	0.50	0.11	42.80	42.34	0.01	42.35	0.45	0.07
7	Computer	9.05	-		0.17	8.88	8.73	0.07	8.80	0.08	0.32
			-		- .00	- .00					
	Total	1,791.79	-	0.50	0.85	1,791.45	1,338.86	33.20	1,372.06	419.38	452.94
	capital Work in progress		-		- .00	- .00				0.92	0.92
	Total	1,791.79	-	0.50	0.85	1,791.45	1,338.86	33.20	1,372.06	420.30	453.85

## Note 11: Non- Current Investment

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Investment in Equity Instruments	-	
Shivalik Solid Waste Management Limited	0.31	0.31
(3125 Equity Shares of 10/- Each)		
The NKGSB Co-Op Bank Ltd (100 Equity Shares of 10/- Each)	0.01	0.01
Gratuity Funded	5.27	5.27
Total	5.59	5.59

Note: Investments are valued at cost

## Note 12: Deferred Tax Liabilities/Assets (Net)

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Deferred Tax Liabilities		
Related to Depreciation	21.75	32.45

Particulars	As at 31st March, 2023	As at 31st March, 2022
Related to Gratuity	6.27	6.27
<b>Total</b>	<b>28.02</b>	<b>38.72</b>

## Note 13: Long Term Loans & Advances

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Unsecured Considered Good</b>		
Income Tax (MAT Credit)	187.54	189.95
VAT Receivable	2.41	2.41
Custom Duty Receivable	-	-
TDS Receivable	-	0.69
Security Deposit	12.63	13.53
HP Tax Deposit	-	-
Commercial Chemical	-	(0.30)
GST Receivable	204.37	197.66
Other	-	0.30
<b>Total</b>	<b>406.95</b>	<b>404.24</b>

Note: - MAT Credit as per the ITR is Rs. 18324704.

## Note 14: Inventories

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Raw Material	-	-
Work In Progress	-	-
Finished Goods	-	-
Consumables	-	-
By - Products	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## Note 15: Trade Receivables

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Unsecured Considered Doubtful</b>		
Less than 6 months	-	-
More than 6 Months	3180.21	7092.38
<b>Total</b>	<b>3180.21</b>	<b>7092.38</b>

## Note 16: Cash and Cash Equivalents

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Cash in Hand	1.09	-
Canara Bank	0.05	-

Particulars	As at 31st March, 2023	As at 31st March, 2022
SSL Bank	0.10	0.10
ICICI bank	1.67	0.16
Saheb Rao Deshmukh Co-op bank	1.06	1.04
Term deposit with bank (Original Maturity more than 12 months)	2.00	2.00
<b>Total</b>	<b>5.97</b>	<b>3.30</b>

## Note 17: Short Terms Loans and Advances

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Advance to supplier	-	15.82
Advance for expenses	-	6.27
<b>Total</b>	<b>-</b>	<b>22.09</b>

## Note 18: Other Current Assets

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Prepaid Expenses	-	-
Interest Receivable	-	0.29
Rent Recievable	-	-
Rent Recievable	-	1.08
<b>Total</b>	<b>-</b>	<b>1.37</b>

## Note 19: Revenue From Operations

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Sale of Goods	-	14.00
<b>Total</b>	<b>-</b>	<b>14.00</b>

## Note 20: Other Income

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Rent Received	1.45	4.63
Dividend Received	0.06	-
Interest	0.39	0.39
Sale proceed of toyato car	0.5	-
Other	0.05	-
Sundry Credit Balance Written off	517.98	-
Sundry Bank Balances Written Off	2546.25	-
<b>Total</b>	<b>3066.68</b>	<b>5.02</b>

## Note 21: Cost Of Material

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Opening Stock</b>		
Aluminium Scrap	-	6.81
<b>Total</b>	<b>-</b>	<b>6.81</b>

