

MWL/CS/NSE/2023-24/18

Date: 21<sup>st</sup> June, 2023

To,  
Listing Compliance Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex, Bandra,  
Mumbai-400 051, Maharashtra.

**Company Symbol: MWL (EQ), ISIN: INE0JYY01011**

**Subject: Submission of 27<sup>th</sup> Annual Report of the Company for the FY - 2022-23 and Notice of 27<sup>th</sup> AGM:**

Dear Sir/Madam,

Pursuant to Regulation 30 and Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the 27<sup>th</sup> Annual Report of the Company for the financial year 2022-23 together with Notice of 27<sup>th</sup> Annual General Meeting (AGM) to be held on Saturday, 15<sup>th</sup> July, 2023 at 02:00 P.M. IST through Video Conferencing/Other Audio Visual Means (VC/OAVM) in accordance with Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, Circular No.17/2020 dated 13<sup>th</sup> April, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated 05<sup>th</sup> May, 2020 and Circular No. 02/2022 dated 05<sup>th</sup> May, 2022 and Circular No. 10/2022 & 11/2022 dated 28<sup>th</sup> December, 2022 (hereinafter collectively referred to as "MCA Circulars"), permitted convening AGM of the Company is being held through VC/OAVM.

In compliance with applicable provisions of the Companies Act, 2013, the SEBI (LODR) Regulations, 2015, MCA Circulars and SEBI Circular dated 5<sup>th</sup> January, 2023, the 27<sup>th</sup> Annual Report of the Company for the financial year 2022-23 together with Notice of 27<sup>th</sup> AGM is being sent to all the members of the Company whose email addresses are registered with the Company or Depository Participant(s).

The 27<sup>th</sup> Annual Report and Notice of 27<sup>th</sup> AGM are also being made available on the website of the Company at [www.mangalamsaarloh.com](http://www.mangalamsaarloh.com).

Kindly take this information on your record.

Thanking You,

Yours Faithfully,

For, Mangalam Worldwide Limited

FAGESHKUMAR  
RAMESHBHAI  
SONI

Fageshkumar R. Soni  
Company Secretary & Compliance Officer  
Membership No. F8218



Encl: A/a.

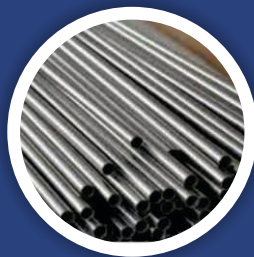
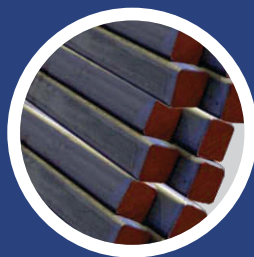
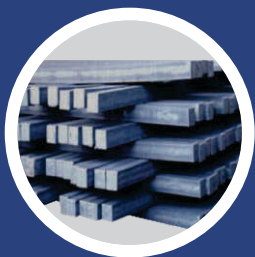
**Mangalam Worldwide Limited**

(Formerly known as Mangalam Worldwide Private Limited)  
(CIN: L27100GJ1995PLC028381)

Regd. Office: 102, Mangalam Corporate House, 42, Shrimali Society, Netaji Marg, Mithakhali, Navrangpura, Ahmedabad-380009, Gujarat (INDIA)  
Tel: +91 79 61615000 (10 Lines) Email: [info@groupmangalam.com](mailto:info@groupmangalam.com) Website: [www.mangalamsaarloh.com](http://www.mangalamsaarloh.com)



**A Journey towards perfection in Stainless Steel**



# MISSION

**To reach and sustain  
position of Leadership  
with Customer satisfaction  
People development  
Society care and  
Stakeholders confidence.**

# VISION

**We believe in consistent  
and dependable quality of  
products and services.  
We emphasise on safety,  
harmony, innovation and  
continuous improvement.**



The Group founded in 1942, has a strong legacy of innovation, growth and having a customer centric approach in all aspects of business. With its first office at Beawar, in Rajasthan province in the western part of India, today Group Mangalam boasts of global presence with offices and exports to multiple countries.

Under the adept leadership of Mr. Vipin Prakash Mangal, the group has become leading corporate citizen in various industry segments while following its core objectives and principles of inclusive growth for all. The growth strategy of Mangalam has been to be associated with businesses which support the fundamental needs of the people and also contribute towards the betterment & well being of the society. As a result, Group Mangalam companies are involved in the field of Agricultural Commodities and their derivatives, Stainless Steel Manufacturing, Environment Friendly Colours and also the Structured Business Sector.

With expertise in the above mentioned fields, Mangalam continues to build on its growth and value creation legacy for all its customers, vendors, stake holders and associates.

## **CARE**

**Through efforts towards creation of sustainable growth for the society as a whole.**

## **TRUST**

**We endeavor to build long term relationship with our clients, vendors and associates.**

## **INTEGRITY**

**Our team ensures that we follow our moral compass while generating value for our stake holders**

## **HONESTY**

**Mangalam team is committed to uphold the highest ethical standards and be fair in all its dealings.**

## **CONFIDENCE**

**By providing opportunities to each one to achieve their best through positive work culture.**



## CHAIRMAN'S MESSAGE TO STAKEHOLDERS



### **Chairman's Message to Stakeholders:**

It is my great pleasure to present this 27th Annual Report of Mangalam Worldwide Limited, an integrated end to end '**Scrap Melting**' to "**Flat/Round Bars**" and "**Seamless Pipes & Tubes**" **Manufacturing Company**.

The Financial year 22-23, has been remarkable for all of us to establish one more milestone in the growth story of the 'Company' as well as 'Group Mangalam'. In this year, we could add three features in our basket by acquisition of Agarwal Mittal Concast Private Limited and Vicor Stainless Private limited, and Steel division of H.M. Industrial Private Limited by demerger with our Company, through NCLT Process. Such acquisitions will empower the Company to enter new geographical territories. With this, we have launched two new product-lines which is 'Stainless Steel Seamless Pipes and Tubes' and 'Electric Resistance Welded (ERW) Pipes'. These products are marketed under the brand name '**Mangalam Tubicore**'. The response from the market is excellent.

Since recent past years, the world economy is facing various challenges such as initially spread of Covid-19 pandemic, lock down, disruption of supply chain, ongoing war in Ukraine, climate change conditions, higher inflation rate etc. The Indian economy GDP growth for FY 22-23 was 7.2% which is higher than the

projected GDP of 7%. The India is forecasted to be one of the fastest growing economies in FY 23-24 with robust growth in private consumption and private investment. Various Government initiatives to develop the infrastructures, which will benefit to Steel industry and will boost the growth rate of the Indian Economy.

During the year 22-23, the Company had an Initial Public Offer (IPO) with issue size of Rs. 65.58 Crores. With your valuable support and confidence in the Company and its management, the IPO was oversubscribed by 1.26 times and the Equity Shares of the Company were listed and actively traded on NSE Emerge from 11th July, 2022.

We are able to improve our performance in the financial year 22-23. The standalone revenue of the Company is Rs. 645.92 Crores, registering growth of 21.08% on YoY basis. Also, the Company has earned a Net Profit of Rs. 15.75 Crores which is 27.16 % higher than previous financial year. The Company constantly strive for product innovation to elevate customer experience and promote customer delight.

For sustainable returns to the Shareholders, the Board of Directors of the Company have recommended the final dividend of Re. 1/- (Rupee One Only) for the financial year 22-23.

With your continuous support, I am confident that we can build a bright future for our Company. Thank you for your ongoing investment in Mangalam Worldwide Limited and for joining us on this exciting journey towards the near future.

Before concluding, I would like to thank all the team members for their support and commitment towards the Company. I express my gratitude to all the customers, suppliers, associates and stakeholders for believing in the Company and supporting us in all the situation.

Thanking You,

With Best Regards,

**Vipin Prakash Mangal**  
**Chairman**

## OUR PROMOTERS



*(From Left to Right):* Mr. Chanakya Prakash Mangal, Managing Director; Mr. Vipin Prakash Mangal, Chairman;  
Mr. Chandragupt Prakash Mangal, Managing Director



A photograph of a complex industrial system featuring numerous large, dark-colored pipes. Some pipes are horizontal, while others are bent at 90-degree angles. The scene is dimly lit, with a strong blue color cast over the entire image, giving it a technical and modern feel. The pipes are set against a background of industrial structures and scaffolding.

# VALUES & VISION

**At Mangalam we follow a philosophy of inclusive growth and aim to achieve perfection in all avenues.**

With a humble beginning, Mangalam is determined to reach and sustain a position of leadership, it will be a force to reckon with, for setting trends, with the values & principles of the group.

## **Customer Satisfaction**

Through consistent & dependable, quality of products and services.

## **People Development**

With emphasis on safety, harmony with confidence, innovation and continuous improvement, Mangalam will provide a fair opportunity, to each one to beat their best, for growth through transparency, trust and honesty.

## **Society Care**

Through efforts, to conserve and improve environment.

## **Stake Holders Confidence**

Through adequate returns and growth of investment.

## **Associate Confidence**

Through sharing of knowledge and concern for mutual benefit.





**THE GROUP'S JOURNEY WILL CONTINUE.....**

<b>2023</b>	<ul style="list-style-type: none"><li>- MWL listed on NSE Emerge</li><li>- Started Manufacturing &amp; Marketing of Seamless Pipes &amp; Tubes with Brand Name Mangalam Tubicore</li><li>- Completed acquisition of VICOR and merged with MSPL</li><li>- Completed acquisition of HMIPL and Agro division merged with MGEL &amp; Steel division merged with MWL</li></ul>
<b>2022</b>	<ul style="list-style-type: none"><li>- Completed acquisition of AMCPL and merged with MWL</li><li>- Started Retail Marketing of Edible Oil i.e. Mustard and Soya Oil with Brand Name : LAGNAM</li></ul>
<b>2021</b>	<ul style="list-style-type: none"><li>- Started Soya and Mustard Oil production at Bundi, Rajasthan.</li><li>- Started Rice and Wheat Mill at Ahmedabad</li></ul>
<b>2020</b>	<ul style="list-style-type: none"><li>- A new Vertical Mangalam Dura for environment friendly colours started.</li><li>- Mangalam Global listed on NSE main board</li></ul>
<b>2019</b>	<ul style="list-style-type: none"><li>- A new vertical for Stainless Steel Manufacturing with Mangalam Saarloh brand.</li><li>- Mangalam Global listed on NSE Emerge</li></ul>
<b>2018</b>	Commencement of manufacturing of Castor Oil at Harij, Gujarat.
<b>2011</b>	A wholly owned subsidiary office started at Singapore
<b>2007</b>	Structured Business Division started at Ahmedabad
<b>1991</b>	Group started its first dyes & intermediates manufacturing plant at Ahmedabad, Gujarat
<b>1975</b>	One more branch office was opened in Jaipur due to growing business opportunities and flourishing demand
<b>1962</b>	A new branch office was opened in Ajmer, a major city of Rajasthan. It was headed by Shri Om Prakash Mangal
<b>1942</b>	The group business started by Late Shri Tejmal Ji Mangal at Beawar, Rajasthan (western part of India)

AT GROUP MANGALAM WE BELIEVE

in lifting others,  
we rise..



WELL BEING OF SOCIETY



EDUCATION

fulfilling  
our  
responsibilities

We at Group Mangalam measure our success not only in business terms but also by our contribution towards betterment of society as a whole to improve the quality of life and education for future generations. Working towards this goal, we engage in various health improvement initiatives and also in sponsoring deserving students to pursue their field of study.

# Mangalam Worldwide Snapshot

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Mangalam Worldwide Limited ("the Company" or "Mangalam Worldwide") was incorporated in 1995. Under the aegis of Mangalam Group, having business legacy of over 80 years, the Company has strategically leveraged opportunities in the steel sector by commencing manufacturing of stainless-steel products in Dec 2019. At present, the Company operates 3 state-of-the-art integrated facilities in Gujarat at Halol, Changodar and Kapadvanj those are engaged in the production of SS Billets, SS Flat Bars, SS Round Bars and Seamless Tubes, Pipes and ERW Pipes. Mangalam Worldwide is an ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and Quality Management System certified company.

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# Manufacturing Facilities

Our strategically located facilities are well-connected to the major national and state highways as well as railways, enabling us to procure efficiently and deliver on time. The facilities equipped with state-of-the-art equipment, not only help us to achieve process efficiency, but also help us to maintain our high standards of quality.



## 1. HALOL, GUJARAT FOR STEEL MELTING SHOP

**66,000 tonnes**

**MANUFACTURING CAPACITY PER ANNUM**

28,328 sq. mtrs. along with construction, including factory sheds and building, admeasuring about 9,225.26 sq. mtrs

### Products

**Stainless Steel (SS) Billets:**

- 200 Series
- 300 Series (including 304L and 316L)
- 400 Series
- Special chemical composition grades steel like 17/4 PH, Duplex and Super duplex Steel



## 2. CHANGODAR, GUJARAT FOR ROLLING MILL AND FINISHING MACHINES

**90,000 tonnes**

**ROLLING CAPACITY PER ANNUM**

3,821 sq. mtrs along with construction, including factory sheds and building, admeasuring about 3,494 sq. mtrs

### Products

**SS Flat Bars**

**SS Round Bars**



# Manufacturing Facilities



## 3. KAPADVANJI FOR PIPES & TUBES

### Products

#### Stainless Steel Seamless Pipes

- Size : 1.8' NB to 12" NB
- Thickness : Sch 5s, 10s, 40s, 80s, 160s XXs
- Equivalent to ASME, EN, DIN, JIS, NFA, NORSOK, GHOST

### Products

#### Stainless Steel Seamless Tubes, U Tubes,

- Size : 6mm to 60.3mm OD
- Thickness : 0.89mm to 4mm
- Equivalent to ASME, EN, DIN, JIS, NFA, NORSOK, GHOST

## Brief of Brands & Plants

*mangalam* *saarloh* is the Melting Shop to Cold Finish Bright Round Bar division of Mangalam Worldwide Limited, manufacturing high quality Stainless Steel under controlled and optimized chemistry in its state of an Art & Highly Efficient Electric induction furnaces & AOD converters to produce Billets, Ingots, Round Cornered Square Bars, Precipitation Hardening Steels, Hot Rolled Round Bars and Bright Bars. Beside meeting the in-house requirements for Pipes & Tubes, these products are supplied in market for use in various industries like Forging, Casting, Pumps and Utensils etc.

*mangalam* *tubicore* is the Seamless & Welded Pipes and Tubes division of Mangalam Worldwide Limited manufacturing facilities of the Company are technologically advanced with modern and state of an art Piercing, Pilgering, Automated Drawing, Bright/ Solution Annealing, Cutting, Pickling & Passivation, U Tube bending, Polishing and End Pipe Beveling facility for Seamless Pipes & Tubes, while welded pipes & tubes are manufactured on fully automatic line with online Bead Control & Eddy Current testing facility.

Our modern manufacturing plants with European Technology and powered by highly skilled and experienced team of Development, Production & Quality engineers who believe in being "A Step Ahead", which helps them to adopt quickly to market needs & requirements and offer a right solution to customers requirements in shortest possible times besides ensuring that our products meet the stringent specification of our global customers.

# Manufacturing Facilities



Melting Shop



CCM for Billets



Hot Rolling Mill



Bright Bar Facility



Hot Piercing Facility



Pilger Facility



SAF Solution



Straightening Facility



Pickling & Passivation



Quality Checking



Finished Product

MANPOWER  
**750+**  
STAINLESS STEEL  
CAPACITY  
**160,000+**  
**MT**



# Quality and Traceability

## Quality

At Mangalam Worldwide manufacturing processes are designed to ensure maximum quality within the production stages with particular focus on the heat treatment process.

Mangalam Worldwide holds required approvals as a manufacturer of stainless steel and can deliver its range of products in accordance with most international standards.

Mangalam Worldwide believes in Quality Guaranteed philosophy, thus there is stringent process in place to check and control quality at each stages like material inward, in-process and finished goods to ensure zero tolerance in quality of the product leaving our factory gates.



## Traceability

Traceability is important to us to ensure compliance, control quality and manage better customer relationship. Each product that leaves our factory is provided a Mill Test Certificate (MTC). This ensures that the product has full traceability right from raw material to finished products factories, ensuring Quality Controlled for each of our customer.

# Testing and Inspection

Each lot leaving our factory are tested as per the company policy or as per the testing requirements specified by the clients.

## Non-Destructive Testing

1	Eddy Current Test	To detect surface and sub-surface flaws.
2	Liquid Penetration Test	Carried out by DPT kit to detect surface flaws.
3	Visual & Dimensional Inspection	Check dimensional and imperfection conformity by Digital Vernier Caliper, Micrometer, Ultra-sonic Thickness Gauge, Measuring Tape of valid calibration.
4	Hydro Testing	To detect leak-tightness at calculated pressure at Hydro-Tester Bench equipped with Pressure Gauge of Valid Calibration
5	Pneumatic Test	Air under water test to check the leak-tightness of tubing
6	PMI	Eliminate risk & hazards, carried out for sorting by XRF Analyzer.
7	Ultrasonic Test	With water immersion rota type Ultrasonic machine.

## Destructive Testing

1	Tensile Testing	60 M.T. Universal Testing Machine integrated with software to check Tensile strength, Yield strength (including 0.2%, 1.0% Proof Test), Percentage of Elongation.
2	Chemical Testing-Product analysis	Full chemical composition is analyzed including Nitrogen with high-precision Optical Emission Spectrometer.
3	Rockwell Hardness Testing	Performed in HRC/HRB Scale at Rockwell Hardness Machine and pre-calibrated with Master Block
4	Flattening/Reverse Flattening Test	Measure the compression strength of the tube.
5	Flaring/Flange Test	Check the forming behavior of tubes or pipes which is expanded to a specific degree.
6	Micro/Macro Examination	Micro- Structure is analyzed for Grain-Size, Phase-balance, phase precipitation, morphology, inclusions , defects etc. at various magnification (20X,50X,100X,400X,1000X) by advanced micro-scope integrated with Image Analyzer Software
7	Inter Granular Corrosion Test-IGC Practice A, E & C	Carried out with well-equipped kit to detect susceptibility to inter-granular attack for various Austenitic, Ferritic and Duplex Stainless Steel.



# Extensive Stainless Steel: Application

Mangalam products portfolio of Stainless Steel Billets, Ingots, RCS Bars, Black & Bright Round Bars, Pipes and Tubes meet the needs of countless industries and applications. Few of them are mentioned below.

Oil & Gas



Petrochemicals



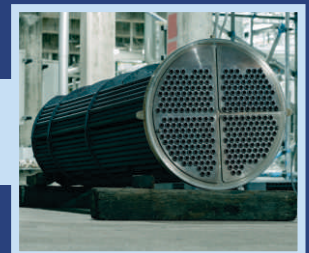
Dairy Processing Equipment



Power Generation



Heat Exchangers



Chemicals



Transportation  
(Aerospace, Automobiles, Railways)



Pharmaceuticals &  
Medical Equipment



Defense Aerospace



## Our Esteemed Cliental



**Hindustan Inox Ltd.**

Stainless Steel Bright Bars • Wires • Pipes • Tubes • Wire Rods

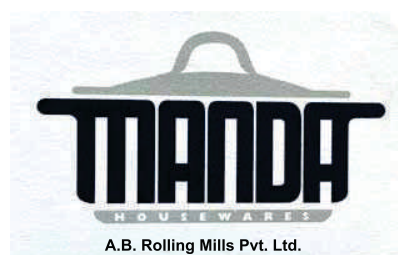


**SURAJ LIMITED**

*Progress is Life*



**DIVINE**  
TUBES PVT. LTD.



**TUBACEX  
INDIA**

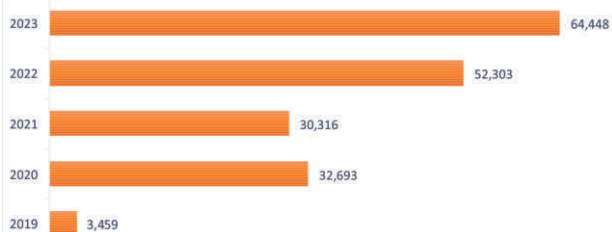
**TUBACEX  
GROUP**



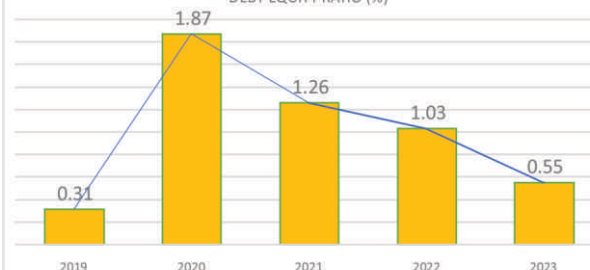
An ISO 9001:2015  
Certified Company

# Financial Snapshot (Standalone)

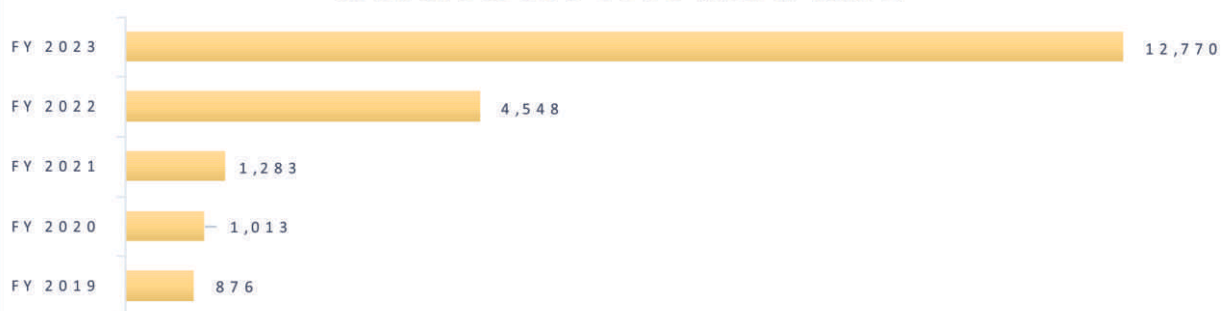
REVENUE FROM OPERATIONS (INR in Lakhs)



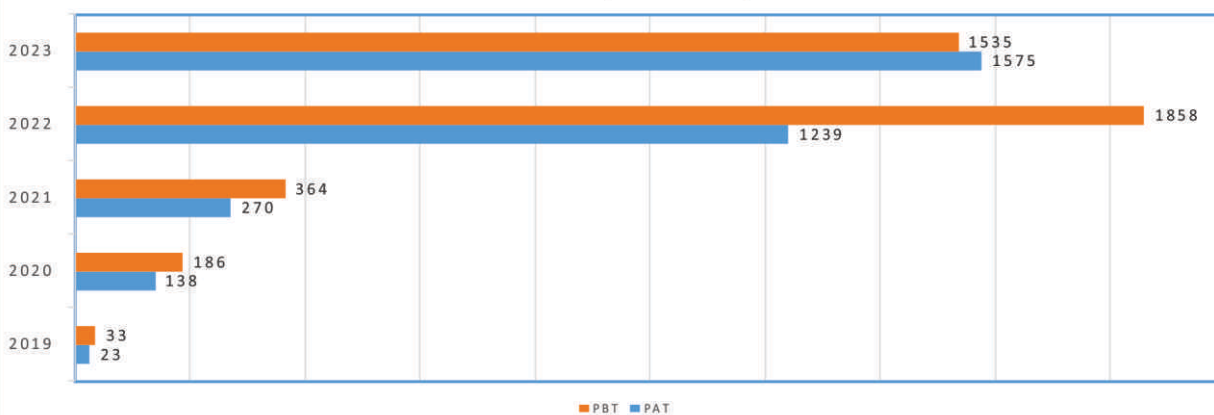
DEBT-EQUITY RATIO (%)



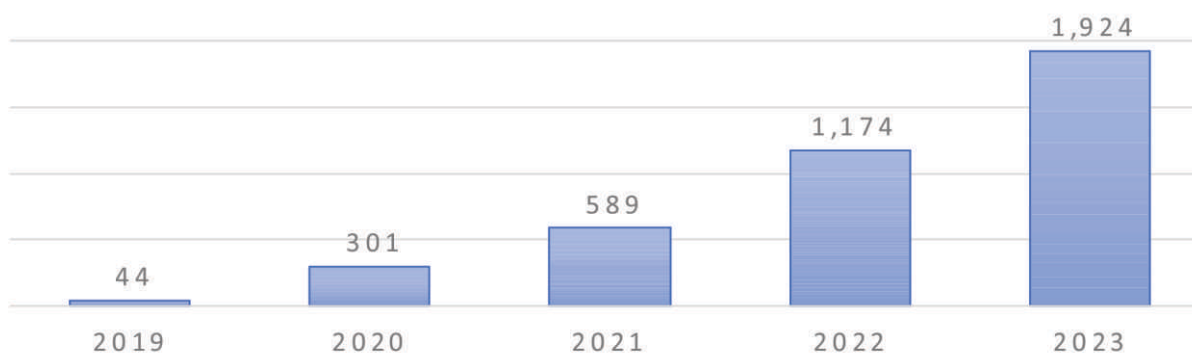
SHAREHOLDER'S FUND (INR in Lakhs)



PBT & PAT (INR in Lakhs)



EBITDA (INR in Lakhs)



# Certification and Packaging



# Packaging for Security & Protection

Packaging at our facility is done carefully to withstand the rigours of surface & water transport.

Packing in bundle - covered with HDPE/LDPE with two lifting slings for each bundle.

Packing in wooden boxes – with two lifting slings for each box.

Every bundle/box is marked with product name, heat number, grade, size, net weight and gross weight.

- Customised packaging is available on request.



# Corporate Information

## Mangalam Worldwide Limited

(Formerly Known as Mangalam Worldwide Private Limited)

CIN : L27100GJ1995PLC028381

### BOARD OF DIRECTORS

NAME	DESIGNATION	DIN
Mr. Vipin Prakash Mangal	Chairman	02825511
Mr. Chanakya Prakash Mangal	Managing Director	06714256
Mr. Chandragupt Prakash Mangal	Managing Director	07408422
Mr. Mohit Kailash Agrawal	Whole-Time Director & CFO (w.e.f 6th August, 2022)	09696637
Mr. Anilkumar Shyamlal Agrawal	Non-Executive & Independent Director	00528512
Mrs. Pritu Gupta	Non-Executive & Independent Director	07983510
Mrs. Sarika Sachin Modi	Non-Executive & Independent Director (w.e.f. 4th August, 2022) (Non-Executive Director Upto 4th August, 2022)	08320453

### REGISTERED OFFICE

102, Mangalam Corporate House, 42, Shrimali, Society,  
Netaji Marg, Mithakhali, Navrangpura,  
Ahmedabad- 380 009, Gujarat, India.  
Email: cs.mwpl@groupmangalam.com  
Website: www.mangalamsaarloh.com  
Phone: +91 79 – 6161 5000

### PLANT – STEEL MELTING SHOP

#### Unit I (Halol)

Address: - Plot No. 2348 Bearing Survey No. 219 Paiki,  
Chandrapura Taluka, Halol, Dist: Panchmahal Gujarat.

### PLANT – ROLLING MILL AND FINISHING MACHINES

#### Unit II (Changodar)

Address: - Sub Plot No. 3, “Panchratna Industrial Estate”  
Survey/ Block No. 375/P, Changodar, Tal: Sanand,  
Dist: Ahmedabad, Gujarat.

### PLANT – PIPES AND TUBES

#### Unit III (Kapadvanj)

Address: - South Side Amalgamated Survey No. 1025/3,  
Modasa Road, Kapadvanj - 387620 Gujarat.

# Corporate Information

## Mangalam Worldwide Limited

(Formerly Known as Mangalam Worldwide Private Limited)

CIN : L27100GJ1995PLC028381

### STATUTORY AUDITORS

**M/s. Keyur Shah & Co.,**  
Chartered Accountants  
303, Shitiratna, B/S. Radisson Blu Hotel,  
Nr. Panchvati Circle, Ambawadi,  
Ahmedabad- 380 006, Gujarat, India.  
Email: keyur@keyurshahca.com

### SECRETARIAL AUDITOR

**M/s. Sparsh Gupta & Co.,**  
Company Secretaries  
703, Mauryansh Elanza, Nr. Parekh's Hospital,  
Shyamal Cross Roads, Satellite,  
Ahmedabad-380 015, Gujarat, India.  
Email: sparshmgupta@gmail.com

### COST AUDITOR

**M/s. A. G. Tulsian & Co.,**  
Cost Accountants  
308-309, Sahajanand Palace,  
Opp. Rahul Tower, Prahaladnagar,  
Ahmedabad - 380 015, Gujarat, India.  
Email:pgtulsian@gmail.com

### CHIEF FINANCIAL OFFICER

Mohit Kailash Agrawal  
(Whole Time Director & CFO)

### AUDIT COMMITTEE

NAME OF MEMBERS	DESIGNATION
Mr. Anilkumar Shyamlal Agrawal	Chairman
Mrs. Pritu Gupta	Member
Mr. Chandragupt Prakash Mangal	Member

### NOMINATION & REMUNERATION COMMITTEE

NAME OF MEMBERS	DESIGNATION
Mr. Anilkumar Shyamlal Agrawal	Chairman
Mrs. Pritu Gupta	Member
Mrs. Sarika Sachin Modi	Member

### BANKERS TO THE COMPANY

**STATE BANK OF INDIA**  
**SME Law Garden Branch,**  
Zodiac Avenue, Opp. Commissioner's Bungalow,  
Nr. Law Garden, Ahmedabad.  
**CANARA BANK**  
**SPCLD Mid Corporate Branch,**  
Ahmedabad, Gujarat.

### REGISTRAR AND TRANSFER AGENT

**LINK INTIME INDIA PRIVATE LIMITED**  
**Sebi Registration Number: INR000004058**  
**Registered Office Address:**  
C-101, 247 Park, LBS Marg, Vikhroli (West),  
Mumbai – 400083, Maharashtra, India.  
Tel No.: +91 22 -4918 6200  
Fax No.: +91 22 -4918 6195  
Website: www.Linkintime.Co.In  
**Branch/Correspondence Address:**  
506 To 508, Amarnath Business Centre-1 (ABC-1),  
Beside Gala Business Centre,  
Nr. St. Xavier's College Corner,  
Off Chimanlal Girdharlal Road,  
Ellisbridge, Ahmedabad - 380 006.  
Email: ahmedabad@linkintime.co.in  
Tel No.: +91 79 26465179 /86 / 87  
Fax No.: +91 79 26465179

### COMPANY SECRETARY & COMPLIANCE OFFICER

Fageshkumar R. Soni

### MANAGEMENT COMMITTEE

NAME OF MEMBERS	DESIGNATION
Mr. Chandragupt Prakash Mangal	Chairman
Mr. Vipin Prakash Mangal	Member
Mr. Chanakya Prakash Mangal	Member

### STAKEHOLDERS RELATIONSHIP COMMITTEE

NAME OF MEMBERS	DESIGNATION
Mrs. Sarika Sachin Modi	Chairman
Mr. Anilkumar Shyamlal Agrawal	Member
Mr. Chanakya Prakash Mangal	Member

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## NOTICE OF 27TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 27th Annual General Meeting (AGM) of the Members of MANGALAM WORLDWIDE LIMITED (Formerly known as Mangalam Worldwide Private Limited) having its registered office situated at 102, Mangalam Corporate House, 42, Shrimali Society, Netaji Marg, Mithakhali, Navrangpura, Ahmedabad – 380 009, Gujarat (deemed venue for the meeting), will be held on Saturday, 15th July, 2023 at 2:00 P.M. IST through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) organized by the Company to transact the following businesses:

### ORDINARY BUSINESS:

- 1) To receive, consider and adopt:
  - a. the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023, together with the Report of the Auditors thereon.
- (2) To declare final dividend of Re. 1/- (One Rupee only) per equity share of Rs. 10/- each for the financial year ended on 31st March, 2023.
- (3) To appoint a Director in place of Mr. Chandragupt Prakash Mangal (DIN: 07408422), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

### SPECIAL BUSINESS:

- (4) **To ratify/approve the remuneration payable to M/s. A. G. Tulsian & Co., Cost Accountants (Firm Registration Number:- 100629), Cost Auditor of the Company for the Financial Year ending on 31st March, 2024:**

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and any other applicable provision(s), if any, of the Companies Act, 2013, read with the Rule 14 of Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force), the consent of the members be and is hereby accorded for payment of remuneration of Rs. 25,000/- (Rupees Twenty Five Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses to M/s. A.G. Tulsian & Co., Cost Accountants (Firm Registration Number: 100629), Ahmedabad who were appointed by the Board of Director as Cost Auditor for conducting the audit of cost records of the Company for the financial year ending on 31st March, 2024.”

- (5) **To amend/alter Articles of Association of the Company:**

To consider and if thought fit, to pass, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and rules thereof, the Articles of Association of the Company be and are hereby altered in following manner:

- (i) Article No. 2(f) of the Articles of Association relating to definition of “Seal” be and is hereby deleted.
- (ii) Article No. 6(b) of the Articles of Association be and is hereby altered by deleting and substituting the same with the new clause of such Article as under:
  - 6b) *A certificate specifying any shares held by any member shall be prima facie evidence of the title of the member to such shares.*
- (iii) Article No. 22(l) of the Articles of Association be and is hereby altered by deleting and substituting the same with the new clause of such Article as under:
  22. l) *The certificate of title to shares shall be issued and be signed by such Directors or officers or other authorized persons as may be prescribed by the rules made under the Act from time to time and subject thereto shall be signed in such manner and by such persons as the Directors may determine from time to time.*
- (iv) Article No. 23(l) of the Articles of Association be and is hereby altered by deleting and substituting the same with the new clause of such Article as under:
  23. l) *Every member(s) shall be entitled without payment to one Certificate for all the shares of each class or denomination registered in his name, or if the Directors so approve (upon paying such fee as the Directors may from time to time determine) to several Certificates, each for one or more*

*of such shares and the Company shall complete such Certificate within the time provided by Section 56 of the Act. Every Certificate of shares shall specify the number and distinctive numbers of the shares in respect of which it is issued and the amount paid up there on and shall be in such form as the Directors shall prescribe or provided that in respect of a share or shares held jointly by several persons the Company shall not be bound to issue more than one certificate and delivery of a Certificate for a share to one of several joint holders shall be sufficient to all such holders.*

- (v) Article No. 164 of the Articles of Association relating to “Seal” alongwith its heading be and is hereby deleted.
- (vi) Article No. 192 of the Articles of Association be and is hereby altered by deleting and substituting the same with the new clause of such Article as under:
  - 192. *Save as otherwise expressly provided in the Act, a document or proceeding requiring authentication by the Company may be signed by a Director, the Managing Director, the manager, the Company Secretary or other authorised Officer of the Company.*

**Date : 15th June, 2023**  
**Place : Ahmedabad**

BY ORDER OF THE BOARD  
**FOR, MANGALAM WORLDWIDE LIMITED**

**Registered Office:**  
102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg,  
Mithakhali, Navrangpura,  
Ahmedabad - 380 009, Gujarat, India.

**VIPIN PRAKASH MANGAL**  
CHAIRMAN  
DIN: 02825511

## NOTES:

1. In view of Circular No. 14/2020 dated 08th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated 05th May, 2020 and Circular No. 02/2022 dated 05th May, 2022 and Circular No. 10/2022 & 11/2022 dated 28th December, 2022 ("MCA Circulars") and all other relevant circulars issued from time to time, physical attendance of the Members at the Annual General Meeting "AGM" venue is not required and AGM will be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. Information regarding appointment/re-appointment of Director and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed hereto.
3. Pursuant to the MCA Circulars read with SEBI Circular dated 5th January, 2023 ("SEBI Circular"), the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence, the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Institutional/Corporate Shareholders are required to send a scanned copy (PDF/JPG format) of its Board or governing body resolution/authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said resolution/ authorization shall be sent to the Company Secretary by email to cs.mwpl@groupmangalam.com with a copy marked to enotices@linkintime.co.in and scrutinizer at sparshmaheshgupta@gmail.com, at least 48 hours before the commencement of AGM. No Route map has been sent along with this Notice of the Meeting as the meeting is held through VC/OAVM.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. In terms of applicable provisions, the facility of participation at the AGM through VC/OAVM is available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The Explanatory Statement pursuant to the Section 102 of the Companies Act, 2013 relating special business in respect of Item No. 4 to 5 of the Notice to be transacted at the AGM is annexed hereto.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), MCA Circulars and SEBI Circular, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has made necessary arrangement with Link Intime India Private Limited for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the day of AGM will be provided by LinkIntime India Private Limited.
8. In line with the MCA Circulars and SEBI Circular, the Notice for calling the AGM has been uploaded on the website of the Company at [www.mangalamsaarloh.com](http://www.mangalamsaarloh.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and the AGM Notice is also available on the website of LinkIntime India Private Limited (agency for providing the Remote-Voting facility) i.e. [www.instavote.linkintime.co.in](http://www.instavote.linkintime.co.in).
9. AGM is to be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars and SEBI Circular.
10. There being no physical shareholders in the Company, the Register of members and share transfer books of the Company is not required to be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. 8th July, 2023, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
11. In accordance with, the MCA Circulars and SEBI Circular, copy of the financial statements and Report of Board of Directors, Auditor's report or other documents required to be attached there with and the Notice of AGM are



being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

12. Members holding shares in dematerialised mode are requested to register / update their e-mail addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).
13. The Company has appointed M/s. Sparsh Gupta & Co., Practising Company Secretaries to act as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
14. The members who have cast their vote by remote e-voting prior to AGM may also attend the AGM but shall not be entitled to cast their vote again.

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

1. The remote e-voting period begins on Wednesday, 12th July, 2023 at 9:00 A.M. and ends on Friday, 14th July, 2023 at 5:00 P.M.
2. The remote e-voting module shall be disabled for voting there after. The Members, whose names appear in the Register of Members / Beneficial Owners as on Cut-Off Date i.e. 8th July, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-Off Date, being 8th July, 2023.

**Remote e-Voting Instructions for shareholders:**

As per the SEBI circular dated 9th December, 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.

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

- 1. Individual Shareholders holding securities in demat mode with NSDL**
  1. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsdl.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 '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.
  2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
  3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site where you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
- 2. Individual Shareholders holding securities in demat mode with CDSL**
  1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on NewSystemMyeasi.
  2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
  3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
  4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

### 3. Individual Shareholders (holding securities in demat mode) login through their depository participants:

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

#### 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:

1. Open the internet browser and launch the URL: **<https://instavote.linkintime.co.in>**
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -
  - A. **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.
  - B. **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.
  - C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
  - D. **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 minimum 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).

3. Click on 'Login' under 'SHARE HOLDER' tab.

4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

#### Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
2. E-voting page will appear.
3. Refer 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).
4. 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 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 attested specimen signature of the duly authorised 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	Help Desk
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	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 toll free no.: 1800 1020 990 and 1800 22 44 30.
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	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 022- 23058738 or 22- 23058542-43.

**Individual Shareholders holding securities in Physical mode has 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>

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

In case shareholders is having valid email address, 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 minimum 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 has forgotten the password:**

Shareholders who are unable to retrieve 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”.

**Process and manner for attending the Annual General Meeting through InstaMeet:**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
  - Select the “Company” and ‘Event Date’ and register with your following details: -
    - A. **Demat Account No. or Folio No.:** Enter your 16 digit Demat Account No. or Folio No
      - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
      - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character **DP ID followed by 8 Digit Client ID**
      - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
    - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
    - C. **Mobile No.:** Enter your mobile number.
    - D. **Email ID:** Enter your email id, as recorded with your DP/Company.
  - Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

#### **Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number/folio number, email id, mobile number atleast 7 days in advance with the company at [cs.mwpl@groupmangalam.com](mailto:cs.mwpl@groupmangalam.com).
  2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
  3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
  4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
  5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

#### **Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for Insta MEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:** Shareholders/ Members, who will be present in the Annual General Meeting through Insta Meet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through Insta Meet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

#### **INFORMATION ON DIVIDEND:**

- i. Subject to approval of the Members at the AGM, the dividend will be paid within 30 days from the conclusion of the AGM, to the Members whose names appear on the Company's Register of Members as on the Record Date i.e. Friday, 30th June, 2023, and in respect of the shares held in dematerialized mode, to the Members whose names are furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as beneficial owners as on that date.
- ii. Payment of dividend shall be made through electronic mode to the Shareholders who have updated their bank account details. In case the payment of dividend may not be made through electronic mode due to various reason, Dividend warrants / demand drafts will be dispatched to the registered address of the shareholders who have not updated their bank account details.
- iii. Shareholders are requested to register/ update their complete bank details with their Depository Participant(s)



with whom they maintain their demat accounts if shares are held in dematerialized mode by submitting the requisite documents.

- iv. Pursuant to the Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020/Income Tax Act, 1961 and the amendments thereof. The shareholders are requested to update their PAN with the DP (if shares held in electronic form) and Company/ RTA (if shares held in physical form).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by e-mail to **cs.mwpl@groupmangalam.com**. by 30th June, 2023. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF/ JPG Format) by e-mail to **cs.mwpl@groupmangalam.com**. The aforesaid declarations and documents need to be submitted by the shareholders by Friday, 30th June, 2023.

- v. The Company has fixed Friday, 30th June, 2023 as the 'Record Date' for determining entitlement of members to receive dividend for the FY 2022-23, if approved at the AGM.

Those members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Record Date shall be entitled for the dividend which will be paid on or before 14th October, 2023, subject to applicable TDS.

- vi. Members are requested to note that, dividends if not encashed for a consecutive period of seven (7) years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). The shares in respect of which dividends are not encashed for the consecutive period of seven (7) years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.
- vii. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

## EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act 2013 and Secretarial Standard 2 on General Meetings)

### ITEM NO: 4:

The Board of Directors of the Company, in its meeting held on 18th April, 2023, on the recommendation of the Audit Committee, approved the appointment of M/s. A.G. Tulsian & Co., Cost Accountants (Firm Registration Number 100629), as Cost Auditor to conduct audit of the Cost records of the Company for the Financial Year ending on 31st March, 2024 at a remuneration of Rs. 25,000/- (Rupees Twenty-Five Thousand Only) excluding all applicable taxes and reimbursement of out of pocket expenses.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (as amended or re-enacted from time to time) the remuneration as mentioned above, payable to the Cost Auditor, is required to be ratified/approved by the Members of the Company.

The Board recommends the resolution set out under Item No. 4 for the approval of the Members by way of passing an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives, are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

### ITEM NO: 5:

Pursuant to amended provisions of the Companies Act, 2013 vide Companies (Amendment) Act, 2015, the use of Common Seal on various documents including share certificates have been made mandatory only if company had a Common Seal. The Board of Directors of the Company at its meeting held on 15th June, 2023, with a view to execute various urgent documents without undue delay and subject to amendment in the Articles of Association, decided to not to have a common seal for the Company and alter the relevant Articles of Association of the Company.

Pursuant to Section 14 of the Companies Act, 2013, the said alteration can be effected only with the approval of Shareholders by passing a special resolution. Hence, the Board of Directors of the Company recommends the resolution set forth in Item No. 5 for the approval of the members.

A Copy of existing Articles of Association of the Company is available for inspection by a member of the Company between 11:00 AM and 1:00 PM on any working day at the Registered Office of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the Special resolution set out at Item except as members.

**Date : 15th June, 2023**

**Place : Ahmedabad**

BY ORDER OF THE BOARD  
**FOR, MANGALAM WORLDWIDE LIMITED**

### Registered Office:

102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg,  
Mithakhali, Navrangpura,  
Ahmedabad - 380 009, Gujarat, India.

**VIPIN PRAKASH MANGAL**  
CHAIRMAN  
DIN: 02825511

**INFORMATION AS REQUIRED UNDER REGULATION 36(3) SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SS-2 SECRETARIAL STANDARD ON GENERAL MEETINGS IN RESPECT OF DIRECTORS BEING REAPPOINTED / APPOINTED/CHANGE IN DESIGNATION:**

<b>Name of Director</b>	<b>Mr. Chandragupt Prakash Mangal (DIN:07408422)</b>
Date of birth/Age	08th December, 1997 25 Years
Date of initial appointment	18th January, 2016
Date of appointment (at current term)	Not Applicable
Educational qualification	He holds degree in Supply Chain Management from Kelley School of Business, Indiana University and also holds level II badge in CFA from CFA Institute
Expertise in specific functional are as-job profile and suitability	He is having more than 7 years of experience in operations, finance, marketing and administration. He is involved in the day-to-day operations and looks after the finance and overall administration and management of the Company
Terms and conditions of appointment or re-appointment	Liable to Retire by Rotation
Remuneration sought to be paid and the remuneration as drawn	-
Directorship held in other Companies (excluding foreign companies, Section 8 companies and Struck off companies and our Company)	1. Mangalam Global Enterprise Limited 2. Mangalam Saarloh Private Limited (Formerly known as Mangalam Acumen Private Limited) 3. Mangalam Logistics Private Limited 4. Mangalam Dura Jet Technologies Private Limited
Name of Listed Companies in which the Director has resigned in the past three years	None
Memberships/Chairmanships of committees of other public companies (including listed company)	<b>Member of Audit Committee</b> 1. Mangalam Global Enterprise Limited 2. Mangalam Worldwide Limited <b>Member of Corporate Social Responsibility Committee</b> 1. Mangalam Global Enterprise Limited <b>Chairman of Management Committee</b> 1. Mangalam Global Enterprise Limited 2. Mangalam Worldwide Limited
Shareholding in the Company (as on the date of notice of AGM)	42,26,574 Equity Shares
Inter-se relationship with other directors	He is son of Mr. Vipin Prakash Mangal (Promoter & Chairman) and brother of Mr. Chanakya Prakash Mangal (Promoter & Managing Director)
No. of meetings of the board attended during the year ended on 31st March, 2023	17/22

**Date : 15th June, 2023**  
**Place : Ahmedabad**

BY ORDER OF THE BOARD  
**FOR, MANGALAM WORLDWIDE LIMITED**

**Registered Office:**  
102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg,  
Mithakhali, Navrangpura,  
Ahmedabad - 380 009, Gujarat, India.

**VIPIN PRAKASH MANGAL**  
CHAIRMAN  
DIN: 02825511

## DIRECTORS' REPORT

To,  
The Members,  
**Mangalam Worldwide Limited**  
(Formerly Known as Mangalam Worldwide Private Limited)  
Ahmedabad.

The Board of Directors is pleased to present its 27th Annual Report on the Business and Operations of your Company ("the Company") and the Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31st March, 2023.

### FINANCIAL HIGHLIGHTS:

The summarized Financial Performance/highlights of the Company for the year ended on 31st March, 2023 is as under:

(Rs. in Lakhs)

PARTICULARS	STANDALONE - FINANCIAL STATEMENTS-YEAR ENDED		CONSOLIDATED - FINANCIAL STATEMENTS-YEAR ENDED	
	31st March, 2023	31st March, 2022	31st March, 2023	31st March, 2022
Revenue From Operations	64,448.48	52,302.96	64,448.48	52,302.96
Other Income	143.32	29.32	145.32	29.32
<b>Total Revenue</b>	<b>64,591.80</b>	<b>52,332.28</b>	<b>64,593.80</b>	<b>52,332.28</b>
<b>Earnings Before Interest, Depreciation and Amortization Expense and Taxes</b>	<b>1,923.81</b>	<b>1,174.44</b>	<b>1988.26</b>	<b>1,175.69</b>
Less:- A) Finance Cost	275.93	218.23	275.93	218.26
Less:- B) Depreciation and Amortization Expense	465.22	114.26	521.53	114.26
<b>Profit / (Loss) before Extra Ordinary Items and tax</b>	<b>1,182.66</b>	<b>841.95</b>	<b>1,190.80</b>	<b>843.17</b>
Add/(Less): Extra Ordinary Item	352.02	1,015.67	352.10	1,015.67
<b>Profit/(Loss) after Extra Ordinary Items and before tax</b>	<b>1,534.68</b>	<b>1,857.62</b>	<b>1,542.90</b>	<b>1,858.84</b>
Tax Expense:				
A) Current Income Tax	1.95	-	1.95	(0.30)
B) Deferred Tax (Assets)/Liabilities	(42.30)	619.05	(123.30)	619.36
<b>Profit / (Loss) After Tax</b>	<b>1,575.03</b>	<b>1,238.58</b>	<b>1,664.25</b>	<b>1,239.19</b>

Previous year figures have been regrouped / re-arranged wherever necessary.