## Note 22: Changes in Inventories of Finished Goods, Traded Goods and WIP

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Closing Stock		
Work In progress		
• Aluminium Billets	-	-
• Refinished Scrap	-	-
Finished Goods		
• Aluminium Section	-	-
• Other Scrap	-	-
Opening Stock		
Work in Progress		
• Aluminium Billets	-	-
• Refinished scrap	-	-
Finished Goods		
• Aluminium Section	-	4.30
• Other Scrap	-	1.90
Total	-	6.21
Total	-	6.21



## Note 23: Employment Benefit Expenses

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Salaries, Wages and Bonus	0.12	5.92
Contribution to Provident Fund	0.05	-
Staff Welfare expenses	-	-
Esic Expenses	0.05	-
<b>Total</b>	<b>0.22</b>	<b>5.92</b>

## Note 24: Financial Cost

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Interest Expenses	126.53	-
Bank Charges	0.32	0.00
<b>Total</b>	<b>126.85</b>	<b>0.00</b>

## Note 25: Other Expenses

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Bad Debts	2931.98	-
Insurance	-	1.10
Rent	-	-
Rent, Rate and Taxes	40.82	0.05
Bad debts	-	-

Particulars	As at 31st March, 2023	As at 31st March, 2022
Audit Fees	0.4	1.2
Conveyance Expenses	-	-
Legal fees	15.82	7.68
Motor vehicle expenses	0.44	-
Excess Expenses Reversed	7.46	-
Office expenses	0.29	-
Printing and Stationary	-	0.06
Travelling Expenses	0.38	0.09
Medicine	-	-
Security Charges	12.41	17.95
Penalty on GST	-	-
ESIC Late Filing charges	-	-
Professional fees	4.14	3.73
Independent Director Data Base Charges	0.25	-
IRP fees	10.75	25.8
CIRP Advertisement exp	0.10	0.13
CIRP Voting Charges	0.15	0.05

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Valuation Exp	1.87	2.37
Listing Exp	1.93	0.27
Webstie Charges	0.25	0.11
Transaction Audit Fees	-	0.85
CDSL Charges	-	0.27
Impairment of Assets	0.85	-
Advertisement	0.10	-
<b>Total</b>	<b>3030.40</b>	<b>61.71</b>

## Note 26: Earning Per Share

(In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Profit for the period attributable to Equity Shareholder	(113.28)	(127.48)
Number of weighted average equity shares outstanding during the year	1851.66	1851.66
Normal Value of Equity Share ( Rs.)	10	10
	<b>(0.61)</b>	<b>(0.69)</b>

## Note 27: Contingent liabilities (to the extent not provided for):

Claims against the Company not acknowledged as debts:

(In Lakhs)

Sr No.	Particulars	As on 31 March 2023	As on 31 March 2022
1	HP VAT -Demand for the Year 2011-12 & 2012-13 Ex Party assessment order dated 7 September 2021	393.66	393.66
	HP VAT Demand for the Year 2013-14 Ex Party	427.36	427.36
	HP VAT Demand for the Year 2014-15 Ex Party	414.28	414.28
	HP VAT Demand for the Year 2015-16 Ex Party	311.34	311.34
	HP VAT Demand for the Year 2016-17 Ex Party	155.32	155.32
	HP VAT Demand for the Year 2017-18 Ex Party	18.41	18.41
2	Gujrat VAT & CST 12-13	153.69	153.69
	Gujrat VAT & CST 13-14	21.28	21.28
	Gujrat VAT & CST 14-15	33.41	33.41
	Jaipur CST 2011-12	33.93	33.93
	Jaipur CST 2012-13	8.20	8.20
	Jaipur CST 2013-14	6.86	6.86

Notes: The above-said liabilities are under appeal and are subject to re-assessment.

## Note 28: Disclosure pursuant to Accounting Standard – 15 “Employee Benefits”

- The Company has made a provision for the employee benefits in accordance with the Accounting Standard (AS) 15 “Employee Benefits”.