### STATE OF COMPANY'S AFFAIRS AND OPERATIONS:

Your Company is engaged into the business of manufacturing of Stainless Steel (SS) Billets and Ingots, rolling of SS Flat & Round Bars, Seamless Pipes & Tubes, U – Bend Tubes and ERW Pipes with its fully integrated infrastructure consisting of steel melting shops, rolling mills and finishing machines at its plants located at Halol, Changodar and Kapadvanj, Gujarat; and also trading steel scrap and ferro alloys.

The Company manufactures wide range of stainless steel of 200 series, 300 series (including series 304 and series 316), 400 series - grades in Austenitic, Ferritic, Martensitic and special chemical composition grades steel like 17/4 PH, Duplex and Super Duplex Steel. The Company is Quality Management System certified company and holds ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and 2014/68/EU Certificates.

The Company's stainless steel products are marketed / traded under the brand name and '**Mangalam Saarloh**' and '**Mangalam Tubicore**'.

### Standalone Operating Results:-

During the year under review, the Revenue of your Company has increased from Rs. 53,347.96 Lakhs in the previous year to Rs. 64,591.80 Lakhs registering a growth of 21.08%.

Your Company has earned a Profit After Tax (PAT) of Rs. 1575.03 Lakhs in the year 2022-23 as against PAT of Rs. 1238.58 Lakhs in the previous financial year which achieved 27.16 % growth in the year 2022-23.



### **Consolidated Operating Results:-**

During the year under review, the consolidated Revenue of your Company is Rs. 64,593.80 Lakhs as compared to Rs. 53347.96 Lakhs in the previous financial year with growth of 21.08 % in the year 2022-23.

Your Company has earned Profit After Tax (PAT) of Rs. 1664.25 Lakhs in the year 2022-23 as compared to PAT of Rs. 1239.20 Lakhs in the previous financial year with growth of 34.30% growth in the year under review.

The Board of Directors is satisfied with the Financial Performance of your Company and assures that all necessary actions will be initiated for increasing the income and profitability of the Company in the years to come.

### **Segment reporting:**

Your Company is operating into a single segment of manufacturing of Stainless Steel (SS) Billets and ingots, rolling of SS Flat and Round Bars, Seamless Pipes & Tubes, U – Bend Tubes and ERW Pipes with its fully integrated infrastructure.

### **COMPANY BACKGROUND:**

Mangalam Worldwide Limited (CIN: L27100GJ1995PLC028381) was originally incorporated in the name as "Temchem Exports Private Limited" under the Companies Act, 1956 on 11th December, 1995. Further, the name of the Company was changed to "Hindprakash Exim Private Limited" and a Fresh Certificate of Incorporation consequent upon change of name was issued on 30th April, 2007 by the Registrar of Companies, Ahmedabad. The name of the Company was further changed to "Mangalam Worldwide Private Limited" and a Fresh Certificate of Incorporation consequent upon change of name was issued on 13th October, 2014 by the Registrar of Companies, Ahmedabad. The Company was then converted into a Public Company and the name of the Company was changed to "Mangalam Worldwide Limited" and a Fresh Certificate of Incorporation consequent upon conversion and change of name of Company from Private Limited to Public Limited was issued by the Registrar of Companies, Ahmedabad on 16th March, 2022.

### **INITIAL PUBLIC OFFER (IPO) AND LISTING @ NSE EMERGE:**

During the year 2022-23, the Company made an Initial Public Offer (IPO) for 64,93,200 Equity shares of Rs. 10/- each at an issue price of Rs. 101/- having an issue size of Rs. 6558.13 Lakhs. With your valuable support and confidence in the Company and its management, the IPO was oversubscribed 1.26 times and the Equity shares of the Company were successfully listed on NSE Emerge on 11th July, 2022.

### **DIVIDEND:**

The Board of Directors of the Company, in its Meeting held on 18th April, 2023 recommended a dividend of Rs. 0.10/- (Rupees Ten Paise Only) per Equity Shares of Rs. 10/- each. Thereafter, keeping in mind the profitability of the Company, the Board of Directors at its meeting held on 15th June, 2023, considered to increase dividend to Re. 1/- (Rupee One only) (10%) per Equity share of Rs. 10/- each, recommended earlier, for the financial year ended on 31st March, 2023 (previous year Rs. 1/- per Equity Share), subject to approval of Members in the ensuing Annual General Meeting. The revised dividend payable to the shareholders would amounting to Rs. 2,45,00,674/- (Gross of TDS).

In view of the changes made under the Income-tax Act, 1961, by the Finance Act, 2020, dividends paid or distributed by the Company shall be taxable in the hands of the Shareholders. The dividend, if declared, shall be subject to deduction of income tax at source. Your Company shall, accordingly, make the payment of the Final Dividend after deduction of tax at source.

### **TRANSFER TO RESERVES:**

During the year, the Board of your Company has not appropriated any amount to the reserves. The profit earned during the year has been carried to the balance sheet of the Company.

### **CHANGE IN NATURE OF BUSINESS:**

During the year, there was no change in business or object of the Company and it continues to be in the same line of business as per main objects of the Company.

### **CHANGE IN CAPITAL STRUCTURE:**

During the year under review, the following changes have been taken place in the Authorised and Paid-up Share Capital of your Company:

- **Authorised Share Capital:**

During the year 2022-23, on account of amalgamation of Agarwal Mittal Concast Private Limited ('AMCPL') as part of the Resolution Plan, the Authorised Share Capital of the Company, pursuant to approval of Resolution Plan submitted along with Scheme of Amalgamation, vide order of Hon'ble NCLT, Ahmedabad, the Authorised Share Capital of the Company increased to Rs. 44,52,80,000 (Rupees Forty Four Crore Fifty Two Lakhs Eighty Thousand Only) consisting of 3,97,50,000 (Three Crore Ninety Seven Lakhs Fifty Thousand) Equity Shares of Rs. 10/- (Rupees

Ten Only) each, 47,50,000 (Forty Seven Lakhs Fifty Thousand) 0.1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- each and 28,000 (Twenty Eight Thousand) Redeemable Preference Shares of Rs. 10/- (Rupees Ten Only) each.

- Issued, Subscribed & Paid-up Share Capital and Allotments:**

During the financial year 2022-23, the Company came up with the Initial Public Offer (IPO) and allotted 64,93,200 Equity Shares for cash at an issue price of Rs. 101/- per equity share (including a premium of Rs. 91/- per equity share), aggregating to Rs. 6558.13 Lakhs on 7th July, 2022. The entire issue proceeds have been utilized as stated in the Offer Document, in the financial year 2022-23.

The objects of issue / IPO and utilization of fund are as under: (Rs. in Lakhs)

Sr. No.	Objects	Allocation	Fund Utilization
1.	Working Capital Requirement	5200.00	5200.00
2.	General Corporate Purpose	1300.00	1300.00
3.	Public Issue Expenses	58.13	58.13
	<b>Total</b>	<b>6,558.13</b>	<b>6,558.13</b>

There was no deviation/variation in the utilization of the funds raised through the IPO.

Further, during the year 2022-23, there was no reduction of share capital or buy back of shares or changes in capital structure resulting from restructuring. Also, the Company has not issued equity shares with differential rights as to dividend, voting or otherwise or sweat equity shares to its directors or employees. The Company does not have any Employees Stock Option Scheme for its Employees/Directors.

At the end of financial year 2022-23, Paid Up Share Capital was Rs. 24,50,06,740 comprised of 2,45,00,674 equity shares of Rs. 10/- each.

After closure of the financial year 2022-23, the Company has issued 52,00,000 Convertible Warrants at an issue price of Rs. 107/- per Warrant (to be converted into equivalent number of fully paid up equity shares of face value of Rs. 10/- each at a premium of Rs. 97/- each). In terms of allotment, the Company had received the subscription money of Rs. 13,91,00,000/- being 25% of consideration at Rs. 107/- of each warrant towards allotment at 52.00 Lakhs warrants.

The details of allotment of convertible warrants are as under:

Sr. No.	Kind of Issue	Pre-issue Paid - up Capital (No. of equity shares)	No. of Convertible Warrants Allotted	Issue Price per Warrant (Rs.)	Date of Allotment	Post Issue Paid-up Capital (No. of equity shares) Assuming full conversion of warrants into equity Shares	Date of Listing Approval from NSE	Date of Trading Approval from NSE
1.	Preferential Issue	2,45,00,674	52,00,000	107.00	06th April, 2023	2,97,00,674	N.A.	N.A.
	<b>Total</b>	<b>2,45,00,674</b>	<b>52,00,000</b>			<b>2,97,00,674</b>		

The such warrants are entitled for conversion into equal number of equity shares, upon exercise of the option by the warrant holders, within a maximum period of 18 months from the date of allotment of such warrants on payment of balance 75% due on such warrants.

Further, the warrants have been issued in accordance with the provisions of Section 42 and 62(1)(c) of the Companies Act, 2023 and Chapter V of the SEBI (Issuance of Capital and Disclosure Requirements) Regulations, 2018.

#### **TRANSFER OF SHARES AND UNPAID/UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

During the year under 2022-23, the Company was not required to transfer the equity shares/unclaimed dividend to Investor Education and Protection Fund (IEPF) pursuant to provisions of Section 124 and 125 of the Companies Act, 2023.

The details of unpaid / unclaimed dividend is as under:

Sr. No.	Financial Year	Date of Declaration of Dividend	Dividend per Equity Share (in Rs.)	Due Date for transfer unpaid / unclaimed amount to IEPF	Amount not paid/ claimed as on 31st March, 2023 (in Rs.) (After TDS deducted)
1.	FY 2022-23	20th September, 2022	1.00	26th October, 2029	19,150.00

The Company deposited the TDS amounting to Rs. 1250.00 on such unpaid dividend.

#### **DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMPs):**

- Board of Directors and KMPs:**

The Board of Directors of the Company consists of Mr. Vipin Prakash Mangal, Chairman (Executive), Mr. Chanakya Prakash Mangal, Managing Director, Mr. Chandragupt Prakash Mangal, Managing Director, Mr. Mohit Kailash Agrawal, Whole Time Director & CFO, and Mr. Anilkumar Shyamlal Agrawal, Mrs. Pritu Gupta, and Mrs. Sarika Sachin Modi, as Non-Executive Independent Directors of the Company.

In the opinion of the Board, all the Independent Directors possess requisite qualifications, experience, expertise including the Proficiency and hold high standards of integrity for the purpose of Rule 8(5)(iiiia) of the Companies (Accounts) Rules, 2014.

- Appointment/ Cessation of Directors/KMPs:**

During the year 2022-23, Mrs. Sarika Sachin Modi (DIN: 08320453) was appointed as Non-Executive Independent Director for a period of five years, i.e. upto 3rd August, 2027 and relinquished her office as Non-Executive Director with effect from 4th August, 2022.

Mr. Mohit Kailash Agrawal (DIN: 09696637), CFO was elevated as a Whole Time Director and designed as 'Whole Time Director and Chief Financial Officer' of the Company for a period of three years effective from 06th August, 2022 to 5th August, 2025.

The members of the Company, at the 26th Annual General Meeting held on 20th September, 2022, approved the appointments of Mrs. Sarika Sachin Modi as Non-Executive Independent Director and Mr. Mohit Kailash Agrawal as Whole Time Director.

- Retired by Rotation:**

Pursuant the provisions of Section 152 of the Companies Act, 2013 and rules thereof and Articles of Association of the Company, Mr. Chandragupt Prakash Mangal (DIN: 07408422), Managing Director, retires by rotation at the 27th Annual General Meeting and being eligible, offers himself for re-appointment.

The Board recommends the re-appointment.

- Declaration by the independent directors:**

The Company has received declarations from the Independent Directors of the Company that they meet with the criteria of independence as prescribed under Sub- section (6) of Section 149 of the Companies Act, 2013 in compliance of Rule 6(1) and (3) of Companies (Appointment and Qualifications of Directors) Rules, 2014 as amended from time to time and there has been no change in the circumstances which may affect their status as independent director during the year and they have complied with the code of conduct for Independent Directors prescribed in Schedule IV of the Companies Act, 2013.

During the year under review, the Non-Executive Directors/Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, paid to them for attending meetings of the Board and Committee of the Company.

- Disclosure by directors:**

The Directors on the Board have submitted requisite disclosure under Section 184(1) of the Companies Act, 2013, declaration of non-disqualification under Section 164(2) of the Companies Act, 2013 and Declaration as to compliance with the Code of Conduct of the Company.

#### **MEETINGS OF THE BOARD OF DIRECTORS:**

During the financial year 2022-23, 22 (twenty two) Board meetings were held, in respect of which proper notices were given and the proceedings were properly recorded, signed and maintained in the Minutes book kept by the Company for the purpose. The intervening gap between two meetings was not more than 120 days.

The details of attendance of each Director at the Board Meetings during the year and the Annual General Meeting (AGM) are as under:

Name of Directors	Designation	No. of Board meeting (eligible to attend during the tenure)	No. of Board meeting attended	Attendance at the last AGM held on 20th September, 2022
Mr. Vipin Prakash Mangal (Promoter)	Chairman	22	20	Yes
Mr. Chanakya Prakash Mangal (Promoter)	Managing Director	22	21	Yes
Mr. Chandragupt Prakash Mangal (Promoter)	Managing Director	22	17	Yes
Mr. Mohit Kailash Agrawal	Whole Time Director & CFO	12	12	Yes
Mr. Anilkumar Shyamlal Agrawal	Non-Executive Independent Director	22	22	Yes
Mrs. Pritu Gupta	Non-Executive Independent Director	22	22	Yes
Mrs. Sarika Sachin Modi	Non-Executive Independent Director	22	22	Yes

The Company, being listed under SME segment, the provisions relating to Corporate Governance and number of membership in committees are not applicable.

Mr. Vipin Prakash Mangal, Chairman is Father of Mr. Chanakya Prakash Mangal and Mr. Chandragupt Prakash Mangal, Managing Directors. Also, Mr. Chanakya Prakash Mangal and Mr. Chandragupt Prakash Mangal, Managing Directors are brothers. Except above, none of the Directors are having inter-se relation with the other Directors.

#### COMMITTEES OF THE BOARD OF DIRECTORS:

The following Statutory Committees have been constituted by the Board of Directors of the Company:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee

#### 1. Audit Committee:

Pursuant to the provisions of Section 177 of the Companies Act, 2013, the Board of Directors of your Company has constituted an Audit Committee. All members of the Audit Committee possess requisite knowledge of Accounting and Financial management.

##### (i) Terms of reference of the Audit Committee is as under:

- i. The recommendation for the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditors, their remuneration and fixation of terms of appointment of the Auditors of the Company;
- i. Review and monitor the auditors' independence and performance, and effectiveness of audit process;
- iii. Examination of financial statement and auditors' report thereon including interim financial result before submission to the Board of Directors for approval, particularly with respect to;
  - a. Changes, if any, in accounting policies and practices and reasons for the same,
  - b. Major accounting entries involving estimates based on the exercise of judgment by management,
  - c. Significant adjustments made in the financial statements arising out of audit findings,
  - d. Compliance with listing and other legal requirements relating to financial statements,
  - e. Disclosure of any related party transactions,
  - f. Qualifications in the draft audit report.
- iv. Approval or any subsequent modification of transactions of the Company with related party; Provided that the Audit Committee may make omnibus approval for related party transactions proposed to be entered into by the company subject to such conditions as may be prescribed under the Companies Act, 2013 or any subsequent modification(s) or amendment(s) thereof;



Provided further that in case of transaction, other than transactions referred to in Section 188 of Companies Act 2013 or any subsequent modification(s) or amendment(s) thereof, and where Audit Committee does not approve the transaction, it shall make its recommendations to the Board;

Provided also that in case any transaction involving any amount not exceeding one crore rupees is entered into by a director or officer of the company without obtaining the approval of the Audit Committee and it is not ratified by the Audit Committee within three months from the date of the transaction, such transaction shall be voidable at the option of the Audit Committee;

- v. Reviewing, with the management, and monitoring the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus, and making appropriate recommendations to the Board to take up steps in this matter;
- vi. Scrutiny of Inter-corporate loans and investments;
- vii. Reviewing and discussing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- viii. To review the functioning of the Whistle Blower mechanism, in case the same is existing;
- ix. Valuation of undertakings or assets of the company, where ever it is necessary;
- x. Evaluation of internal financial controls and risk management systems and reviewing, with the management, performance of internal auditors, and adequacy of the internal control systems; and
- xi. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xii. To monitor the end use of fund invested or given by the Company to Subsidiary Companies;
- xiii. Carrying out any other function as assigned by the Board of Directors from time to time.

**The Audit Committee reviews the following information:**

- i. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- ii. Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
- iii. Internal audit reports relating to internal control weaknesses; and
- iv. The appointment, removal and terms of remuneration of the Internal Auditor.
- v. Quarterly / half yearly statement of deviation(s), if applicable, submitted to stock exchange(s) in terms of Regulation 32(1);
- vi. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus.

**The Audit Committee is empowered:**

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

**(ii) Members of the Audit Committee:**

The Audit Committee comprises of following Members:

Sr.No.	Name of Members	Category	Designation
1.	Mr. Anilkumar Shyamlal Agrawal	Independent Director	Chairman
2.	Mrs. Pritu Gupta	Independent Director	Member
3.	Mr. Chandragupt Prakash Mangal	Managing Director	Member

The Company Secretary & Compliance Officer acts as the secretary to the Committee.

**(iii) Meetings and Attendance:**

During the year 2022-23, 15 (Fifteen) meetings of the Audit Committee were held. The details of total meetings attended by the Members is as under:

Sr. No.	Name of Members	Designation	Total Meetings Attended / Total Meetings held during FY 2022-23
1.	Mr. Anilkumar Shyamlal Agrawal	Chairman	15/15
2.	Mrs. Pritu Gupta	Member	15/15
3.	Mr. Chandragupt Prakash Mangal	Member	10/15

**2. Nomination and Remuneration Committee:**

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Board of Directors of your Company has constituted a Nomination and Remuneration Committee.

**(i) Terms of reference of the Nomination and Remuneration Committee is as under:**

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- To ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal and shall carry out evaluation of every Director's performance.

**(ii) Members of the Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee comprises of following Members:

Sr.No.	Name of Members	Category	Designation
1.	Mr. Anilkumar Shyamlal Agrawal	Independent Director	Chairman
2.	Mrs. Pritu Gupta	Independent Director	Member
3.	Mrs. Sarika Sachin Modi	Independent Director	Member

The Company Secretary and Compliance officer acts as the secretary to the Committee.

**(iii) Meetings and Attendance:**

Total 5 (Five) meetings of the Nomination & Remuneration Committee were held during the year 2022-23. The details of total meetings attended by the Members are as under:

Sr. No.	Name of Members	Designation	Total Meetings Attended / Total Meetings held during FY 2022-23
1.	Mr. Anilkumar Shyamlal Agrawal	Chairman	5/5
2.	Mrs. Pritu Gupta	Member	5/5
3.	Mrs. Sarika Sachin Modi	Member	5/5

**(iv) Nomination and remuneration Policy:**

The Board of Directors of the Company has, on the recommendation of Nomination and Remuneration Committee, framed and adopted a Nomination and Remuneration Policy. The said policy is available on the website of the Company at <https://mangalamsaarloh.com/wp-content/uploads/2022/04/Nomination-and-Remuneration-Policy.pdf>.

The details of criteria for making payment to Managing Directors/Whole Time Directors, Non-Executive and Independent Directors are provided under the Nomination and Remuneration Policy of the Company. The objectives of the Nomination and Remuneration Policy of the Company is to ensure the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and qualify requirement to run the Company successfully. Further, remuneration to the Directors, Key Managerial Personnel and

Senior Management involves balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

**1) Remuneration to Managing Directors/Whole-time Directors:**

- a) The Remuneration/Commission etc. to be paid to Managing Director/Whole-time Directors, etc. shall be governed as per the applicable provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the requisite approvals obtained from the Members of the Company and from other concerned authorities, if required as per the applicable provisions.
- b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director/Whole-time Directors.

**2) Remuneration to Non-Executive/Independent Directors:**

- a) The Non-Executive/Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of the Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- b) All the remuneration to the Non-Executive/Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013), in case of no profit or inadequate profit, shall be subject to ceiling/limits as provided under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share-based payment schemes of the Company.
- d) Any remuneration paid to Non-Executive/Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
  - i. The services are rendered by such Director in his capacity as the professional; and
  - ii. In the opinion of the Committee, the Director possesses the requisite qualification for the practice of that profession.
- e) The Nomination and Remuneration Committee of the Company, constituted for the purpose of administering the Employee Stock Option/Purchase Schemes, shall determine the stock options and other share-based payments to be made to Directors (other than Independent Directors).

**3) Remuneration to Key Managerial Personnel and Senior Management:**

- a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive any, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy, to the extent it is applicable to the Company.
- b) The Nomination and Remuneration Committee of the Company, constituted for the purpose of administering the Employee Stock Option/Purchase Schemes, shall determine the stock options and other share-based payments to be made to Key Managerial Personnel and Senior Management.
- c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

**3. Stakeholders Relationship Committee:**

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Board of Directors of your Company has constituted a Stakeholders Relationship Committee.

(i) **Terms of reference of the Stakeholders Relationship Committee is to supervise and ensure:**

- Efficient transfer/transmission of shares; including review of cases for refusal of transfer/transmission of shares;
- Redressal of shareholder and investor complaints like transfer of Shares, non-receipt of balance sheet, non- receipt of declared dividends etc.;
- Issue duplicate/split/consolidated share certificates;
- Dematerialization/Rematerialization of Share;
- Reference to statutory and regulatory authorities regarding investor grievances and to otherwise ensure proper and timely attendance and redressal of investor queries and grievances; Provided that inability to resolve or consider any grievance by the Stakeholders Relationship Committee in good faith shall not constitute a contravention of Section 178 of Companies Act, 2013 or any subsequent modification(s) or amendment(s) thereof.
- Such other matters as may be required by any statutory, contractual or other regulatory requirements to be attended to by such committee from time to time.

(ii) **Members of the Stakeholders Relationship Committee:**

The Stakeholders Relationship Committee comprises of following Members:

Sr.No.	Name of Members	Category	Designation
1.	Mrs. Sarika Sachin Modi	Independent Director	Chairman
2.	Mr. Anilkumar Shyamlal Agrawal	Independent Director	Member
3.	Mr. Chanakya Prakash Mangal	Managing Director	Member

The Company Secretary and Compliance officer acts as the secretary to the Committee.

(iii) **Meetings and Attendance:**

One meeting of the Stakeholders Relationship Committee was held during the financial year 2022-23. The details of total meetings attended by the Members is as under:

Sr. No.	Name of Members	Designation	Total Meetings Attended / Total Meetings held during FY 2022-23
1.	Mrs. Sarika Sachin Modi	Chairman	1/1
2.	Mr. Anilkumar Shyamlal Agrawal	Member	1/1
3.	Mr. Chanakya Prakash Mangal	Member	1/1

**DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT:**

There were no outstanding shares lying in the demat suspense account/unclaimed suspense account and therefore, disclosure relating to the same is not applicable.

**FORMAL EVALUATION OF THE PERFORMANCE OF THE BOARD, COMMITTEES OF THE BOARD AND INDIVIDUAL DIRECTORS UNDER SECTION 134(3)(p) OF THE COMPANIES ACT, 2013:**

In terms of the provisions of Section 134(3)(p) of the Companies Act, 2013 read with Rule 8(4) of the Companies (Accounts) Rules, 2014, the Nomination and Remuneration Committee has carried out the annual evaluation of Individual Directors of the Company; and the Board of Directors has carried out the annual evaluation of the performance of performance of the Board and its Committees and Independent Directors. Further, Independent Directors also reviewed the performance of the Non-Independent Director and Board as a Whole and performance of the Chairman. The evaluation sheet for evaluation of Board, committees and Directors/Chairman were circulated to the respective meetings of the Board, Nomination and remuneration Committee and Independent Directors Separate Meeting.

The performance of the Board is evaluated based on composition of the Board, its committees, performance of duties and obligations, governance issues etc. The performance of the committees is evaluated based on adequacy of terms of reference of the Committee, fulfilment of key responsibilities, frequency and effectiveness of meetings etc. The performance of individual Directors and Chairman was also carried out in terms of adherence to code of conduct, participation in board meetings, implementing corporate governance practices etc.

The Independent Directors are evaluated based on their participation and contribution, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgement.



## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The information on conservation of energy technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014, is attached to this Report as “Annexure - A”.

## **PARTICULAR OF EMPLOYEES:**

The information required pursuant to Section 197 of Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is attached as “Annexure - B” to this report.

Further, Managing Directors or Whole Time Director have not received any remuneration or commission from any of subsidiary of the Company for the financial year under review. Further, the Company does not have any holding company. As such, disclosure regarding receipt of the remuneration or commission by the Managing Directors or Whole Time Director from the subsidiary of the Company under provisions of Section 197(14) of the Companies Act, 2013 is not required.

## **DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:**

As on 31st March, 2023, the Company has M/s. Mangalam Saarloh Private Limited as a Subsidiary company.

Agarwal Mittal Concast Private Limited (AMCPL) (a company under Corporate Insolvency Resolution Process) was amalgamated with the Company by Hon'ble National Company Law Tribunal (NCLT), Ahmedabad with effect from 13th December, 2021 pursuant to the approval of the Resolution Plan. Further, subsequent upon amalgamation of AMCPL with Mangalam Worldwide Limited, Ritu Shipping Private Limited an associate company of AMCPL, became an associate company of Mangalam Worldwide Limited. During the year 2022-23, the Company has divested the shareholding in Ritu Shipping Private Limited and accordingly, it has ceased to be an associate company effective from 12th August, 2022.

Vicor Stainless Private Limited (VSPL), (a company under CIRP) was amalgamated with Mangalam Saarloh Private Limited, a Subsidiary Company of the Company, pursuant to approval of the Resolution Plan submitted with the Scheme of Amalgamation, by Hon'ble NCLT, Ahmedabad on 26th July, 2022. Further, as per approved resolution plan, VSPL issued/ allotted fresh/new 2,50,000 equity shares Rs. 10/- each, aggregating to Rs. 25.00 Lakhs, to the Company on 12th September, 2022 and it became wholly owned subsidiary of the Company. Upon scheme became effective, VSPL ceased to be wholly owned subsidiary of the Company and stand dissolved without winding up on that date. Further, upon amalgamation of VSPL with MSPL and consequent upon updation of Ministry of Corporate Affairs (MCA) records, MSPL allotted 2,50,000 equity shares of Rs. 10/- each, aggregating to Rs. 25.00 Lakhs to Mangalam Worldwide Limited, on 08th December, 2022.

A statement containing the salient features of the financial statements including the highlights of performance of Company's subsidiary is given in Form AOC-1 is attached to this Report as “Annexure- C”.

## **Corporate Social Responsibility (CSR):**

Pursuant to the provisions of Section 135(9) of the Companies Act, 2013, where the amount to be spent under Corporate Social Responsibility (CSR) by a company does not exceed fifty lakh rupees, the requirement under Section 135(1) for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of such committee provided under Section 135 of the Act, are discharged by the Board of Directors of the Company. The function of CSR Committee is discharged by the Board under the provisions of Section 135(9) of the Act. Accordingly, the Board has approved the Corporate Social Responsibility (CSR) Policy. CSR Policy is available on the website of the Company at <https://mangalamsaarloh.com/wp-content/uploads/2022/08/CSR-Policy.pdf>.

The Annual Report on CSR Activities during the financial year 2022-23 forming part of this Board's Report is annexed herewith as “Annexure- D” to this report.

## **AUDITORS:**

### **Statutory Auditors:**

The Members of the Company, at the 25th Annual General Meeting (AGM) held on 27th September, 2021 approved appointment of M/s. Keyur Shah & Co., Chartered Accountants, as Statutory Auditors for a term of five consecutive years from the conclusion of 25th AGM and hold office till the conclusion of AGM of the Company to be held in the year 2025-26.

The Notes to the financial statements referred in the Auditors' Report are self-explanatory and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The report given by the Statutory Auditors on the financial statements of the Company is a part of this Annual Report. There were no qualifications, reservations, and adverse remark or Disclaimer given by the Statutory Auditors in their Report.

#### **Reporting of frauds by Auditors:**

During the year under review, the Auditors have not reported any instances of fraud under Section 143(12) of the Act, committed against the Company by its officers or employees, to the Audit Committee or the Board, the details of which would be required to be mentioned in the Directors' Report.

#### **SECRETARIAL AUDITOR:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules thereof, the Company has appointed M/s. Sparsh Gupta & Co., Practising Company Secretaries, Ahmedabad to conduct a Secretarial Audit for the year 2022 - 2023. The Secretarial Audit Report for the year ended 31st March, 2023 is annexed herewith as "Annexure - E" to this Board's Report. The secretarial audit report does not contain any qualifications, reservations, or adverse remarks or disclaimer.

#### **INTERNAL AUDITOR:**

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Board appointed Mr. Sharadchandra Kailashchandra Tibrewala, Ahmedabad as an Internal Auditor of the Company for conducting internal audit of the Company for F.Y 2022-23.

#### **COST AUDITOR:**

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and rules thereof and on the recommendation of the Audit Committee, the Board of Directors of the Company has appointed M/s. A.G. Tulsian & Co., Cost Accountants, Ahmedabad (Firm Registration No.: 100629) as the Cost Auditor of the Company to audit the cost records of the Company for the financial year ending at 31st March, 2024. Further, as per Section 148 of the Companies Act, 2013, the remuneration payable to the Cost Auditor is placed for ratification/approval of Members at the 27th Annual General Meeting.

The Company has maintained the cost accounts and records in accordance with provisions of Section 148 of the Companies Act, 2013 and rules thereof.

#### **MATERIAL ORDER PASSED BY REGULATORS/COURTS/TRIBUNALS:**

There was no material order passed by Regulators/Courts/Tribunals during the year under review impacting the going concern status and company's operations in future.

#### **MATERIAL ACQUISITIONS / AMALGAMATIONS / MERGERS / REVALUATION OF ASSET/ DISINVESTMENT OF BUSINESS/ UNDERTAKING:**

##### **1. Agarwal Mittal Concast Private Limited: Steel Melting shop @ Halol**

Pursuant to approval of Resolution Plan submit alongwith the Scheme of Amalgamation, by Hon'ble National Company Law Tribunal, Ahmedabad, Agarwal Mittal Concast Private Limited (AMCPL) (a company under Corporate Insolvency Resolution Process), was amalgamated with the Company with effect from 13th December, 2021 and the Company acquired a Melting shop at Halol, Gujarat (i.e. Unit – I).

The Company is manufacturing the stainless steel billets and ingots at Unit – I - Halol.

##### **2. Vicor Stainless Private Limited: Rolling Mill @ Changodar**

The Company submitted the Resolution Plan alongwith the Scheme of Amalgamation in the matter of M/s. Vicor Stainless Private Limited (VSPL), a company under CIRP. The Resolution Plan was approved by Hon'ble NCLT, Ahmedabad, vide its Order dated 26th July, 2022. Consequently, upon scheme became effective, VSPL, was amalgamated with Mangalam Saarloh Private Limited, a subsidiary company. By this acquisition, Mangalam Saarloh Private Limited, a Subsidiary Company, acquired rolling mill at Changodar, Ahmedabad, Gujarat (i.e. Unit – II). The Company has taken rolling mill on lease and license basis from Mangalam Saarloh Private Limited.

The Company is manufacturing the stainless steel Flat and Round Bars at Unit – II - Changodar.

##### **3. H. M. Industrial Private Limited: Stainless Seamless Pipes & Tubes and ERW Pipes Plant / Unit @ Kapadvanj**

One of the Group Company, M/s. Mangalam Global Enterprise Limited had submitted a Resolution Plan in the matter of H.M. Industrial Private Limited (HMIPL), a company under CIRP, alongwith the Composite Scheme of Arrangement in the nature of Demerger and Amalgamation. There were two business verticals in HMIPL i.e. Steel Division and Agri business. Pursuant to approval of Resolution Plan by Hon'ble NCLT, Ahmedabad vide its Order dated 20th September, 2022, upon scheme becoming effective, the Steel Division of HMIPL was demerged and vested into with the Company. By this acquisition, the Company owns a modern manufacturing facility for manufacturing of Stainless Seamless Pipes & Tubes, U-Bend Tubes and ERWs Pipes at Kapadvanj, Gujarat (i.e. Unit – III).

The Company is manufacturing Seamless Pipes & Tubes and ERW Pipes at Unit – III - Kapadvanj.

#### **4. Mangalam Saarloh Private Limited: (Proposed Amalgamation)**

The Board of Directors of the Company at its meeting held on 25th April, 2023, considered and approved the Scheme of Amalgamation of Mangalam Saarloh Private Limited (a subsidiary company) with Mangalam Worldwide Limited and their respective shareholders and creditors under Section 230 to 232 of the Companies Act, 2013 read with rules made thereunder ('Scheme'), subject to required statutory and regulatory approvals. The Company has submitted the draft Scheme to NSE for obtaining No-objection pursuant to SEBI Circular 23rd November, 2021. The No-objection from NSE is awaited.

Further, pursuant to the proposed Scheme, 245 (Two Hundred Forty-Five) fully paid up equity shares of Rs. 10/- each would be issued by the Company, for every 100 (Hundred) fully paid-up equity shares of Rs. 10/- each of Mangalam Saarloh Private Limited, being Transferee Company.

#### **DEPOSITS:**

The Company has not accepted any deposit from the public within the meaning of Chapter V of the Companies Act 2013 and rules there under. Further, details of monies accepted by the Company if any, from Directors / relatives of Directors have been disclosed in the notes attached to and forming part of the Financial Statements of the Company prepared for the Financial Year ended 31st March, 2023.

#### **CORPORATE GOVERNANCE:**

The Company adheres to the best Corporate Governance practices and always works in the best interest of its stakeholders. The Company has incorporated the appropriate standards for corporate governance. Further, the Company is listed on SME Platform of NSE, as such pursuant to Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is not obligated to comply with requirement of Regulations 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

The particulars of loans, guarantees or investments made during the Financial Year 2022-23, are disclosed in the notes attached to and forming part of the Financial Statements of the Company, prepared for the financial year ended 31st March, 2023.

#### **MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

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

#### **DIRECTORS' RESPONSIBILITY STATEMENT:**

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

- a) in the Preparation of the Annual Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit/loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the Annual Accounts on a going concern basis;
- e) the Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **ADEQUACY OF INTERNAL FINANCIAL CONTROL:**

The Companies Act, 2013 read with Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 re-emphasizes the need for an effective Internal Financial Control system in the Company which should be adequate and shall operate effectively. The Company has devised proper system of internal financial control which is commensurate with size and nature of business. The Company has an Audit Committee headed by the Independent Director, inter-alia, to oversee company's financial reporting process, disclosure of financial information, and reviewing the performance of statutory and internal

auditors with management. Further, the Board had appointed Internal Auditor of the Company for the financial year 2022-23 pursuant to the provisions of Section 138 of the Companies Act, 2013.

#### **COMPLIANCE WITH SECRETARIAL STANDARDS:**

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively. During the year under review, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India, New Delhi.

#### **RELATED PARTY TRANSACTIONS:**

All the Related Party Transactions which were entered into during the Financial Year 2022-23 were at arm's length basis and in the ordinary course of business. Details of material related party Transactions, if any, i.e. transactions exceeding ten percent of the annual consolidated turnover / net worth as per the last audited financial statements, is disclosed in Form AOC-2 at "Annexure - F", pursuant to the requirements of section 134(3)(h) of the Companies Act, 2013.

Further, prior approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the approval so granted are placed before the Board of Directors for their approval.

The details of the related party transactions for the financial year 2022-23 is given in notes of the financial statements which is part of Annual Report.

#### **ANNUAL RETURN:**

As per the requirement of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 read with rules made there under, as amended from time to time, the Annual Return in Form MGT-7 is available on the website of the Company at <https://mangalamsaarloh.com/annual-reports/>

#### **MANAGEMENT DISCUSSION AND ANALYSIS:**

A detailed report on Management Discussion and Analysis (MDA) Report is included in this Report as "Annexure- G".

#### **SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:**

To foster a positive workplace environment, free from harassment of any nature, the Company have adopted a policy on "Prevention of Sexual Harassment", through which the Company addresses complaints of sexual harassment at the all workplaces. The policy assures discretion and guarantees non-retaliation to complainants. The Company follows a gender-neutral approach in handling complaints of sexual harassment. The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, there were no incidences/complaint reported under said Act.

#### **RISK MANAGEMENT AND ITS POLICY:**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified are systematically addressed through mitigating actions on a continuing basis. These are discussed at the Meetings of the Audit Committee and the Board of Directors of the Company.

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 down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The Board judges the fair and reasonable extent of risks that your Company is willing to take and its decisions shall be based on this reasonable judgment.

#### **WHISTLE BLOWER POLICY/VIGIL MECHANISM:**

The Company has established a whistle blower policy/ Vigil mechanism in compliance with the provision of Section 177(10) of the Companies Act, 2013 for the genuine concerns expressed by the employees and Directors about the unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The Company provides adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of employees and the Company. The Board has approved the policy for vigil mechanism which is available on the website of the Company at <https://mangalamsaarloh.com/wp-content/uploads/2022/04/Whistle-Blower-Policy-Vigil-Mechanism.pdf>.

#### **PROCEEDINGS INITIATED/ PENDING AGAINST THE COMPANY UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:**

There are no proceedings initiated/pending against the Company under the Insolvency and Bankruptcy Code, 2016 which materially impact the Business of the Company.



**WEBSITE:**

As per Regulation 46 of SEBI (LODR) Regulations, 2015, the Company is maintaining a functional website namely [www.mangalamsaarloh.com](http://www.mangalamsaarloh.com) containing basic information about the Company. The website of the Company is also containing information like Policies, Financial Results, Annual Reports and information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company, etc.

**ACKNOWLEDGEMENT:**

Your Directors are highly grateful for all the guidance, support and assistance received from the Company's Customers, Vendors, Financial Institutions & Bankers, Auditors, Investors, Depository, Workers, Executive Staff and Team Members of the Mangalam family at all levels. Your Directors thank all the esteemed shareholders, customers, suppliers and business associates for their faith, trust and confidence reposed in the Company.

Your Directors also wish to place on record their deep sense of appreciation and contributions for the committed services by the Workers, Executive Staff and Team Members of the Mangalam family at all levels, to ensure that the Company continues to grow and excel. Your Company's consistent growth was made possible by their hard work, solidarity, co-operation and support.

**Date : 15th June, 2023**  
**Place : Ahmedabad**

**For and on behalf of Board of Directors**  
**MANGALAM WORLDWIDE LIMITED**

**Registered office:**  
102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg,  
Mithakhali, Navrangpura,  
Ahmedabad-380 009, Gujarat.

**VIPIN PRAKASH MANGAL**  
CHAIRMAN  
DIN: 02825511

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

(Pursuant to Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014)

**A. CONSERVATION OF ENERGY:**

**i) The steps taken or impact on conservation of energy:**

Your company is committed to adopt energy efficient practices at its business units, offices and other premises to reduce the consumption of power by analyzing power factor, maximum demand, working hours, load factor, specific energy consumption and monthly consumption.

**ii) The steps taken by the Company for utilizing alternate sources of energy:**

The Company has not taken any step for utilizing alternate sources of energy.

**iii) The capital investment on energy conservation equipment:**

During the year under review, Company has not incurred any capital investment on energy conservation equipment.

**B. TECHNOLOGY ABSORPTION:**

**i) The effort made towards technology absorption:**

The Company has not imported any technology and hence there is nothing to be reported here.

**ii) The benefit derived like product improvement, cost reduction, product development or import substitution:**  
None

**iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):**

a. The details of technology imported: Nil

b. The year of import: Not Applicable

c. Whether the technology has been fully absorbed: Not Applicable

d. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

**iv) The expenditure incurred on Research and Development:**

During the year under review, the Company has not incurred any Expenditure on Research and Development

**C. FOREIGN EXCHANGE EARNING AND OUTGO:**

**a) Details of Foreign Exchange Earnings**

(Rs. In Lakhs)

Sr. No.	Particulars	F.Y. 2022-23	F.Y. 2021-22
1.	Foreign Exchange Earned	131.10	Nil

**b) Details of Foreign Exchange Expenditure:**

(Rs. In Lakhs)

Sr. No.	Particulars	F.Y. 2022-23	F.Y. 2021-22
1.	Foreign Exchange Expenditure	5020.58	2774.78

Date : 15th June, 2023

Place : Ahmedabad

For and on behalf of Board of Directors  
**MANGALAM WORLDWIDE LIMITED**

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**VIPIN PRAKASH MANGAL**

CHAIRMAN

DIN: 02825511

### PARTICULARS OF EMPLOYEES

Disclosure as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

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

Sr. No.	Name of Director/ KMPs	Designation	Nature of payment	Ratio of Remuneration of each Director to median remuneration of employees	% increase/ (decrease) In Remuneration for Financial Year 2022-23
1	Mr. Vipin Prakash Mangal	Chairman	Remuneration	16.71 : 1	Nil
2	Mr. Chanakya Prakash Mangal	Managing Director	Remuneration	16.71 : 1	Nil
3	Mr. Chandragupt Prakash Mangal	Managing Director	Remuneration	16.71 : 1	Nil
4	Mr. Anilkumar Shyamlal Agrawal	Non-Executive Independent Director	Sitting Fees *	0.73 : 1	Not Applicable
5	Mrs. Pritu Gupta	Non-Executive Independent Director	Sitting Fees *	0.73 : 1	Not Applicable
6	Mrs. Sarika Sachin Modi #	Non-Executive Independent Director	Sitting Fees *	0.63 : 1	Not Applicable
7	Mr. Mohit Kailash Agrawal \$	Whole Time Director and Chief Financial Officer	Remuneration	2.03 : 1	Nil
8	Mr. Fageshkumar R. Soni	Company Secretary & Compliance Officer	Remuneration	-	Nil

\* During the year under review, all the Non-Executive Directors including Independent Directors of the Company were paid sitting fees for attending the Board Meetings and other Committee Meetings. Therefore, the ratio of remuneration of all Non-Executive Directors to the median remuneration of employees are not disclosed or compared.

# Mrs. Sarika Sachin Modi appointed as Non-Executive Independent Director for a period of five years with effect from 4th August, 2022. She was an Non-Executive Director till the said date.

\$ Mr. Mohit Kailash Agrawal, Chief Financial Officer appointed as Whole Time Director designated as 'Whole Time Director and Chief Financial Officer' with effect from 6th August, 2022.

- b) **Percentage increase in the median remuneration of employees in the financial year:**

In the financial year 2022-23, the percentage increase in median remuneration of employees was 9.17%.

- c) **Number of permanent employees on the rolls of Company:**

There are 197 permanent employees on the rolls of Company as on 31st March, 2023.

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

Average annual increase in the salaries of the employees, other than managerial remuneration was 14.34 % whereas there was no increase/decrease in the remuneration to the managerial personal i.e. Chairman and Managing Directors.

- e) **Affirmation that the remuneration is as per the remuneration policy of the Company:**

It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the Company.

- f) During the financial year, there was no employee employed throughout the financial year or part of the financial year who was in receipt of remuneration in the aggregate of more than Rs. 8.50 Lacs per month or Rs. 1.02 Crore per financial year.
- g) During the financial year, there was no employee employed throughout the financial year or part of the financial year who was in receipt of remuneration in the aggregate of not less than Rs. 8.50 Lacs per month or Rs. 1.02 Crore per financial year. The statement containing the names of the top ten employees in terms of remuneration drawn as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in a separate annexure forming part of this report. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. The Annual Report is being sent to the members excluding the said separate annexure. Any member interested in obtaining a copy of the same may write to the Company Secretary.

**Date : 15th June, 2023**  
**Place : Ahmedabad**

**For and on behalf of Board of Directors**  
**MANGALAM WORLDWIDE LIMITED**

**Registered office:**  
102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg,  
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**VIPIN PRAKASH MANGAL**  
CHAIRMAN  
DIN: 02825511



**FORM AOC-1**

Statement containing salient features of the Financial statement of Subsidiaries/Associate Companies/Joint ventures  
(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014)

**Part “A”: Subsidiaries:**

(Rs. In Lakhs)

Sr. No.	Particulars	Details of Subsidiaries
1	Name of the Subsidiary	Mangalam Saarloh Private Limited
2	The Date since when subsidiary was acquired	09th November, 2020
3	Reporting period for the subsidiary concerned, if different from the holding Company’s reporting period	Not Applicable
4	Reporting Currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable
5	Share Capital	52.00
6.	Reserves & Surplus	1084.60
7.	Total Assets	1453.58
8.	Total Liabilities	1453.58
9.	Investments	0.00
10.	Turnover	67.74
11.	Profit before taxation	8.24
12.	Provision for taxation (Deferred Tax)	81.00
13.	Profit after taxation	89.24
14.	Proposed Dividend	0.00
15.	% of Shareholding	60.00%

**Notes:** The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations - Not Applicable
- Names of subsidiaries which have been liquidated or sold during the year - Not Applicable

**Part “B”: Associates and Joint Ventures:**

- Names of associates or joint ventures which are yet to commence operations: Not Applicable
- Names of associates or joint ventures which have been liquidated or sold during the year: Ritu Shipping Private Limited ceased to be associate company with effect from 12th August, 2022.

**Date : 15th June, 2023**

**Place : Ahmedabad**

**For and on behalf of Board of Directors**  
**MANGALAM WORLDWIDE LIMITED**

**Registered office:**

102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg,  
Mithakhali, Navrangpura,  
Ahmedabad-380 009, Gujarat.

**Vipin Prakash Mangal**  
Chairman  
DIN: 02825511

**Mohit Kailash Agrawal**  
Whole Time Director &  
Chief Financial Officer  
DIN: 09696637

**Chanakya Prakash Mangal**  
Managing Director  
DIN: 06714256

**Fageshkumar R. Soni**  
Company Secretary &  
Compliance Officer  
M. No.: F8218

## **ANNUAL REPORT ON CSR ACTIVITIES**

[Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014]

### **1. Brief Outline on the CSR Policy of the Company:**

The purpose of Corporate Social Responsibility (CSR) Policy of the Company is to devise an appropriate strategy and focus for its CSR initiatives and lay down the broad principles on the basis of which it will fulfill its CSR objectives. The main objective of CSR Policy of the Company is to demonstrate commitment to the common good through responsible business practices and good governance; set appropriate standards of quality in the delivery of services in the social sector by creating robust processes and replicable models; to operate its business in an economically, socially and environmentally sustainable manner, while recognizing the interests of all its stakeholders.

### **2. Composition of CSR Committee:**

Sr. No.	Name of Director	Designation / Nature	Number of Meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
Not Applicable				
Pursuant to the provisions of Section 135(9) of the Companies Act, 2013, where the amount to be spent under Corporate Social Responsibility (CSR) by a company does not exceed fifty lakh rupees, the requirement under Section 135(1) for constitution of the Corporate Social Responsibility Committee is not applicable and the functions of such committee provided under Section 135 of the Act, are discharged by the Board of Directors of the Company. Therefore, the Company is not required to constitute the CSR Committee. The function of CSR Committee is discharged by the Board under the provisions of Section 135(9) of the Act.				