Defined Contribution Plan

(In Lakhs)

Sr No.	Particulars	2022-23	2021-22
1	Employer's contribution to provident fund	Nil	Nil
2	Employer's contribution to employee state insurance	Nil	Nil

## Note 29: Auditors remuneration includes

(In Lakhs)

Sr No.	Particulars	2022-23	2021-22
1	Statutory audit fees	0.40	1.20
2	Tax audit fees	Nil	Nil
3	Other matters	Nil	Nil

## Note 30: Related parties with whom transactions done during the year

Key management personnel &amp; relatives

- Sunderlal Bothra
- Kishanlal Bothra
- Sardarmal C.Suthar
- Metsons Industries Private Limited

## Note 31: Transactions with related parties

(In Lakhs)

Name	Relationship	Nature of transaction	Amount of transaction in 2022-23	Amount outstanding as at 31.03.23 (payable)/receivable	Amount of transaction in 2021-22	Amount outstanding as at 31.03.22 (payable)/receivable
Sunderlal Bothra	Managing Director	Director Remuneration	-	Nil	-	Nil
		Loan repayment	-	Nil	-	Nil
		Loan received	(281.60)	(304.60)	-	(23.00)

Name	Relationship	Nature of transaction	Amount of transaction in 2022-23	Amount outstanding as at 31.03.23 (payable)/receivable	Amount of transaction in 2021-22	Amount outstanding as at 31.03.22 (payable)/receivable
Sardarmal C. Suthar	Director	Director Remuneration	-	-	-	Nil
		Loan repayment	-	-	-	Nil
		Loan received	-	-	-	(62.00)
		Loan w/off	-	(62.00)	-	Nil
Kishanlal Bothra	Director	Director remuneration	-	-	-	Nil
		Loan repayment	-	-	-	Nil
		Loan received	(130.10)	(130.10)	-	Nil
Metsons Industries Private Limited, Relationship with Promoter		Loan repayment	17	-	-	-
		Loan received	(485)	(468)	-	-
		Interest paid	37.58	37.58	-	-

## Note 32: Segment Information

The Company operates in one segment namely aluminum based products.

## Note 33: C.I.F. Value of Imports, Expenditure and Earnings in Foreign Currency

(In Lakhs)

Sr No.	Particulars	2022-23	2021-22
I	CIF value of imports	Nil	Nil
	• Raw material	Nil	Nil
	• Traded goods	Nil	Nil
	Total	Nil	Nil

Sr No.	Particulars	2022-23	2021-22
2	Expenditure in Foreign Currency	Nil	Nil
	• Interest	Nil	Nil
	Total	Nil	Nil
3	Earnings in Foreign Currency	Nil	Nil
	• F.O.B. value of exports	Nil	Nil
	Total	Nil	Nil

## Note 34: Imported and indigenous material and stores and spares consumed

Material consumed

(In Lakhs)

Sr No.	Particulars	Current Year 2022-23		Previous Year 2021-22	
		Amount	Percentage	Amount	Percentage
1	Imported	Nil	-	Nil	-
2	Indigenous	Nil	-	6.21	100%
	Total	Nil	100.00%	6.21	100.00%

Stores and spares consumed

( In Lakhs)

Sr No.	Particulars	Current Year 2022-23		Previous Year 2021-22	
		Amount	Percentage	Amount	Percentage
1	Imported	Nil	-	Nil	-
2	Indigenous	Nil	100.00%	Nil	100.00%
	Total	Nil	100.00%	Nil	100.00%



## Note 35: Disclosure of Foreign Currency Exposure

Particulars of unhedged foreign currency liability as on balance sheet date

Sr No.	Particulars	Currency	Amount in Foreign Currency (US\$ in Lakhs)	Amount (in Lakhs)
I	Trade payables	US Dollar (US\$)	0.55	41.19

Particulars of hedged foreign currency liability as on balance sheet date

Sr No.	Particulars	Currency	Amount in Foreign Currency (US\$ in Lakhs)	Amount (in Lakhs)
I	Loans (Buyer's Credit)	US Dollar (US\$)	Nil	Nil

Note 36: Some of the creditors have filed suit against the company for the recovery of their dues, furthermore the company has also filed case against some of the debtors. However the management has assured that these litigations and claims shall be resolved amicably with the concerned parties.

Note 37: Figures for the previous year have been regrouped / reclassified / reinstated, wherever considered necessary.