### **3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:**

The Company's CSR Policy and CSR projects are available on the website of the Company

Composition of CSR Committee : Not Applicable

Company's CSR Policy : [www.mangalamsaarloh.com](http://www.mangalamsaarloh.com)

CSR Projects/Activities : [www.mangalamsaarloh.com](http://www.mangalamsaarloh.com)

### **4. Provide the execution summary alongwith web-link(s) of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:**

Not Applicable.

5.
  - (a) Average net profit of the company as per sub-section 5 of section 135: Rs. 5,63,77,943/-
  - (b) Two percent of average net profit of the Company as per sub-section 5 of section 135: Rs. 11,27,559/-
  - (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL
  - (d) Amount required to be set off for the financial year, if any: NIL
  - (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 11,27,559/-
6.
  - (a) Amount spent on CSR Project (both Ongoing Projects and other than Ongoing Projects): Rs. 11,30,000/-
  - (b) Amount spent in Administrative Overheads: Not Applicable
  - (c) Amount spent on Impact Assessment, if applicable: Not Applicable
  - (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 11,30,000/-
  - (e) Details of CSR Amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (In Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
11,30,000	Nil		Not Applicable		

(f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in Rs.)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	11,27,559
(ii)	Total amount spent for the Financial Year	11,30,000
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	Nil The Board recommended and approved Rs. 11,30,000/- as CSR Expenditure for FY-2022-23
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

Sr. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135 (in Rs.)	Balance Amount In unspent CSR Account under sub-section (6) of Section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs.)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of Section 135, if any		Amount remaining to be spent in succeeding financial years (in Rs.)	Deficiency, if any
					Amount (in Rs.)	Date of transfer		
1	FY-1	Not Applicable						
2	FY-2							
3	FY-3							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

No

If Yes, enter the number of Capital assets created/ acquired: Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sr. No.	Short particulars of the property or asset(s)	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/ Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per section 135(5): Not Applicable

For and on behalf of Board of Directors  
MANGALAM WORLDWIDE LIMITED

Date : 15th June, 2023  
Place : Ahmedabad

Vipin Prakash Mangal	Chanakya Prakash Mangal
Chairman	Managing Director
DIN: 02825511	DIN: 06714256

**Form AOC-2**

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

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

**1. Details of contracts or arrangements or transactions not at arms' length basis—**

There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2021, which were not at arms' length basis.

**2. Details of material contracts or arrangement or transactions at arms' length basis—**

There were no material contracts or arrangements or transactions entered into during the year ended 31st March, 2023, which were at arms' length basis.

**Date : 15th June, 2023**

**Place : Ahmedabad**

**For and on behalf of Board of Directors  
MANGALAM WORLDWIDE LIMITED**

**Registered office:**  
102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg,  
Mithakhali, Navrangpura,  
Ahmedabad-380 009, Gujarat.

**VIPIN PRAKASH MANGAL**  
CHAIRMAN  
DIN: 02825511



**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31st 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,  
**Mangalam Worldwide Limited**  
CIN: L27100GJ1995PLC028381  
Regd. Office :- 102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg, Mithakhali,  
Navrangpura, Ahmedabad – 380 009, Gujarat.

WWe have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Mangalam Worldwide Limited** (CIN: L27100GJ1995PLC028381) (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year 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.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 ('period under review') according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (not applicable during the period under review);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) from 11th July, 2022 for having listed the equity shares of the Company on Emerge Platform of National Stock Exchange of India Limited (NSE EMERGE):
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit Period)**
  - e) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**
  - f) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the Audit Period)** and

- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) The Company has complied with the following specifically other applicable laws to the Company:
  - a. The Water (Prevention and Control of Pollution) Act, 1974
  - b. The Water (Prevention and Control of Pollution) Cess Act, 1977.
  - c. Air (Prevention and Control of Pollution) Act, 1981.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India wherein the Company is generally regular in complying with the standards; and
- (ii) The Listing Agreements entered into by the Company with the Stock Exchange(s) and Listing Regulations.

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

**We further report that:**

- I. The Board of Directors of the Company is duly constituted with proper balance of Executive Director(s), 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.
- II. Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance except few Board Meetings and Committee Meetings which were held on shorter notice in compliance with the applicable laws 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.
- III. Majority decisions were carried through and there were no instances where any director expressing any dissenting views.

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

**Matters of Emphasis**

**We further report that** during the audit period the following events have occurred in the Company:

- 1. During the year under review, Agarwal Mittal Concast Private Limited was amalgamated with the Company under provisions of Insolvency and Bankruptcy code, 2016, by an order of Hon'ble National Company Law Tribunal (NCLT), Ahmedabad with effect from 13th December, 2021. Consequently, the Authorised Share Capital of the Company increased to Rs. 44,52,80,000 (Rupees Forty-Four Crore Fifty-Two Lakhs Eighty Thousand Only) consisting of 3,97,50,000 (Three Crore Ninety-Seven Lakhs Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each, 47,50,000 (Forty-Seven Lakhs Fifty Thousand) 0.1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- each and 28,000 (Twenty-Eight Thousand) Redeemable Preference Shares of Rs. 10/- (Rupees Ten Only) each
- 2. During the year under review, the Company has made Initial Public Offer (IPO) for 64,93,200 equity shares of Rs. 10/- each, at an issue price of Rs. 101/- having issue size of Rs. 6558.13 Lakhs. The equity shares of the Company were listed on NSE – Emerge since 11th July, 2022.
- 3. The 26th Annual General Meeting of the members of the Company was held on 20th September, 2022 through Video Conferencing (VC)/Other Audio-Visual Means (OVAM).
- 4. Pursuant to a Resolution Plan submitted with the Scheme of Amalgamation and approved by the Hon'ble NCLT, Ahmedabad on 26th July, 2022, Vicor Stainless Private Limited had issued fresh 2,50,000 equity shares Rs. 10/- each, aggregating to Rs. 25.00 Lakhs to the Company on 12th September, 2022 and the said Company had becomea wholly owned subsidiary of the Company. Upon scheme became effective, Vicor Stainless Private Limited ceased to be wholly owned subsidiary of the Company with effect from 28th September, 2022 and amalgamated with Mangalam Saarloh Private Limited (a subsidiary company).
- 5. The Company conducted a postal ballot on 18th February, 2023 and the resolution proposed vide Postal Ballot Notice dated 17th January, 2023 were approved by requisite majority.

6. The Company has submitted an application to NSE under the provisions Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for re-classification of Mr. Om Prakash Mangal and Mr. Sanjay Prakash Mangal, the immediate relatives of Mr. Vipin Prakash Mangal, Chairman and managing Director of the Company, from the 'Promoter Group' category to 'Public' category shareholder. which is pending for approval.
7. The Steel Divisions of H.M. Industrial Private Limited (HMIPL), a Company under CIRP was demerged and vested into Mangalam Worldwide Limited upon approval of Resolution Plan submitted.
8. The members in the EGM held on 24th March, 2023 had approved the issuance of 52,00,000 Convertible Warrants at an issue price of Rs. 107/- each on preferential basis. Such warrants are convertible into equal number of equity shares of Rs. 10/- each, within a maximum period of 18 months from the date of allotment of such warrants, at the option of warrants holders.

**For Sparsh Gupta & Co.**  
Company Secretaries,  
UCN: S2016GJ437500

**Sparsh M. Gupta**  
Proprietor  
FCS: 11558  
CP: 17390

PR: 1802/2022  
UDIN: F011558E000490047

Date : 15th June, 2023  
Place : Ahmedabad

**Disclaimer:**

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

**Annexure - A**

To,  
The Members,  
**Mangalam Worldwide Limited**  
CIN: L27100GJ1995PLC028381

Our Report of even date is to be read along with this Letter;

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on secretarial records based on our audit.
2. 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.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards, is the responsibly of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Sparsh Gupta & Co.**  
Company Secretaries,  
UCN: S2016GJ437500

**Sparsh M. Gupta**  
Proprietor  
FCS: 11558  
CP: 17390

Date : 15th June, 2023  
Place : Ahmedabad

PR: 1802/2022  
UDIN: F011558E000490047

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### ECONOMIC OVERVIEW:

#### Global Economy

Since recent past years, the world economy is facing various challenges such as initially spread of Covid-19 pandemic, lock down, disruption of supply chain, ongoing war in Ukraine, climate change conditions, higher inflation rate etc. The global inflation is projected at 7.00 % in 2023 which is set to fall from 8.7 % in the 2022 due to interest rates raised by the central banks and lower commodity prices. The baseline forecast is for global growth to fall from 3.4 percent in 2022 to 2.8 percent in 2023, before settling at 3.0 percent in 2024. For Advance economies, it is expected to growth slowdown by declining from 2.7% in 2022 to 1.3 % in 2023.

(Source: IMF, World Economic Outlook, April 2023)

The developing Asia forecasts the Inflation to moderate in year 2023 and year 2024, from 4.4% in 2022 to 4.2% in 2023 and 3.3% in 2024, gradually moving closer to pre-pandemic averages.

(Source: ASB - Asia Development Bank – April, 2023)

#### Indian Economy Outlook

The Indian economy GDP growth for FY 2022-23 is 7.2% which is higher than the projected GDP by 7% for the year 2022-23. During the Q3 (ending Dec-2022) of FY 2022-23, DGP growth accelerated to 6.1%.

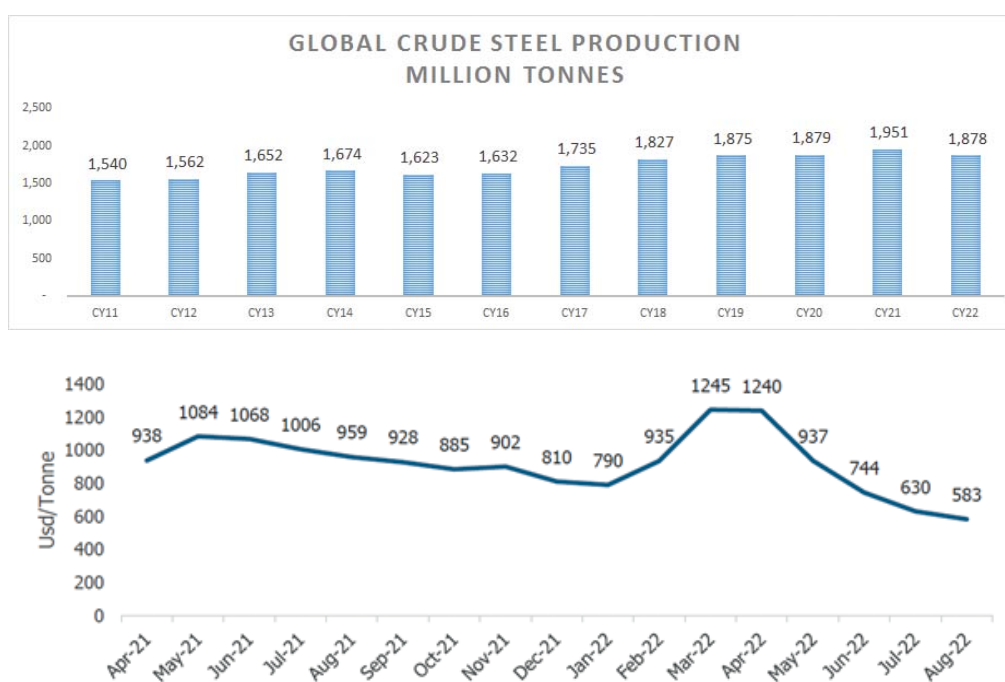
The Indian economy is expected to remain robust growth in a range of 6.5 - 6.7 % in the FY 2023-24. The India is forecasted to be one of the fastest growing economy in FY 2023-24 by robust growth in private consumption and private investment. The Asian Development Bank projects India's GDP to moderate to 6.4% in FY 2023 and rise to 6.7% in FY 2024, driven by private consumption and private investment on the back of government policies to improve transport infrastructure, logistics, and the business ecosystem.

RBI projects headline inflation at 6.8 per cent in FY23, which is outside its target range.

#### Global Steel Industry

Globally China dominates the steel making capacity, production and consumption. China has the highest steelmaking capacity in the world followed by India and Japan. About 80% of the total capacity is with the top 10 countries. Global crude steel production was 1,435 MT (Million Tonnes) in Calendar Year (CY) 2010 and has increased at a CAGR of 2.4% to reach 1,951 MT in CY2021. China is the leading crude steel producer accounting for 53% of the total crude steel produced followed by India and Japan. The steel consumption has increased from 1,318 MT in CY2010 at a CAGR of 3.0% to reach 1,834 MT in CY2021. China has the major consumption of finished steel product with share of 51.9% followed by India (around 5.8%) and United States (5.3%). The increase in global steel production and consumption was due to rising population growth, with increase spending on infrastructure and construction project and growing automobile sector.

Source : World Steel Association





The international steel prices in the month of March 2022 and April 2022 reached north mainly due to the Russia-Ukraine crisis. The prices however declined by 24.5% to the level of USD 937 per tonne in May 2022 as compared to previous month in April 2022 where prices stood at USD 1,240 per tonne. The downward trend in the steel prices continued and it fell to its lowest in August 2022 to a level of 583 USD per tonne. Weak international demand of steel is likely to be the reason for the downward trend.

#### **Global Industry Scenario – Under the shadows of pandemic**

The world has faced an unprecedented blow by the pandemic and the human toll is continuing to grow as the infections continue to spiral across the globe. Due to the first wave of pandemic during 2020, the global steel pipes industry recorded a slump of 10.60% implying destruction of 7.3 million tonnes in consumption. The demand for steel pipes plunged as the construction activities halted with the rising number of infections; however, as the first wave retracted, the governments responded with hefty spending on infrastructure to boost the economies. When the markets were just witnessing glimpses of normalcy, it got caught up in the second wave of the pandemic. Curtailment measures like lockdowns and curfews once again took the centre stage resulting in supply chain disruptions, labour shortages, financial losses, and temporary adverse impact on investments. One of the key demand drivers for steel pipes is the oil & gas industry which faced its worst crisis ever with oil prices plummeting to USD 21.04 per barrel during covid-19 first wave. Although the oil prices have regained a level above USD 60 per barrel from February 2021 because of a production cut to protect margins, the demand is slowly regaining normalcy. Hence, with no impetus on capital expenditure by oil producers in near future, the demand for pipes from the oil & gas sector remains subdued in the short term. However, as the governments across the world refocus on infrastructure projects such as water and sewage systems and oil and gas pipeline networks, the growth is bound to come back. Recovery in oil prices and a parallel improvement in spending on exploration and production activities is expected to brighten the medium-term outlook for oil pipeline-related infrastructure projects.

#### **Indian Steel Industry outlook**

Recently, the Deloitte presented the 'Steel Outlook of 2030 and 2047' at the India Steel 2023 Event, highlighting the steel industry's potential for growth. The report notes that the Indian government's increased infrastructure spending, accounting for almost 62% of steel consumption, will benefit the industry. Additionally, the PLI Schemes positively impact the sector and contribute to job creation and GDP growth.

However, raw material availability, such as iron ore, will be a key challenge when captive leases expire in 2030. The report recommends expediting the auctioning of new iron ore blocks and increasing steel scrap recycling centers. The steel industry will also face a challenge with the EU's carbon border adjustment mechanism, which imposes a carbon tax on imports from high-carbon-emitting countries.

India's carbon dioxide emissions per tonne of crude steel are higher than the EU and the US. The report highlights the need for a sustainable approach to steel production through decarbonization, circularity, energy transition, and carbon capture. Finally, the report envisions 300 mt and 500 mt of crude steel capacity by 2030 and 2047, respectively, focusing on skill development, R&D, and supporting the secondary steel producers.

#### **Indian Steel Pipe: Battered but ready to sprint**

India's iron and steel pipe and tubes industry, valued at nearly Rs.60,000 crore, accounts for around 8% of the global steel pipe market. The production has grown at a CAGR of 7.69% from 4.97 million tonnes in FY17 to 6.68 million tonnes in FY20 attributable to incremental demand emanating from growth in domestic water infrastructure mainly driven by Jal Jeevan Mission, oil exploration, construction, infrastructure, and expansion of gas pipelines such as national gas grid and city gas distribution. As a result, the consumption growth outpaced the production growth and expanded with a CAGR of 11.03% over the period FY17 to FY20.

The last decade has witnessed an evolution for the Indian pipe and tube manufacturers in wake of growing demand and capital expenditure for modernization and capacity creation in end user industries. As a result, the steel pipe and tubes manufacturers have successfully scaled their operations to match the global economic size. The overall sales of the domestic players have nearly doubled in the last decade despite a contraction during FY20 due to lower metal prices and loss of volumes because of the worldwide pandemic hitting the volumes.

Due to their competitive pricing, high quality, and geographical advantages, there is a huge demand for Indian manufactured pipes from regions such as Europe, Thailand, Malaysia, the Middle East, and Indonesia. However, as domestic consumption increased rapidly, the volume of exports declined and the gap between exports and imports have narrowed over the years. Moreover, domestic industry has less capacity for high-temperature-resistant pipes used for drilling and oil exploration, which are generally imported by the oil refineries in India. Expansion in refining capacity and renewed emphasis on oil exploration by GOI to reduce crude oil import bill meant imports of pipes went up in FY19 and FY20.

### Changing Industry Dynamics

The domestic demand for iron and steel pipes has gone through a paradigm shift with new verticals and novel applications of steel pipes coming up with the time. The below pie chart presents the evolution of demand from 2010 to 2020.



Exhibit 3: Demand distribution of Steel Pipe (Source: BP Statistical Review)

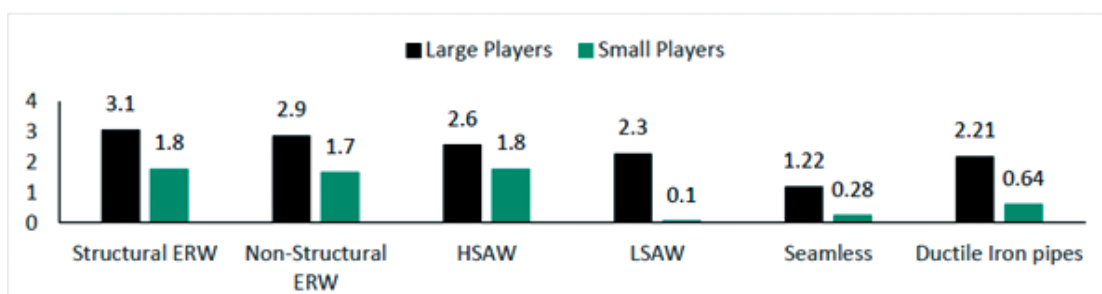
Although the percentage share of demand coming from oil & gas may seem reduced in above figure, in terms of absolute number, the same has increased significantly. Increasing usage of steel pipes in automotive and India's changing energy mix has led to the increase in demand share of steel pipes on these fronts. Also, increase in usage of steel pipes in railways, furniture, platforms, fencing in malls, and other new applications in the construction industry has also changed the dynamics to some extent. According to Petroleum and Natural Gas Regulatory Board (PNGRB), the energy mix of India is going to change, further benefitting the demand for steel pipes.



Exhibit 4: Changing Energy Mix (Source: PNGRB)

The industry is expected to continue growing at a steady rate since it has surplus capacity, and additional demand will be absorbed going forward. Let us look at the capacities present with the domestic players in different segments.

### Installed capacities in different segments



Notwithstanding such large capacities, domestic industry faces the problem of under-capacity utilization due to order-based nature of businesses especially in HSAW (Helical Submerged Arc Welded) and LSAW (Longitudinal Submerged Arc Welded) pipes segments. It not only creates stress on keeping the prices competitive globally but it also puts the domestic players under leverage as it is a significantly capital-intensive industry. However, as discussed earlier, the steel pipe industry is expected to witness healthy demand in the coming years.

### Trend in India's finished steel production and consumption

In the last ten years, finished steel production increased at a CAGR of 3.8% from 82 MT in FY13 to 114 MT in FY22. The growth in production is backed by a rise in domestic steel consumption on account of growing economic activities in the country like increase in infrastructure and construction spending by the government, improved automobile and consumer durable demand among others. During these years, steel consumption in India has increased at a faster CAGR of 4.2% from 73 MT in FY13 to 106 MT in FY22.

**Note:** Finished steel production numbers from FY21 onwards are finished steel gross production numbers

The domestic steel production was at its highest at 114 million tonnes in FY22 (up from 96 million tonnes in FY21), an increase of 18.1% (y-o-y) on account of the revival in economic activities and low-base effect. Care Edge Research estimates India's steel capacity utilisation at around 79% for FY22 (on an estimated installed production capacity of around 144 million tonnes). During the first four months of April-July 2022, the production grew by 9.3% to 38.5 million tonnes as compared to 35.3 million tonnes in the same period of FY22.

India's steel consumption was at 106 million tonnes in FY22, up from 95 million tonnes in FY21, an increase of 11.4% y-o-y on account of increased consumption by the government on developing infrastructure as well as the resumption of economic activities and construction work on low-base effect. During April-July 2022, the consumption grew by 10.6% to 36.5 million tonnes as compared to same period of FY22.

#### **Trend in India's finished steel exports and imports**

Apart from domestic consumption, steel exports from India have also contributed towards an increase in the country's overall production. Exports in the past ten years has increased at a CAGR of 10.8% from 5.4 MT in FY13 to 13.5 MT in FY22. Of these ten years mentioned, India remained net steel exporter for six years.

The steel imports however have declined at a CAGR of 5.6% from 5.4 MT in FY13 to 4.7 MT in FY22. Steel imports by India had touched its peak in FY16 at 11.7 MT. Imports had increased by 71% and 25.7% during FY15 and FY16, respectively. This was majorly on account of cheap imports from China.

In the following FY17, imports fell by a sharp 38.3% to 7.2 MT. This was largely driven by an imposition of Minimum Import Price (MIP) by the government in February 2016 to protect the country from cheap imports. The MIP however was withdrawn by the government recently after back-to-back extension of the protectionist measure backed by an opinion that the protectionist measures like MIP and anti-dumping duty cannot continue indefinitely.

Nevertheless, the government extended by two months the anti-dumping duties on hot-rolled and cold-rolled flat products of alloy or non-alloy steel from countries including China and South Korea. This extension continued to protect the industry from cheap imports.

India exported a record high of 13.5 million tonnes of steel in FY22 and continued to remain a net exporter. Exports from India grew at a healthy CAGR of 27% from 8.4 million tonnes in FY20 to 13.5 million tonnes in FY22 led by international factors like environmental concerns surrounding China's steel industry, an uptrend in global steel prices and higher demand from European nations.

During the year 2020, higher raw material prices of steel in China increased China's dependency on Indian steel which, in turn, augured well for steel exports from India. To support China's domestic steel market, the Chinese Government removed export rebates on various steel products in April 2021.

The exports to Europe (Italy, Turkey, Belgium, Spain, Netherlands and United Kingdom) increased by 91.4% to 4.6 million tonnes in FY22 compared to the previous year FY21. As a result, the combined market share of European countries in exports from India expanded from 19.9% in FY21 to 29.8% during FY22.

Exports, however, witnessed a reversal in trend during the first four months of FY23 and declined by a sharp 49.3% to 2.57 million tonnes compared to the same period in the previous year. This was mainly because of weak international demand, continued geopolitical tensions around Russia and better domestic demand from the Indian steel industry.

#### **Oil & Gas Sector – A vital cog to Indian pipe Industry**

During FY18-FY20, the Indian economy witnessed a lower GDP growth than the average of the decade which further deteriorated to a negative growth rate in FY21 due to the pandemic. Notwithstanding these downturns, India is embarked on achieving a USD 5 trillion economy with healthy growth expected over the next few years. Oil is synonymous with growth and a growing economy certainly needs oil; a study by the Organization of the Petroleum Exporting Countries (OPEC) shows that India boasts of the highest growth in demand for oil from 2020-2045 with a CAGR of nearly 4% to reach 11.1 million barrels per day. Currently, India contributes about 5% of world's total oil demand in 2020 which is expected to jump to 10% by 2045. To match the increasing global demand for oil, the oil sector is now witnessing revival in capex to garner the required supply growth which brings in several global opportunities to pipe manufacturers. As per industry estimates, there are a total of 1,103 pipeline projects currently ongoing across the globe with a pipeline demand of 63,600 KMT worth approximately USD 468 billion (nearly Rs.34.16 lakh crore) to be completed over the period 2019-2022.

Another major demand centre for pipes is natural gas transportation and distribution. As per PNGRB, the 9th and 10th round of bidding for city gas distribution organized in late 2018 covered 50.61% population spread over 41.74% of the geographical area and is expected to require 1.74 lakh inch-Km of the pipeline. Out of this 1.74 lakh inch-km requirement, 75,224 inch-km has already been laid till September 2020. Also, a total of 16 projects for new gas pipelines or extension

of the current pipeline network has been authorized by the government in FY20 and H1 FY21 which is approximately 9,000 km of pipelines and is expected to be completed within the next 3 years. Though India is taking steps to increase oil and gas production, the focus is more on the development of midstream, refineries, and petrochemicals infrastructure for greater processing, transport, and storage. India faces a shortage of supply of crude oil and that is one of the prime reasons which has led the oil and gas majors in India to look for new sources of oil and gas.

#### APPLICATION OF STAINLESS STEEL :

Stainless steel has a wide range of applications in India, including cookware, home and kitchen appliances, architecture, oil and gas, and food and beverage equipments. Apart from its core application in cookware and durables, stainless steel consumption in India has increased dramatically to new value-added categories of ABC, ART and Process industries, during the previous two decades.

#### GOVERNMENT INITIATIVES IN STEEL SECTOR :

- In October 2021, the government announced guidelines for the approved specialty steel production-linked incentive (PLI) scheme.
- To ensure the supply of iron ore to the domestic steel industry, the export duty has been levied.
- The Government of India raised import duty on most steel items twice, each time by 2.5% and imposed measures including anti-dumping and safeguard duties on iron and steel items.
- The Government imposed import duty on Mother Hollow and Seamless Pipes and Tubes.
- The Government of India has reduced the basic custom duty on the plant and machinery installed for initial set up or expansion of iron ore pellets and iron ore beneficial plants.
- Allocated Rs. 70.15 crore (USD 8.6 million) to the Ministry of Steel under the Union Budget 2023-24.
- In October 2021, India and Russia signed a MoU to carry out R&D in the steel sector and produce coking coal (used in steel making).
- The Union Cabinet, Government of India approved the National Steel Policy (NSP) 2017, as it intend to create a globally competitive steel industry in India. NSP 2017 envisage 300 million tonnes steel-making capacity and 160 kgs per capita steel consumption by 2030-31.
- In July 2021, the Union Cabinet, approved the production-linked incentive (PLI) scheme for specialty steel. The scheme is expected to attract investment worth Rs. 400 billion (US\$ 5.37 billion) and expand specialty steel capacity by 25 million tonnes, to 42 Million Tonnes in FY27, from 18 Million Tonnes in FY21.
- 100% FDI through the automatic route is allowed.
- In June 2021, Minister of Steel & Petroleum & Natural Gas Mr. Dharmendra Pradhan addressed the webinar on 'Making Eastern India a manufacturing hub with respect to metallurgical industries', organised by the Indian Institute of Metals. In 2020, 'Mission Purvodaya' was launched to accelerate development of the eastern states of India (Odisha, Jharkhand, Chhattisgarh, West Bengal and the northern part of Andhra Pradesh) through establishment of an integrated steel hub in Kolkata, West Bengal. Eastern India has the potential to add >75% of the country's incremental steel capacity. It is expected that of the 300 Million Tonnes capacity by 2030-31, >200 Million Tonnes pa can come from this region alone.
- In June 2021, JSW Steel, CSIR-National Chemical Lab (NCL), Scottish Development International (SDI) and India H2 Alliance (IH2A) joined forces to commercialise hydrogen in steel and cement sectors.
- In January 2021, the Ministry of Steel, Government of India, signed a Memorandum of Cooperation (MoC) with the Ministry of Economy, Trade and Industry, Government of Japan, to boost the steel sector through joint activities under the framework of India-Japan Steel Dialogue.
- The Ministry of Steel is facilitating setting up of an industry driven Steel Research and Technology Mission of India (SRTMI) in association with the public and private sector steel companies to spearhead research and development activities in the iron and steel industry at an initial corpus of Rs. 200 crore (US\$ 30 million).

#### BUSINESS OPERATIONS:

The Company is manufacturing Stainless Steel (SS) Billets, SS Ingots, SS Flat Bars & Round Bars, Seamless Pipe & tubes, U-Bend Tubes and ERW Pipes with its fully integrated infrastructure consisting of steel melting shop, rolling mills and finishing machines at its Plants located at Halol (Unit-I), Changodar (Unit-II) and Kapdavanj (Unit-III) in Gujarat. By operating three plants, the Company become an integrated end to end '**Scrap Melting to Flat/Round Bars**' and '**Scrap Melting to Seamless Pipes & Tubes**' manufacturer with wide range of stainless steel of 200 series, 300 series (including series 304 and series 316), 400 series - grades in Austenitic, Ferritic, Martensitic and special chemical composition grades steel like 17/4 PH, Duplex and Super Duplex Steel.

The Company is Quality Management System certified company and holds ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and PED 2014/68/EU Certificates.

The Company's stainless steel products are marketed/ traded under the brand name and '**Mangalam Saarloh**' and '**Mangalam Tubicre**'.

- Manufacturing of SS Billets & SS Ingots and SS Flat/Round Bars:**

Unit-I - Halol is having installed manufacturing capacity of total 66000 MT per annum of Stainless Steel (SS) Billets and SS Ingots of 200 series, 300 series (including series 304 and series 316), 400 series and out of which 200 series SS Billets is captively used in Unit -II - Changodar which is having installed rolling capacity of 90,000 MT/per annum.

The SS billets, SS ingots and SS flat & round bars are sold under the brand name '**Mangalam Saarloh**'.

- Manufacturing of Seamless Pipes and Tubes:**

The Round Bars manufactured at Changodar Unit are sold and also captively used in Unit – III - Kapadvanj for manufacturing of Bright Bars, Mother Hollow, Seamless Pipes and Tubes. Finish products of Seamless Pipes & Tubes are used in Oil & Gas, Refinery & Petrochemicals, Dairy Processing Equipment, Power Plants, fertilizers Plants, pharmaceuticals, Automobiles, Nuclear Sector, Breweries, Aerospace and Defence etc.

**Range of Products of Stainless Seamless Pipes and Tubes:**

High-quality seamless pipes & tubes in Austenitic, Ferritic, Martensitic and super grades like Duplex and Super Duplex and ERW Pipes are sold under the brand name 'Mangalam Tubicore'.

- Fully integrated Manufacturing facility of 'Scrap Melting to Seamless Pipes & Tubes':**

The Company is using its owned products i.e. round bar as raw material for manufacturing of Pipes and Tubes. The Round bars are casted in steel melting shop of the Company at Halol and thereafter rolled in its rolling mill at Changodar. The Company has also bright bars process facility and piercing facility to manufacture 'Mother Hollow' at Kapadvanj Unit.



**Fully Integrated Manufactured Facility**

**Plants Location:**

Sr.No.	Plant	Location
1	Unit - I - Halol (Steel Melting Shop)	Plot No. 2348 bearing Survey No. 219 paiki, Chandrapura Taluka, Halol, Dist: Panchmahal, Gujarat.
2.	Unit - II - Changodar (Rolling Mill)	Sub Plot No. 3, "Panchratna Industrial Estate" Survey/ Block No. 375/P, Changodar, Tal: Sanand, Dist: Ahmedabad, Gujarat.
3.	Unit - III - Kapadvanj (Seamless Pipes and Tubes)	South Side Amalgamated Survey No. 1025/3, Modasa Road, Kapadvanj, Gujarat



## FINANCIAL POSITION AND RESULTS OF OPERATIONS:

Our Company has robust growth and improvement in top line and bottom line on Standalone basis in the Current and previous financial years which is explained below:

(Rs. in Lakhs)

PARTICULARS	STANDALONE - FINANCIAL STATEMENTS-YEAR ENDED		CONSOLIDATED - FINANCIAL STATEMENTS-YEAR ENDED	
	31st March, 2023	31st March, 2022	31st March, 2023	31st March, 2022
Revenue From Operations	64,448.48	52,302.96	64,448.48	52,302.96
Other Income	143.32	29.32	145.32	29.32
<b>Total Revenue</b>	<b>64,591.80</b>	<b>52,332.28</b>	<b>64,593.80</b>	<b>52,332.28</b>
<b>Earnings Before Interest, Depreciation and Amortization Expense and Taxes</b>	<b>1,923.81</b>	<b>1,174.44</b>	<b>1988.26</b>	<b>1,175.69</b>
Less:- A) Finance Cost	275.93	218.23	275.93	218.26
Less:- B) Depreciation and Amortization Expense	465.22	114.26	521.53	114.26
<b>Profit / (Loss) before Extra Ordinary Items and tax</b>	<b>1,182.66</b>	<b>841.95</b>	<b>1,190.80</b>	<b>843.17</b>
Add/(Less): Extra Ordinary Item	352.02	1,015.67	352.10	1,015.67
<b>Profit/(Loss) after Extra Ordinary Items and before tax</b>	<b>1,534.68</b>	<b>1,857.62</b>	<b>1,542.90</b>	<b>1,858.84</b>
Tax Expense:				
A) Current Income Tax	1.95	-	1.95	(0.30)
B) Deferred Tax (Assets)/Liabilities	(42.30)	619.05	(123.30)	619.36
<b>Profit / (Loss) After Tax</b>	<b>1,575.03</b>	<b>1,238.58</b>	<b>1,664.25</b>	<b>1,239.19</b>

Previous year figures have been regrouped / re-arranged wherever necessary.

During the year under review, the revenue from operation was increased by 23.22% and the financial cost was increased by 26.42%.

During the year under review, Total Revenue of the Company is Rs. 64,591.80 lakhs as compared to Rs. 53,347.96 Lakhs in the previous financial year. Further, the Company has earned a Profit Before Tax (PBT) of Rs. 1534.68 Lakhs and Profit After Tax (PAT) of Rs. 1575.03 Lakhs as compared to Profit Before Tax (PBT) of Rs. 1857.62 Lakhs and Profit After Tax (PAT) of Rs. 1238.58 Lakhs, respectively, in the previous financial year.

The Company is engaged in steel manufacturing activities and it is operating in a single business / geographical segment.

## FACTORS AFFECTING FUTURE RESULTS OF OPERATIONS:

Our Company's future results of operations could be affected potentially by the following factorsP

- Political Stability of the Country.
- World Economy stability.
- Competition from existing players.
- Disruption in supply of Raw Materials and Labour Supply at site.
- Occurrence of Environmental Problems & Uninsured Losses.
- Ability to expand the geographical area of operation.
- Government policy and regulations towards Steel Sector.
- Change in demand and supply of products.
- Transportation cost of raw materials to supply of finish products.

## SWOT ANALYSIS:

### Strength

- The management of the Company has successfully scaled up the business over past few years.
- The Company acquired manufacturing units through NCLT and therefore the capital investment is cost effective.

- The Company has healthy relations with the customers and suppliers for uninterrupted and timely supply of good quality raw material.
- Labour condition is very congenial in this belt & labour availability is also sufficient especially related to steel manufacturing.

#### **Weakness**

- The prices of the raw material are fluctuating in nature so the Company should keep an eye on the prices and pass on the price change to the customers.
- The Company will have to offer discounts and compete with existing players in the initial period of operations to scale up the volumes.
- All Units are significantly dependent on external power from grid as it doesn't have a captive power plant of its own.
- Plant at Changodar is located at a distance of 150 km from Plant at Halol thereby resulting into transportation and handling cost which slightly reduces the profitability for 200 series Flat Bars. and also Kapadvanj Plant is located at distance of 85 km (approx.) from the Plant at Changodar.

#### **Opportunity**

- The automotive industry is forecasted to reach US\$ 260-300 billion by 2026. The industry accounts for around 10 per cent of the demand for steel in India. With increasing capacity addition in the automotive industry, demand for SS is expected to be robust.
- Domestic demand emanating for growth in domestic water supply, oil exploration, construction, infrastructure, and expansion of gas pipelines, petrochemicals, power and energy etc.
- Various Government initiatives for steel sector.

#### **Threats**

- Any change in Government Policies that may affect the industry performance
- Capital intensive industry with fluctuating raw material and finished goods prices. The input prices and the finished goods prices always move in tandem and thereby, any change in input costs would be transferred to finished products.
- Economic recession/downturn in the country as well as globally may affect the industry as a whole.
- Prospects of steel industry are strongly co-related to economic cycles. Demand for steel is sensitive to trends of particular industries, viz. automotive, construction, infrastructure, and consumer durables, which are the key consumers of steel products. These key user industries in turn depend on various macroeconomic factors, such as consumer confidence, employment rates, interest rates and inflation rates, etc. in the economies in which they sell their products.
- The steel industry is highly polluting and likely to be subjected to stringent environmental regulations at any point in time.

#### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company maintains an adequate and effective Internal Control System, equivalent with its size and complexity. It believes that these systems provide, among other things, a reasonable assurance that transactions are executed with management authorization. It also ensures that they are recorded in all material respects to permit preparation of financial statements in conformity with established accounting principles, along with the assets of the Company being adequately safeguarded against significant misuse or loss. This is supplemented through an internal audit programme and periodic review by the management and the Audit Committee.

#### **ENVIRONMENT SAFETY, HEALTH AND ENERGY CONSERVATION:**

Safety at work places is of paramount importance to the Company. The aim is to maintain the higher standards of safety across factories and workplaces; and ensure that latest best practices are implemented across the business to bring operational efficiencies and save energy.

#### **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS:**

The Company considers employees as its vital and most valuable assets. Your Company considers manpower as its assets and understands that people have been driving force for growth and expansion of the Company. Through our Learning and Development initiatives, the Company continues to upskill and reskill our employees for their jobs. The Company is into process of continuous improvements based on feedback and inputs from multiple stakeholders, past experiences and industry's best practices (Recruitment and Selection, Leave & Attendance Management) for giving better employee experiences.

As on 31st March, 2023, there were 197 permanent employees employed by the Company. The Company will continue to create opportunity and ensure recruitment of diverse candidates without compromising on meritocracy.

#### KEY FINANCIAL RATIOS:

Sr. No.	Ratio	Numerator	Denominator	As at 31st March, 2023	As at 31st March, 2022	% Change	Reason for variance
1	Current ratio (In times)	Current Assets	Current Liabilities	1.69	0.92	82.91	Due to initial Public Offer
2	Debt- Equity ratio (In times)	Total Debt	Shareholders' Equity	0.55	1.03	-46.92	Due to initial Public Offer
3	Debt Service Coverage ratio (In times)	Earning Available for Debt Service = PAT + Depreciation + Interest	Total Debt Service = Principal Repayments + Interest	Not Applicable	Not Applicable	-	-
4	Return on Equity Ratio	Net Profit After Tax	Shareholders' Equity	0.12	0.27	-54.72	Due to initial Public Offer
5	Inventory Turnover ratio (In times)	Cost of Goods Sold	Average Inventory	12.04	16.00	-24.77	Increase in Inventory Stock
6	Debtors Turnover (Trade Receivable Ratio) (In times)	Net credit Sales	Average Trade Receivable	19.05	41.82	-54.44	Increase in Credit Period
7	Trade payables turnover ratio (In times)	Credit Purchase	Average Trade Payable	34.26	24.12	42.07	Due to initial Public Offer
8	Net capital turnover ratio (In times)	Net Annual Sales	Share Holders' Equity	5.05	11.50	-56.12	Due to initial Public Offer
9	Net Profit Ratio	Net Profit	Turnover After Tax	2.44	2.37	3.20	-
10	Return on Capital employed (%)	Earning Before Interest and Taxes	Capital Employed = Tangible Net worth +Debt + Lease Liability	12.06	28.08	-57.07	Due to Amalgamation Industrial of HM Private Limited, a Company under CIRP
11	Return on investment	Income Generated from Investments	Average Invested funds	0.68	0.84	-18.78	

#### STAKEHOLDER ENGAGEMENT:

The Company's endeavour is to maintain regular engagement with all its stakeholders to ensure that their concerns are addressed and expectations are met. Dynamic processes are in place within the Company to ensure integration of feedback from various stakeholders such as suppliers, customers, employees, and investors on a routine basis. By trusting employees, partnering with suppliers and dealers, and engaging with local communities, we work towards serving and delighting our customers.

#### CAUTIONARY STATEMENT:

Statements in this Management Discussion and Analysis contains "Forward Looking Statements" including, but without limitation, statements relating to the implementation of strategic initiatives, and other statements relating to Company's future business developments and economic performance. While these forward-looking statements indicate our assessment and future expectations concerning the development of our business, several risks, uncertainties, and other unknown factors could cause actual developments and results to differ materially from our expectations. These factors include, but are not limited to, general market, macroeconomic, governmental and regulatory trends, movements in currency exchange and interest rates, competitive pressures, technological developments, changes in the financial conditions of

third parties dealing with us, legislative developments, and other key factors that could affect our business and financial performance. The Company undertakes no obligation to publicly revise any forward- looking statements to reflect future/ likely events or circumstances.

**Date : 15th June, 2023**

**Place : Ahmedabad**

**For and on behalf of Board of Directors**

**MANGALAM WORLDWIDE LIMITED**

**Registered office:**

102, Mangalam Corporate House,  
42, Shrimali Society, Netaji Marg,  
Mithakhali, Navrangpura,  
Ahmedabad-380 009, Gujarat.

**VIPIN PRAKASH MANGAL**

CHAIRMAN

DIN: 02825511

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,  
The Members,  
**Mangalam Worldwide Limited**  
CIN: L27100GJ1995PLC028381

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Mangalam Worldwide Limited (CIN: L27100GJ1995PLC028381) and having its registered office at 102, Mangalam Corporate House, 42, Shrimali Society, Netaji Marg, Mithakhali, Navrangpura, Ahmedabad - 380 009 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company, on 31st March, 2023 as stated below, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority, the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Vipin Prakash Mangal	02825511	1st January, 2022
2.	Mr. Chanakya Prakash Mangal	06714256	15th November, 2013
3.	Mr. Chandragupt Prakash Mangal	07408422	18th January, 2016
4.	Mr. Anilkumar Shyamlal Agrawal	00528512	21st February, 2022
5.	Mrs. Pritu Gupta	07983510	21st February, 2022
6.	Mrs. Sarika Sachin Modi	08320453	21st February, 2022
7.	Mr. Mohit Kailash Agrawal	09696637	6th August, 2022

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

**For Sparsh Gupta & Co.**  
Company Secretaries,  
UCN: S2016GJ437500

**Sparsh M. Gupta**  
Proprietor  
FCS: 11558  
CP: 17390

Date : 15th June, 2023  
Place : Ahmedabad

PR: 1802/2022  
UDIN: F011558E000489961



## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
**MANGALAM WORLDWIDE LIMITED**  
(ERSTWHILE KNOWN AS MANGALAM WORLDWIDE PRIVATE LIMITED)

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the standalone financial statements of MANGALAM WORLDWIDE LIMITED (ERSTWHILE KNOWN AS MANGALAM WORLDWIDE PRIVATE LIMITED) ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss, and statement of cash flows for the period ended 31st March 2023, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit/loss, and its cash flows for the period ended March 31, 2023.

#### Basis for Opinion

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

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

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters and there is no any Key Audit Matters which need to be reported.

<b>Business Combination under Composite Scheme of Arrangement – Merger Accounting of H.M. Industries Private Limited (HMIPL)</b>	<b>How Our Audit addressed the Key Audit Matters</b>
<p>[Refer Note No.13 to the Standalone Financial Statements].</p> <p>Pursuant to the National Company Law Tribunal (NCLT) Order dated September 20, 2022, HMIPL (Steel Division) ("Transferor Companies") were merged with the Company.</p> <p>The Company has accounted for the business combination using the pooling of interest method in accordance with AS 14 – Accounting for Amalgamation (the 'Standard').</p> <p>The carrying value of the assets and liabilities of the transferor company as at September 20, 2022 (being the last period presented), as appearing in the financial statements of the Company before the merger have been incorporated in the books with merger adjustments, as applicable.</p> <p>Pursuant to the merger adjustment, The Company has recognized Capital reserve of "32.91" lakhs as an Capital reserve on Amalgamation.</p> <p>Considering the magnitude and complex accounting involved, the aforesaid business combination treatment in standalone financial statements has been considered to be a key audit matter.</p>	<p>Our audit procedures included the following:</p> <p>We understood from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the accounting of business combination.</p> <p>We have traced the assets, liabilities, tax losses of HMIPL from the audited special purpose financial statements / financial information received from our Statutory Auditor of HMIPL as at 20.09.2022 and Tax Audit Report Received from the other auditors under our audit instructions.</p> <p>We have taken assessment related to order approved by NCLT related to Amalgamation.</p> <p>We tested management's assessment of accounting for the business combination and determined that it was appropriately accounted for in accordance with AS 14 – Accounting for Amalgamation.</p> <p>We tested the management's computation of</p> <p>Determining the amount determined to be recorded in the capital reserve arising due to effect of amalgamation.</p> <p>We also assessed the adequacy and appropriateness of the disclosures made in the standalone financial statements.</p> <p>Based on above work performed, the Management's accounting for the merger of HMIPL with the Company is in accordance with the AS – 14 Accounting for Amalgamation.</p>

### Information Other than the financial statements and Auditor's report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibility of Management for Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based

on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

#### Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has not any pending litigation which should require to disclose on its financial position.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
      - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
    - (b) The management has represented, that, to the best of its knowledge and belief, as disclosed in the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
  - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
- (c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d) (i) and (d) (ii) contain any material misstatement.
- v. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.
- (h) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:
- In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For Keyur Shah & Co.**  
Chartered Accountants  
FRN.: 141173W

**Keyur Shah**  
Proprietor  
Membership No.: 153774  
UDIN : 23153774BGWLTG8993

**Date : 18th April, 2023**  
**Place : Ahmedabad**

## “Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & ‘Regulatory Requirement’ of our report of even date to the financial statements of the Company for the period ended March 31, 2023:

**i. Property, Plant, Equipment and intangible Assets:**

- a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant, Equipment and intangible Assets;
- b. The Property, Plant, Equipment and intangible Assets are physically verified by the management according to a phased programme, designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. Pursuant to the programme, a portion of the Property, Plant, Equipment and intangible Assets has been physically verified by the management during the year and no material discrepancies have been noticed on such verification.
- c. The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 9 on Property, plant and equipment and Intangible assets to the standalone financial statements, are held in the name of the Company, except as per **Annexure-1**.
- d. The Company has not revalued its Property, Plant, Equipment and intangible Assets during the year. Accordingly, the reporting under clause 3(i)(d) of the Order is not applicable to the company.
- e. Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding Benami property under Benami Transactions (Prohibitions) Act, 1988(as amended in 2016) (formerly the Benami Transaction (Prohibition) Act, 1998(45 of 1988) and Rules made thereunder, and therefore the question of our commenting on whether the company has appropriately disclosed the details in its standalone financial statements does not arise.