**For SSRV & Associates**

Chartered Accountants

ICAI Registration Number: I3590IW

sd/-

**Per Satyendra S. Sahu**

Partner

Membership Number: I26823

Place : Mumbai

Date : 22nd May, 2023

**For and on Behalf of Board of Directors**

sd/-

**Sunderlal Bothra**  
Managing Director  
DIN: 00737982

sd/-

**Kishanlal Bothra**  
Director & CFO  
Din: 00738027

sd/-

**Sonu Singhal**  
Company Secretary

Place : Mumbai

Date : 22nd May 2023

# Bothra Metals & Alloys Ltd.

A House of Metals

CIN: L27100MH200IPLC133926

+91-(022) 49785309 | info@bothrametals.com | www.bothrametals.com

Registered Address: Office No. 15, 3rd Floor, 5 Bothra House, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi, Mumbai - 400002, Maharashtra, Bharat

## Attendance Slip

22nd Annual General Meeting

DP ID/ Client ID	
Folio No	
No Of Shares Held	
Name and the Address of the Registered Shareholder	

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 22 nd Annual General Meeting of the Company on Tuesday, 27 June, 2023 at 11 AM at Registered office of the Company.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

# Bothra Metals & Alloys Ltd.

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Registered Address: Office No. 15, 3rd Floor, 5 Bothra House, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi, Mumbai - 400002, Maharashtra, Bharat

## Form No. MGT-II

Proxy Form

Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014

Name of the Member	
Registered Address	
Email ID	
Folio No/ Client ID	
DP ID	

I/ We being the member of ....., holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

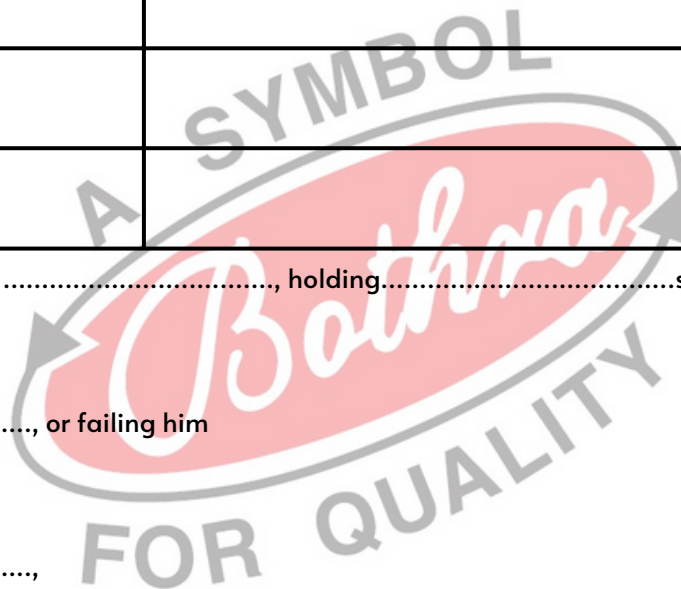
Signature: ....., or failing him

2. Name:

Address:

E-mail Id:

Signature: .....,



as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at ..... Annual General Meeting of members of the Company, to be held on 27 June, 2023 at the registered office of the Company at 11 AM, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:

- Adoption of financial statements
- Declaration of Dividend
- Appointment of Directors-Retire by Rotation
- Appointment of Auditor to fill casual vacancy
- Appointment of Statutory Auditor
- Appointment of Aditya Sukharam Saran as an Independent Director
- To approve Borrowing powers of the Company U/s 180(1)(c) of the Companies Act, 2013

Signed this ..... day of..... 2023

Signature of Shareholder

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.**



# Bothra Metals & Alloys Ltd.

A House of Metals

CIN: L27100MH2001PLCI33926

+91-22-49785309 | [info@bothrametals.com](mailto:info@bothrametals.com) | [www.bothrametals.com](http://www.bothrametals.com)

Registered Address: Office No. 15, 3rd Floor, 5 Bothra House, Assembly Lane, Dadi  
Seth Agyari Lane, Kalbadevi, Mumbai - 400002, Maharashtra, Bharat