**ii. Inventory:**

- a. The physical verification of inventory (excluding stocks with third parties) has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedures of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- b. During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 Crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out in **Annexure-2**;

**iii. Loans given by the Company:**

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any security or granted advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments, granted loans and provided guarantees to companies and other parties in respect of which the requisite information is provided in clause (a) to (f) as below to the extent applicable. The Company has not made any investments in or provided any guarantee or security to firms or limited liability partnership except as mentioned below:

- a) Based on the audit procedures carried out by us and as per the information and explanations given to us, the Company has provided loans or stood guarantee, as below:

(INR in Lakhs)

Particulars	Guarantees	Loans - Unsecured
<b>Aggregate amount granted/Provided during the year</b>		
- Subsidiaries		
- Mangalam Saarloh Private Limited	0.00	335.00
- Others	0.00	2652.44
<b>Balance outstanding as at balance sheet date</b>		
- Subsidiaries	0.00	310.00
- Others	0.00	1000.62



- b) According to the information and explanations given to us and based on the audit procedures carried out by us, in our opinion the investments made and guarantees provided during the year and the terms and conditions of the grant of loans and guarantees provided during the year are prima facie, not prejudicial to the interest of the Company.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advances in the nature of loans to any party during the year.
- d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.
- e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to same parties.
- f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

**iv. Loans to Directors & Investment by the Company:**

In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it, as applicable.

**v. Deposits**

The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

**vi. Cost Records:**

Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

**vii. Statutory Dues:**

- a. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of provident fund, employees' state insurance, income tax, goods and services tax and labour welfare fund, though there were no delay in depositing undisputed statutory dues, including sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.
- b. According to the information and explanation given to us, there have been following statutory dues on account of disputed dues pending during the year.

Name of the Statute	Nature of the Dues	Amount (Rs.)	Remarks, (if any )
Direct Tax Demand	Income Tax Department	1459.32 Lakh	AMCPL through amalgamation

**viii. Unrecorded income**

According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

**ix. Repayment of Loans:**

- a. According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.

- b. According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Willful Defaulter by any bank or financial institution or government or any government authority.
- c. In our opinion, and according to the information and explanations given to us, the company has not obtained any term loans during the year. Accordingly, clause 3(ix) (C) of the order is not applicable.
- d. According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, we report that the Company has not used funds raised on short-term basis for the long-term purposes.
- e. According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- f. According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

**x. Utilization of IPO & FPO and Private Placement and Preferential issues:**

- a. The company had made an initial public offering (IPO) of 64,93,200 equity shares of face value of Rs. 10 each fully paid up for cash at a price of Rs. 101/- per equity share (including share premium of Rs. 91 per equity share) aggregating to Rs. 6558.13/- Lakhs. The aforementioned equity shares were of the company got listed on NSE Emerge Platform on 11th July, 2022.

Nature of the fund raised	Purpose for which funds were raised	Total Amount Raised/opening unutilized balance	Amount utilized for the other purpose	Unutilized balance as at balance sheet date	Details of default (Reason/ Delay)	Subsequently rectified (Yes/No) and details
Initial Public Offer	To meet working capital requirement and General corporate purposes	6558.13 Lakh	None	Nil	No Default	NO

**xi. Reporting of Fraud:**

- a. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- b. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, no report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 has been filed with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.
- c. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, the Company has not received whistle-blower complaints during the year, which have been considered by us for any bearing on our audit and reporting.

**xii. NIDHI Company:**

As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

**xiii. Related Party Transaction:**

The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

**xiv. Internal Audit**

- a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- b) The reports of the Internal Auditor for the period under audit have been considered by us.

**xv. Non-Cash Transaction:**

The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under Clause 3(xv) of the Order is not applicable to the Company.

**xvi. Register under RBI Act, 1934:**

- a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.
- b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.
- c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) Based on the information and explanations provided by the management of the Company, the Group has six CICs as part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

**xvii. Cash Losses**

The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

**xviii. Auditor's Resignation**

There has not been resignation of the statutory auditors during the year. Hence, reporting under this clause is not applicable.

**xix. Financial Position**

According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**xx. Corporate Social Responsibility**

The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

In respect of ongoing projects, the company does not have any unspent corporate social responsibility (CSR) amount as at the end of the previous financial year and also at the end of the current financial year. Hence, reporting under this clause is not applicable for the year.

**For Keyur Shah & Co.**  
Chartered Accountants  
FRN.: 141173W

**Keyur Shah**  
Proprietor  
Membership No.: 153774  
UDIN : 23153774BGWLTG8993

**Date : 18th April, 2023**  
**Place : Ahmedabad**

## **“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of MANGALAM WORLDWIDE LIMITED (ERSTWHILE KNOWN AS MANGALAM WORLDWIDE PRIVATE LIMITED)**

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

We have audited the internal financial controls over financial reporting of MANGALAM WORLDWIDE LIMITED (ERSTWHILE KNOWN AS MANGALAM WORLDWIDE PRIVATE LIMITED) (“the Company”) as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the period ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

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

#### **Auditor’s Responsibility**

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

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

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

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

#### **Limitations of Internal Financial Controls over Financial Reporting**

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

### Opinion

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

**For Keyur Shah & Co.**

Chartered Accountants

FRN.: 141173W

**Keyur Shah**

Proprietor

Membership No.: 153774

UDIN : 23153774BGWLTG8993

**Date : 18th April, 2023**

**Place : Ahmedabad**



**Annexure 1: Details Property held by other Entities:**

Description of property	Gross carrying value (Rs in Lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held (i.e. dates of capitalisation provided in range)#	Reason for not being held in the name of the Company
1. Land situated at Plot No. 2348, admeasuring 32136 sq. mtrs. Survey No. 110/1/1118 & 110/1119, Village Khakhriya, Tal. Shavali, Dist. Vadodara	193.54	Agarwal Mittal Concast Private Limited	No	13th December 2021, to as on Date	Properties acquired through amalgamation / merger, the name change in the name of company is pending

**Annexure-2: Details stock statement submitted by company to the bank:**

Name of the Bank	Aggregate working capital limits sanctioned (Rs in Lakhs)	Nature of Current Asset offered as Security	Quarter ended	Amount disclosed as per quarterly return/ statement (Rs in Lakhs)	Amount as per books of account (Rs in Lakhs)	Difference (Rs in Lakhs)	Reasons for difference
ICICI BANK	1100.00	STOCK AND BOOK DEBTS	June 30, 2022	1,822.64	1,810.15	12.49	Difference in Valuation + month end debit note/ credit note transaction entries
STATE BANK OF INDIA & CANARA BANK	4900.00	STOCK AND BOOK DEBTS	September 30, 2022	3,435.15	3518.52	(83.37)	Difference in Valuation + month end debit note/ credit note transaction entries
STATE BANK OF INDIA & CANARA BANK	4900.00	STOCK AND BOOK DEBTS	December 30, 2022	5,392.69	5,317.70	74.99	Difference in Valuation + month end debit note/ credit note transaction entries
STATE BANK OF INDIA & CANARA BANK	10000.00	STOCK AND BOOK DEBTS	March 31, 2023	7,552.68	7,552.68	-	-

## Standalone Balance Sheet as at 31st March, 2023

(Rs. in Lakhs)

Sr. No.	Particulars	Note No.	As at 31st March, 2023	As at 31st March, 2022
<b>I.</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholders' Funds</b>			
	(a) Share Capital	1	2,450.07	1,800.75
	(b) Reserves and Surplus	2	10,319.94	2,746.76
<b>2</b>	<b>Share Application Money Pending Allotment</b>		-	-
<b>3</b>	<b>Non-Current Liabilities</b>			
	(a) Long-Term Borrowings	3	1,616.54	-
	(b) Deferred Tax Liabilities (Net)	4	576.74	619.05
	(c) Other Long-Term Liabilities	5	55.78	21.65
<b>4</b>	<b>Current Liabilities</b>			
	(a) Short-Term Borrowings	6	6,987.21	4,687.86
	(b) Trade Payables	7		
	(i) MSME		8.07	-
	(ii) Others		1,274.50	1,813.47
	(c) Other Current Liabilities	8	1,159.38	563.25
	(d) Short-Term Provisions	9	332.88	6.51
	<b>TOTAL</b>		<b>24,781.11</b>	<b>12,259.29</b>
<b>II.</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non-Current Assets</b>			
	(a) Property, Plant and Equipment and Intangible Assets			
	(i) Property, Plant and Equipment	10	7,694.16	5,020.89
	(ii) Intangible Assets	10	12.39	12.39
	(iii) Capital Work In Progress	10	-	2.18
	(b) Non-Current Investments	11	463.91	470.45
	(c) Deferred Tax Assets (Net)	4	-	-
	(d) Long-Term Loans and Advances	12	122.00	214.57
	(e) Other Non-Current Assets	13	16.43	15.59
<b>2</b>	<b>Current Assets</b>			
	(a) Current Investments		-	-
	(b) Inventories	14	6,452.13	3,487.85
	(c) Trade Receivables	15	5,218.49	1,547.40
	(d) Cash and Cash Equivalents	16	1,223.48	525.43
	(e) Short-Term Loans and Advances	17	3,578.12	962.54
	(f) Other Current Assets		-	-
	<b>TOTAL</b>		<b>24,781.11</b>	<b>12,259.29</b>

This is the Standalone Balance Sheet referred to in our report of even date.

**For, Keyur Shah & Co.**  
Chartered Accountants  
F.R. No.: 141173W

**Keyur Shah**  
Proprietor  
M. No.: 153774  
UDIN: 23153774BGWLTG8993

Place : Ahmedabad  
Date : 18th April, 2023

**For and on Behalf of the Board**

**Vipin Prakash Mangal**  
Chairman  
DIN: 02825511

**Mohit Kailash Agrawal**  
WTD & CFO  
DIN: 09696637

Place : Ahmedabad  
Date : 18th April, 2023

**Chanakya Prakash Mangal**  
Managing Director  
DIN: 06714256

**Fageshkumar Rameshbhai Soni**  
CS & Compliance Officer  
M. No.: F8218

**Standalone Statement of Profit & Loss for the year ended on 31st March, 2023** (Rs. in Lakhs)

Sr. Particulars No.	Note No.	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
I. Revenue from Operations	18	64,448.48	52,302.96
II. Other Income	19	143.32	29.32
<b>III. Total Income (I + II)</b>		<b>64,591.80</b>	<b>52,332.28</b>
<b>Expenses:</b>			
Cost of Material Consumed / Cost of Traded Goods Sold	20	52,717.41	40,061.53
Changes in Inventories of Finished Goods / Traded Goods	21	(2,268.08)	470.58
Employee Benefits Expense	22	1,212.50	571.55
Finance Costs	23	275.93	218.23
Depreciation and Amortisation Expense	10	465.22	120.16
Depreciation Expense on Investment Property	10	-	(5.90)
Other Expenses	24	11,006.16	10,054.19
<b>IV. Total Expenses</b>		<b>63,409.14</b>	<b>51,490.33</b>
<b>V. Profit Before Extra Ordinary Items and Tax (III-IV)</b>		<b>1,182.66</b>	<b>841.95</b>
Extra Ordinary Items	19	352.02	1,015.67
<b>VI. Total Extra Ordinary Items</b>		<b>352.02</b>	<b>1,015.67</b>
<b>VII. Profit before tax (V-VI)</b>		<b>1,534.68</b>	<b>1,857.62</b>
Tax Expense:			
(1) Current Income Tax		(1.95)	-
(2) Income Tax (Prior Period)		-	-
(3) Deferred Tax		42.30	(619.05)
<b>VIII. Total Tax Expense</b>		<b>40.35</b>	<b>(619.05)</b>
<b>IX. Profit/(Loss) for the period (VII + VIII)</b>		<b>1,575.03</b>	<b>1,238.58</b>
<b>X. Earnings per Equity Share</b>			
(1) Basic / Diluted		6.92	9.26
(2) Adjusted		6.92	9.26

This is the Standalone Statement of Profit and Loss referred to in our report of even date.

**For, Keyur Shah & Co.**  
Chartered Accountants  
F.R. No.: 141173W

**Keyur Shah**  
Proprietor  
M. No.: 153774  
UDIN: 23153774BGWLTG8993

Place : Ahmedabad  
Date : 18th April, 2023

**For and on Behalf of the Board**

**Vipin Prakash Mangal**  
Chairman  
DIN: 02825511

**Mohit Kailash Agrawal**  
WTD & CFO  
DIN: 09696637

Place : Ahmedabad  
Date : 18th April, 2023

**Chanakya Prakash Mangal**  
Managing Director  
DIN: 06714256

**Fageshkumar Rameshbhai Soni**  
CS & Compliance Officer  
M. No.: F8218

## Standalone Statement of Cash Flows for the year ended on 31st March, 2023

(Rs. in Lakhs)

Sr. Particulars No.	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>CASH FLOW FROM OPERATING ACTIVITIES :</b>		
<b>Net Profit before Tax (A)</b>	<b>1,182.66</b>	<b>841.95</b>
Adjustments for :		
Depreciation & Amortization	465.22	120.16
Extra Ordinary Item	352.02	1,015.67
Gain on Sale of Investment	(352.02)	(1,015.67)
Interest / Finance Charges	275.93	218.26
Interest & Dividend Earned	(143.32)	(27.52)
<b>Sub Total (B)</b>	<b>597.83</b>	<b>310.91</b>
<b>Operating Profit Before Working Capital Changes (A + B)</b>	<b>1,780.49</b>	<b>1,152.87</b>
Adjustments for Changes in Working Capital		
(Increase)/ Decrease in Inventories	(2,964.27)	(944.38)
(Increase)/ Decrease in Trade Receivables	(3,671.09)	(593.17)
(Increase)/ Decrease in Loans & Advances	(2,615.58)	(146.59)
(Increase)/ Decrease in Other Non Current Assets	(0.83)	-
Increase/ (Decrease) in Trade Payables	(530.90)	190.00
Increase/ (Decrease) in Short Term Provision & Other Liabilities	956.63	499.36
<b>Sub Total (C)</b>	<b>(8,826.05)</b>	<b>(994.79)</b>
<b>Cash Generated from Operating Activities (A + B+ C)</b>	<b>(7,045.56)</b>	<b>158.08</b>
Income tax paid during the year (D)	(1.95)	-
<b>Net Cash Generated from Operating Activities (A + B+ C + D)</b>	<b>(7,047.51)</b>	<b>158.08</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Purchase of Fixed Assets	(3,677.22)	(5,146.17)
Sales of Fixed Assets	538.72	-
Capital Work in Progress	2.18	(2.18)
Purchase/Sale of Investment	358.56	1,129.44
(Increase) / decrease in Long Term Loans and Advances	92.56	(173.18)
Interest & Dividend Received	143.32	27.52
<b>Net Cash Generated from Investing Activities</b>	<b>(2,541.87)</b>	<b>(4,164.59)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Proceeds from issue of Equity Shares / Receipt of Uncalled Money	649.32	2,026.84
Security Premium	5,865.55	-
Capital Reserve on Merger	180.21	-
(Increase)/ Decrease in Loans & Advances	-	(434.33)
Net of (Repayment)/ Proceeds from Unsecured Short Term Borrowing	2,299.35	3,075.06
Net of (Repayment)/ Proceeds from Long Term Borrowing	1,616.54	-
Interest/ Finance Charges Paid	(275.93)	(218.26)
Dividend & Dividend Tax Paid	(47.65)	(0.49)
<b>Net Cash Generated from Financing Activities</b>	<b>10,287.43</b>	<b>4,448.82</b>
<b>Net Increase in Cash and Cash Equivalents</b>	<b>698.06</b>	<b>442.31</b>
<b>Cash and Cash Equivalents at the beginning of the Year</b>	<b>525.43</b>	<b>83.11</b>
<b>Cash and Cash Equivalents at the end of the Year</b>	<b>1,223.48</b>	<b>525.43</b>

### Notes:

- (1) Standalone Cash flow statement has been prepared under the indirect method as set out in the Accounting Standard (AS) 3: "Cash Flow Statements".
  - (2) Previous year's figures have been regrouped/reclassified wherever applicable.
- This is the Standalone Cash Flow Statement referred to in our report of even date.

**For, Keyur Shah & Co.**

Chartered Accountants  
F.R. No.: 141173W

**Keyur Shah**

Proprietor  
M. No.: 153774  
UDIN: 23153774BGWLTG8993

**For and on Behalf of the Board**

**Vipin Prakash Mangal**  
Chairman  
DIN: 02825511

**Mohit Kailash Agrawal**  
WTD & CFO  
DIN: 09696637

**Chanakya Prakash Mangal**  
Managing Director  
DIN: 06714256

**Fageshkumar Rameshbhai Soni**  
CS & Compliance Officer  
M. No.: F8218

Place : Ahmedabad  
Date : 18th April, 2023

Place : Ahmedabad  
Date : 18th April, 2023

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

### NOTE - 1 - SHARE CAPITAL

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Authorised</b>		
3,97,50,000 (P.Y. 2,50,00,000) Equity Shares of Rs. 10/- each	3,975.00	2,500.00
28,000 (P.Y. 28,000) Redeemable Preference Shares of Rs. 10/- each	2.80	2.80
47,50,000 (P.Y. Nil) 0.1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- each	475.00	-
	<b>4,452.80</b>	<b>2,502.80</b>
<b>Issued</b>		
2,45,00,674 (P.Y. 1,80,07,474) Equity Shares of Rs. 10/- each fully paid up	2,450.07	1,800.75
	<b>2,450.07</b>	<b>1,800.75</b>
<b>Subscribed &amp; fully Paid up</b>		
2,45,00,674 (P.Y. 1,80,07,474) Equity Shares of Rs. 10/- each fully paid up		
<b>Outstanding at the beginning of the year</b>	<b>1,800.75</b>	<b>3.24</b>
Add: Shares converted from partly paid up Equity shares during the year	-	14.82
Add: Shares converted from Equity shares with diff. voting rights during the year	-	6.30
Add: Bonus Shares Issued during the year	-	1,217.87
Add: Preferential Allotment Shares Issued during the year	-	558.52
Add: Initial Public Offer 64,93,200 Equity Shares of Rs. 10/- each fully paid up	649.32	-
	<b>2,450.07</b>	<b>1,800.75</b>
<b>Subscribed but not fully Paid up</b>		
<b>Outstanding at the beginning of the year</b>	-	<b>11.86</b>
Add: Balance call money Rs. 2/- each called up from partly paid up Equity shares during the year	-	2.96
Less: Shares converted from partly paid up Equity shares to Fully paid up during the year	-	14.82
	-	-
<b>Outstanding at the beginning of the year</b>	-	<b>5.04</b>
Add: Balance call money Rs. 2/- each called up from Equity shares with diff. voting rights during the year	-	1.26
Less: Shares converted from Equity shares with diff. voting rights during the year	-	6.30
<b>Per Balance Sheet</b>	<b>2,450.07</b>	<b>1,800.75</b>



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

### NOTE - 1 - SHARE CAPITAL (Contd....)

#### 1.1 Rights, preferences and restrictions attached to shares:

##### Equity Shares:

During the year Company has left with only one class of equity shares having a par value of Rs 10/- each. However in the preceding period company had two class of equity shares having a par value of Rs 10/- each (i) Equity shares with normal voting rights and (ii) Equity Shares with Differential voting rights. Every share holder holding shares with normal voting rights had on a show of hands or on a poll, 1 vote for every 1 share held by them and Every share holder holding shares with differential voting rights had on a show of hands or on a poll, 1 vote for every 100 shares held by them.

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their share holding.

The company had made an initial public offering (IPO) of 64,93,200 equity shares of face value of Rs. 10/- each fully paid up for cash at a price of Rs. 101/- per equity share (including share premium of Rs. 91 per equity share) aggregating to Rs. 6558.13/- Lakhs. The aforementioned equity shares were of the company got listed on NSE Emerge Platform on 11th July, 2022.

During the Period, Pursuant to the approval of the Members accorded at the Extra Ordinary General Meeting held on 24th March, 2023 for issue of 52,00,000 Convertible Warrants (the 'Warrants') and pursuant to the receipt of Rs. 13,91,00,000/- being 25% of issue price / subscription money, the Board of Directors of Mangalam Worldwide Limited ("Company") at its meeting held on 6th April, 2023, allotted 52,00,000 Convertible Warrants at an issue price of Rs.107/- per warrant, aggregating to Rs.55,64,00,000/- (Rupees Fifty-Five Crores Sixty Four Lakhs Only) by way of preferential allotment to Promoters, Persons belonging to Promoters' Group and Person other than promoters / promoters group of the Company.

#### 1.2 Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number	Amount (*)	Number	Amount (*)
<b>Equity Shares of Rs. 10/- each:</b>				
<b>Shares outstanding at the beginning of the year</b>	<b>180.08</b>	<b>1,800.75</b>	<b>1.81</b>	<b>18.06</b>
Add: Shares converted from Equity shares with diff. voting rights during the year	-	-	0.63	6.30
Add: Bonus Shares Issued during the year	-	-	121.79	1,217.87
Add: Preferential Allotment Shares Issued during the year	-	-	55.85	558.52
Add: Initial Public Offer 64,93,200 Equity Shares of Rs. 10/- each	64.93	649.32	-	-
Less: Shares bought back during the year	-	-	-	-
<b>Shares outstanding at the end of the year</b>	<b>245.01</b>	<b>2,450.07</b>	<b>180.08</b>	<b>1,800.75</b>
<b>Equity Shares-Differential Voting Rights of Rs. 10/-each</b>				
<b>Shares outstanding at the beginning of the year</b>	<b>-</b>	<b>-</b>	<b>0.63</b>	<b>6.30</b>
Less: Shares converted to fully paid up Equity Shares during the year	-	-	0.63	6.30
<b>Shares outstanding at the end of the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>(*) Face value</b>				

#### 1.3 Shares in the company held by each shareholder holding more than 5 percent shares

Name of Shareholder	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
<b>Equity Shares of Rs. 10/- each:</b>				
Chanakya Prakash Mangal	33.26	13.57%	33.26	18.47%
Chandragupt Prakash Mangal	42.27	17.25%	42.27	23.47%
Omprakash Mangal	13.61	5.55%	14.61	8.11%
Rashmi Mangal	24.31	9.92%	33.31	18.50%
Vipin Prakash Mangal	42.31	17.27%	33.31	18.50%
# - Less than 5%				

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

### NOTE - 1 - SHARE CAPITAL (Contd....)

#### 1.3 Shares in the company held by each shareholder holding more than 5 percent shares

Name of Promoter & Promoter Group	As at 31st March, 2023		% Change during the year
	No. of Shares held	% of Holding	
<b>Equity Shares of Rs. 10/- each:</b>			
Chanakya Prakash Mangal	33.26	13.57%	-4.89%
Chandragupt Prakash Mangal	42.27	17.25%	-6.22%
Omprakash Mangal	13.61	5.55%	-2.56%
Rashmi Mangal	24.31	9.92%	-8.58%
Vipin Prakash Mangal	42.31	17.27%	-1.23%
Honey Mangal	1.00	0.41%	0.41%

Name of Promoter & Promoter Group	As at 31st March, 2022		% Change during the year
	No. of Shares held	% of Holding	
<b>Equity Shares of Rs. 10/- each:</b>			
Chanakya Prakash Mangal	33.26	18.47%	-0.64%
Chandragupt Prakash Mangal	42.27	23.47%	4.37%
Omprakash Mangal	14.61	8.11%	-0.67%
Rashmi Mangal	33.31	18.50%	0.00%
Vipin Prakash Mangal	33.31	18.50%	0.00%
<b>Equity Shares - Differential Voting Rights of Face Value of Rs. 10/- each:</b>			
Chanakya Prakash Mangal	0.13	20.63%	0.00%
Chandragupt Prakash Mangal	0.13	20.63%	0.00%
Vipin Prakash Mangal	0.13	20.63%	0.00%

### Note - 2 - Reserves and Surplus

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Securities Premium on Equity Shares Account</b>		
<b>Opening Balance</b>	<b>1,284.60</b>	<b>772.80</b>
Add : Securities Premium Credited on money called up on Shares	-	179.52
Add : Securities Premium Credited on money called up on Preferential Allotment of Shares	-	1,284.60
Add : Securities Premium Credited on Initial Public Offer	5,908.81	-
Less : Premium Utilised for issue of Bonus Shares	-	(952.32)
Less : Premium Utilised for Initial Public Offer Expense	(43.26)	-
<b>Closing Balance</b>	<b>7,150.15</b>	<b>1,284.60</b>
<b>Capital Reserve On Amalgamation</b>		
<b>Opening Balance</b>	-	-
Addition during the year	180.21	-
<b>Closing Balance</b>	<b>180.21</b>	-
<b>Surplus in Statement of Profit and Loss</b>		
<b>Opening Balance</b>	<b>1,462.20</b>	<b>489.66</b>
Add: Net Profit/(Net Loss) For the Current Year	1,575.03	1,238.58
Less: Reserves Utilised for issue of Bonus Shares	-	(265.59)
Less: Dividend on Equity Shares	(47.65)	(0.49)
Less: Dividend Distribution Tax	-	-
<b>Closing Balance</b>	<b>2,989.58</b>	<b>1,462.16</b>
<b>Per Balance Sheet</b>	<b>10,319.94</b>	<b>2,746.76</b>

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

### Note - 3 - Long-Term Borrowings

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Secured</b>		
<b>(a) Loans from Bank</b>		
State Bank of India - Term Loan (See Note No 3.1)	1,616.54	-
<b>Per Balance Sheet</b>	<b>1,616.54</b>	<b>-</b>

**3.1.** The above facilities are further collaterally secured by way of equitable mortgage & Paripassu of 1st Charge of immoveable property, jointly owned by the company and M/s Hindprakash Global Private Limited, property situated at Shop No 8; Ground Floor, Himalya Elanza Business Center RTO Circle, Ahmedabad, NA Land bearing Plot No.2348 bearing S. No.219 Paiki admeasuring 28328 sq. mtrs. along with standing thereon factory sheds and building admeasuring about 9225.26 sq. mtrs. at Chandrapura, Halol in the name of MWL, Plant & Machinery on Land bearing Plot No.2348 bearing S No.19 Paiki at Chandrapura, Halol in the name of MWL & NA Industrial open land bearing amalgamated survey no.1025/A/2 (old survey no.1025/A/2 (5665 sq mtrs) + 1032 (4047 sq mtrs) + 1033 (5767 sq mtrs) total admeasuring 15277 sq mtrs situated at Kapadvanj, Kheda in the name of MWL.

### Note - 4 - Deferred Tax Liabilities/(Assets) (Net)

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Books Income Tax Difference</b>		
WDV of PPE 4,009.98 1,384.00 2,625.98 25.17%	660.91	704.90
Rent Adjustment - AS 19 (1.32) - (1.32) 25.17%	(0.33)	(0.11)
Section 35D - 0.26 (0.26) 25.17%	(0.07)	(0.07)
Provision for Gratuity (29.04) - (29.04) 25.17%	(7.31)	(6.07)
Provision for Leave Encashment (48.41) - (48.41) 25.17%	(12.18)	(1.03)
Carried Forward Business Loss / Depreciation etc.. 255.37 (255.37) 25.17%	(64.27)	(78.57)
<b>Per Balance Sheet</b>	<b>576.74</b>	<b>619.05</b>
<b>Note: 3.1 In view of Prudence, Deferred Tax Asset has not been created on</b>		
<b>Books Income Tax Difference</b>		
Carry Forward Long Term Capital Loss on Sale of Shares of VICOR - 25.17%	-	159.66
Provision for Doubtful Recovery of Assets 10,957.50 25.17%	2,757.78	1,057.63
<b>Total 10,957.50</b>	<b>2,757.78</b>	<b>1,217.29</b>

### Note - 5 - Other Long-Term Liabilities

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Provision for employee benefits</b>		
Provision for Gratuity & Leave Encashment (Unfunded)	55.78	21.65
<b>Per Balance Sheet</b>	<b>55.78</b>	<b>21.65</b>

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

### Note - 6 - Short-Term Borrowings

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Secured</b>		
<b>(a) Loans from Bank</b>		
State Bank of India - Cash Credit	4,071.83	-
State Bank of India - Term Loan	75.00	-
Canara Bank - Cash Credit	2,141.34	-
CIRPL Loans Liabilities Payable	-	4,018.73
<b>Unsecured</b>		
<b>(a) Loans Repayable on Demand</b>		
Intercompany Deposits	211.70	462.03
From Directors	23.36	-
Local Bill Discounting	463.99	207.10
<b>Per Balance Sheet</b>	<b>6,987.21</b>	<b>4,687.86</b>

- 6.1** The company has created a exclusive charge in favour of State Bank of India to the extent of Rs. 14000 Lakhs (ICICI Bank Limited - Previous Year Rs 1100 Lakhs ) by way of hypothecation of the entire stock of moveable property including book debts and receivables of the company wherever located.
- 6.2.** The above facilities are further collaterally secured by way of equitable mortgage & Paripassu of 1st Charge of immoveable property, jointly owned by the company and M/s Hindprakash Global Private Limited, property situated at Shop No 8; Ground Floor, Himalya Elanza Business Center RTO Circle, Ahmedabad, NA Land bearing Plot No.2348 bearing S. No.219 Paiki admeasuring 28328 sq. mtrs. along with standing thereon factory sheds and building admeasuring about 9225.26 sq. mtrs. at Chandrapura, Halol in the name of MWL, Plant & Machinery on Land bearing Plot No.2348 bearing S No.19 Paiki at Chandrapura, Halol in the name of MWL & NA Industrial open land bearing amalgamated survey no.1025/A/2 (old survey no.1025/A/2 (5665 sq mtrs) + 1032 (4047 sq mtrs) + 1033 (5767 sq mtrs) total admeasuring 15277 sq mtrs situated at Kapadvanj, Kheda in the name of MWL.
- 6.3.** The above facilities are further guaranteed in personal capacity by three directors of the company namely ) Vipin Prakash Mangal, Chanakya Prakash Mangal and Chandragupt Prakash Mangal along with Hindprakash Global Private Limited.

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

### Note - 7 - Trade Payables

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Total outstanding dues of Medium, Small and Micro Enterprises (MSME) (Refer Note 25 (C) (8))	8.07	-
Total Outstanding Dues of Creditors other than MSME Enterprises	867.38	1,257.67
Current Liability for Expenses	407.11	555.80
<b>Per Balance Sheet</b>	<b>1,282.57</b>	<b>1,813.47</b>

Particulars	Outstanding for following periods from due date of payment				As at 31st March, 2023
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	8.07	-	-	-	8.07
(ii) Others	1,219.49	53.86	1.15	-	1,274.50
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,227.56</b>	<b>53.86</b>	<b>1.15</b>	<b>-</b>	<b>1,282.57</b>

Particulars	Outstanding for following periods from due date of payment				As at 31st March, 2022
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	-	-	-	-	-
(ii) Others	1,798.19	0.46	14.82	-	1,813.47
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,798.19</b>	<b>0.46</b>	<b>14.82</b>	<b>-</b>	<b>1,813.47</b>

### Note - 8 - Other Current Liabilities

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Unsecured</b>		
Other Statutory Liabilities	122.05	191.20
Other Liabilities	660.98	372.05
Advance from Customers	376.34	-
<b>Per Balance Sheet</b>	<b>1,159.38</b>	<b>563.25</b>

### Note - 9 - Short Term Provisions

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Provision for employee benefits</b>		
Gratuity (Unfunded)	9.59	2.48
Leave Encashment (Unfunded)	12.08	4.09
<b>Others</b>		
Provision for Expenses (Others)	309.26	-
Provision for Income Tax (net of prepaid taxes)	1.95	-
<b>Per Balance Sheet</b>	<b>332.88</b>	<b>6.51</b>



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

Note - 10 - Property, Plant and Equipment and Intangible Assets

(Rs. in Lakhs)

Particulars		Gross Block			Accumulated Depreciation			Net Block		
		Balance as at 1st April, 2022	Additions	(Disposals) / Adjustments	Balance as at 31st March, 2023	Balance as at 1st April, 2022	Depreciation Charge for the Year	(Disposals) / Adjustments	Balance as at 31st March, 2023	Balance as at 31st March, 2022
A	Property, Plant & Equipment									
	Building	816.80	758.56	-	1,575.36	324.63	41.01	-	1,209.72	492.17
	Computers	18.09	12.57	-	30.66	12.96	4.02	-	13.68	5.13
	Electric Installations	118.23	91.79	-	210.02	88.24	11.97	-	109.81	30.00
	Furniture and Fixtures	83.59	43.95	-	127.54	3.50	20.93	-	103.11	80.09
	Land	367.54	1,164.76	-	1,532.31	-	-	-	1,532.31	367.54
	Office Equipments	36.71	11.90	-	48.61	21.96	4.36	-	22.29	14.75
	Plant Machinery	6,795.35	1,522.32	1,009.58	7,308.09	2,816.82	360.86	470.86	4,601.27	3,978.53
	Vehicles	69.83	71.37	-	141.20	17.14	22.08	-	101.98	52.69
	Total (A)	8,306.14	3,677.22	1,009.58	10,973.78	3,285.25	465.22	470.86	3,279.62	5,020.89
	Previous Year	13.26	8,292.88	-	8,306.14	3,165.09	120.16	-	3,285.25	5,020.89
B	Intangible Assets									
	Goodwill on Amalgamation	12.39	-	-	12.39	-	-	-	12.39	12.39
	Total (B)	12.39	-	-	12.39	-	-	-	12.39	12.39
	Previous Year	12.39	-	-	12.39	-	-	-	12.39	-
	Total (A+B)	8,318.53	3,677.22	1,009.58	10,986.17	3,285.25	465.22	470.86	3,279.62	5,033.28
	Previous Year	25.65	8,292.88	-	8,318.53	3,165.09	120.16	-	3,285.25	5,033.28

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

### Note - 11 - Non-Current Investments (Long Term Investment) (Non Trade at Cost)

(Rs. in Lakhs)

(Valued at Cost less Diminution (Other than Temporary) in value, if any)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Investment in Equity Instruments (Unquoted)</b>		
<b>(i) of Subsidiaries</b>		
3,12,000 (P.Y. 6000) Equity shares - Mangalam Saarloh Private Limited (of Rs. 10/- each Fully Paidup)	31.33	0.73
<b>(ii) of Associates</b>		
Nil (P.Y. 170,865) Equity shares - Ritu Shipping Private Limited (of Rs. 10/- each Fully Paidup)	-	-
Less: Provision for diminution in value of Investments (Ritu)	-	(94.42)
<b>A</b>	<b>31.33</b>	<b>0.73</b>
<b>Investment in Equity Instruments (Quoted)</b>		
<b>(i) of Others</b>		
90,04,995 (P.Y. 19,83,934 of Rs.10/- each fully Paidup) Equity shares - Mangalam Global Enterprise Limited (of Rs. 2/- each Fully Paidup)	333.20	370.34
<b>B</b>	<b>333.20</b>	<b>370.34</b>
Market Value of Quoted Equity Investment (C.Y. Rs. 13,05,72,428/- P.Y. Rs. 42,34,70,712/-)		
Aggregate Amount of Unquoted Equity Investment (C.Y. Rs.31,33,200 - P.Y. 73,200)		
<b>Investment Property</b>		
(Valued at cost less accumulated depreciation)		
Cost of Land and Building as on Opening	99.38	99.38
Add: Addition During the Year	-	-
<b>Sub Total (a)</b>	<b>99.38</b>	<b>99.38</b>
Depreciation as on Opening	-	(5.90)
Add: Depreciation/Adjustment for the Year	-	5.90
<b>Sub Total (b)</b>	<b>-</b>	<b>-</b>
<b>Net Block (a-b) C</b>	<b>99.38</b>	<b>99.38</b>
Aggregate Value of Investment Property (C.Y. Rs. 99,37,990 P.Y. Rs. 99,37,990)		
Aggregate Provision for Diminution in Value of Investment (C.Y. Rs. Nil, P.Y. Rs. Nil)		
<b>Per Balance Sheet</b>	<b>463.91</b>	<b>470.45</b>

During the year under review, the Company has subscribed in the Rights Issue made/offered by Mangalam Saarloh Private Limited, a subsidiary of the Company, for 56,000 equity shares of Rs. 10/- each for cash at par.

### Note - 12 - Long-Term Loans and Advances (Unsecured, Considered Good)

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Prepaid Income Tax / MAT Credit / TDS (Net of Prov, if any)	121.38	213.43
Prepaid Expenses	0.62	1.14
Loans to Others	407.66	407.66
Less: Provision for Doubtful Recovery of Loans & Advances	(407.66)	(407.66)
Advance to Suppliers	1,210.41	1,210.41
Less: Provision for Provision for Doubtful Recovery of Advance to Suppliers	(1,210.41)	(1,210.41)
HMIPL Loans & Advances	5.57	-
HMIPL Provision for Loans & Advances	(5.57)	-
HMIPL Other Receivable	5.39	-
HMIPL Provision for Other Current Assets	(5.39)	-
<b>Per Balance Sheet</b>	<b>122.00</b>	<b>214.57</b>

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

### Note - 12 - Long-Term Loans and Advances (Unsecured, Considered Good) (Contd...) (Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Long Term Loans and Advances include due from:		
Other Officers of the Company	-	-
Firm in which any Director is Partner	-	-
Private Company in which Director is Director or Member	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

### Note - 13 - Other Non-Current Assets (Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Deposits	7.61	6.77
Deposits (AMCPL)	63.60	63.60
Less: Provision for Doubtful Recovery of Deposits	(54.78)	(54.78)
Deposits (HMIPL)	54.87	-
Less: Provision for Doubtful Recovery of Deposits	(54.87)	-
<b>Per Balance Sheet</b>	<b>16.43</b>	<b>15.59</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
Other Non-Current Assets include due from:		
Director (Rent Deposit)	1.20	1.20
<b>Total</b>	<b>1.20</b>	<b>1.20</b>

### Note - 14 - Inventories (As Taken, Verified, Valued and Certified by the Management) (Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Stock-in-Hand</b>		
Raw Materials	2,920.03	2,599.60
Finished Goods	981.13	441.04
Stores, Spares & Consumables	822.97	447.21
Goods in Transit	1,728.00	-
<b>Per Balance Sheet</b>	<b>6,452.13</b>	<b>3,487.85</b>

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

### Note - 15 - Trade Receivables (Unsecured and Considered Good)

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Over Six Months	9,322.72	2,507.25
Others	5,169.46	1,537.45
	14,492.18	4,044.70
Less: Provision for Doubtful Debts	(9,273.69)	(2,497.30)
<b>Per Balance Sheet</b>	<b>5,218.49</b>	<b>1,547.40</b>

Particulars	Outstanding for following periods from due date of payment #					As at 31st March 2023 Total
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade receivables - considered good	5,169.46	45.51	3.53	-	-	5,218.50
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	252.19	9,021.50	9,273.69
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Total</b>	<b>5,169.46</b>	<b>45.51</b>	<b>3.53</b>	<b>252.19</b>	<b>9,021.50</b>	<b>14,492.18</b>

Particulars	Outstanding for following periods from due date of payment #					As at 31st March 2022 Total
	Less than a6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade receivables - considered good	1,537.46	2.06	7.88	-	-	1,547.40
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	2,497.30	-	2,497.30
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Total</b>	<b>1,537.46</b>	<b>2.06</b>	<b>7.88</b>	<b>2,497.30</b>	<b>-</b>	<b>4,044.70</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
Trade Receivables include due from:		
Director	-	-
Other Officers of the Company	-	-
Firm in which any director is Partner	-	-
Private Company in which Director is Director or Member	69.35	-
<b>Total</b>	<b>69.35</b>	<b>-</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Provision for Doubtful Debts</b>	<b>-</b>	<b>-</b>
Opening Balance	2,497.30	3,529.44
Provision for Doubtful Debts During the year (HMIPL)	7,849.28	
Less: Debited as Bad Debts during the year	(1,072.89)	(1,032.14)
<b>Total</b>	<b>9,273.69</b>	<b>2,497.30</b>

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

### Note - 16 - Cash and Cash Equivalents

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Cash and Bank Balances</b>		
(a) Cash on Hand	1.47	2.22
(b) Balances with banks	-	-
(i) In Current Account	287.04	59.93
(i) In Cash Credit Account	-	52.14
(iii) In Bank Deposit (original maturity of 3 months or less) (Not under lien for security)	159.17	-
<b>Total Cash and Bank Balances - A</b>	<b>447.68</b>	<b>114.29</b>
<b>Other Bank Balances</b>		
(a) Other Bank Deposits (original maturity of 3 months or less) (Under lien for security)		
(b) Other Bank Deposits (Original Maturity more than 3 months) (See Note No. 16.1 and 16.2)	775.80	411.14
<b>Total Other Bank Balances - B</b>	<b>775.80</b>	<b>411.14</b>
<b>Per Balance Sheet</b>	<b>1,223.48</b>	<b>525.43</b>

#### Note:

Particulars	As at 31st March, 2023	As at 31st March, 2022
16.1. Other Bank Deposit include deposits with remaining maturity of more than 12 months from the balance sheet date.	-	-
16.2. Bank Deposit includes deposits pledged for Bank Guarantee issued by the bank	775.80	411.14
<b>Total</b>	<b>775.80</b>	<b>411.14</b>

### Note - 17 - Short-term Loans and Advances (Unsecured, Considered Good)

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Loans and Advances to related parties</b>		
Loans and Advances to related parties	310.00	-
<b>Loans and Advances to Others</b>		
Loans to Others	1,000.62	608.20
Loans to Employees	3.33	0.97
Advance to Suppliers	1,487.12	137.05
Advance for Capital Goods	664.35	1.93
GST Receivable	8.67	-
Prepaid Expenses	52.38	13.52
Tds (Unclaimed FY 2020-21)	3.23	-
Other Receivables	26.12	200.87
Bank Guarantee Margin	22.30	-
<b>Per Balance Sheet</b>	<b>3,578.12</b>	<b>962.54</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
Short Term Loans and Advances include due from:		
Director	-	-
Other Officers of the Company	-	-
Firm in which any Director is Partner	-	-
Private Company in which Director is Director or Member	-	-
- Mangalam Global (Singapore) Pte Ltd	310.00	-
- Mangalam Dura Jet Technologies Private Limited	191.74	-
<b>Total</b>	<b>501.74</b>	<b>-</b>

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

### Note - 18 - Revenue from Operations

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Sale of Products	62,139.09	50,911.94
Sale of Services	2,309.40	1,391.02
<b>Per Statement of Profit and Loss Account</b>	<b>64,448.48</b>	<b>52,302.96</b>

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
1. Sale of Product		
- Steel Scrap	808.18	314.88
- SS Flatbar	39,176.66	44,221.73
- SS Pipe & Tubes	3,387.84	-
- SS Billets	15,092.77	4,560.83
- Ferro Alloys	1,161.23	1,209.50
- Other Steel Products	2,425.42	544.92
- Others	87.00	60.08
	<b>62,139.09</b>	<b>50,911.94</b>
2. Sale of Services		
- Manufacturing Jobwork Service Income	2,309.40	1,388.39
- Clearing & Handling Income - PCA	-	2.63
	<b>2,309.40</b>	<b>1,391.02</b>
<b>Total</b>	<b>64,448.48</b>	<b>52,302.96</b>

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Sale of Products & Services:		
Domestic	64,448.48	52,171.86
Export	-	131.10
<b>Per Statement of Profit and Loss Account</b>	<b>64,448.48</b>	<b>52,302.96</b>

### Note - 19 - Other Income

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Interest Income (Refer Note 19.1 below)	120.20	27.51
- Export Incentive Income	-	1.81
Other Non-Operating Income (Net of Expenses Directly Attributable to such Income) (Refer Note 19.2 below)	23.12	-
Gain on Sale of Investments (Refer Note 19.3 below)	352.02	1,015.67
<b>Per Statement of Profit and Loss Account</b>	<b>495.34</b>	<b>1,044.99</b>

#### Note: 19.1

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Interest Income Comprises:</b>		
- Interest On Loans & Advances	110.84	16.86
- Interest Income On Investments	-	7.68
- Interest Income On Trade Receivables	0.70	1.05
- Interest Income On Income Tax Refund	8.67	1.93
<b>Total</b>	<b>120.20</b>	<b>27.51</b>



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

<b>Note: 19.2</b>		(Rs. in Lakhs)
Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Other Non Operating Income Comprises:</b>		
- Dividend Income	18.05	-
- Other Income	5.07	-
<b>Total</b>	<b>23.12</b>	<b>-</b>

<b>Note: 19.3</b>		(Rs. in Lakhs)
Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Gain on Sale of Investment Comprises:</b>		
- Gain on Sale of Equity Shares of Mangalam Global Enterprise Ltd	351.99	1,015.67
- Loss on Sale of Equity Shares of Ritu Shipping Private Limited	(94.39)	(1,165.55)
	<b>257.60</b>	<b>(149.88)</b>
- Add: Write back of Provision for Diminution in Value of Investment - Ritu Shipping Private Limited	94.42	1,165.55
<b>Total</b>	<b>352.02</b>	<b>1,015.67</b>

<b>Note - 20 - Cost of Material Consumed (Including Cost of Traded Goods Sold)</b>		(Rs. in Lakhs)
Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Opening Stock of Raw Materials	2,599.60	1,217.31
Add : Purchases and Incidental Expenses (Net of Returns, Claims/Discount, if any)	53,037.84	41,443.82
Closing Stock of Raw Materials	(2,920.03)	(2,599.60)
<b>Per Statement of Profit and Loss Account</b>	<b>52,717.41</b>	<b>40,061.53</b>

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
- Steel Scrap etc. (Raw Material) - Indigenous	26,770.22	14,903.08
- Steel Scrap etc. (Raw Material) - Import	5,271.18	3,064.56
- Ferro Alloys	20,996.45	23,476.18
- Others	-	-
<b>Total</b>	<b>53,037.84</b>	<b>41,443.82</b>

<b>Value of Raw Material Consumed:</b>		
Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Indigenous - Value	47,446.23	36,996.97
Indigenous - %	90.00%	92.35%
Imported - Value	5,271.18	3,064.56
Imported- %	10.00%	7.65%
	<b>52,717.41</b>	<b>40,061.53</b>

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

### Note - 21 - Changes in Inventories of Finished Goods and Work in Progress / Traded Goods (Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Opening Stock :</b>		
Finished Goods/Traded Goods	441.05	911.63
Work in Progress	-	-
<b>Closing Stock :</b>		
Finished Goods/Traded Goods	(981.13)	(441.05)
Work in Progress	(1,728.00)	-
<b>Per Statement of Profit and Loss Account</b>	<b>(2,268.08)</b>	<b>470.58</b>

### Note - 22 - Employee Benefits Expense (Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Salaries and Incentives	1,058.09	512.69
Contributions to Provident Fund and Other Fund	12.38	5.18
Provision for Gratuity and Leave Encashment	49.55	21.89
Staff Welfare Expense	92.48	31.79
<b>Per Statement of Profit and Loss Account</b>	<b>1,212.50</b>	<b>571.55</b>

### Note - 23 - Finance Costs (Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Interest Expense:</b>		
On Borrowings		
- From Banks	188.29	56.92
- From Others	20.32	118.81
- Bill Discounting	28.73	27.93
On Others	4.94	1.45
Other Borrowing Cost	33.64	13.12
<b>Per Statement of Profit and Loss Account</b>	<b>275.93</b>	<b>218.23</b>

### Note - 24 - Other Expenses (Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Manufacturing Expenses</b>		
Power & Fuel	3,289.45	2,790.24
Consumption of Stores (Indigenous)	4,341.44	3,423.05
Consumption of Stores (Imported)	138.06	13.99
Contract Labour Charges	686.33	742.14
Factory Lease Rent Expense(Factory Building)	24.00	33.05
Factory Lease Rent Expense(Plant Machinery)	51.77	93.54
Freight Expense - Factory	232.23	276.20
Manufacturing Jobwork Expense	141.35	78.10
Laboratory and Testing Expense	5.24	13.70
Repairs And Maintenance Expense - Plant Machinery	265.97	77.05
Other Factory Expense	209.80	79.13

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

**Note - 24 - Other Expenses (Contd...)**

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Administrative, Selling and Other Expenses</b>		
Bank Charges	33.91	8.37
Conveyance Expense	10.66	8.87
Consultancy Fees	323.87	173.18
Management Consultancy Fees	52.35	55.55
Legal Expense	0.99	1.03
Other Office Expenses	118.85	53.94
Payment To Auditors	7.73	2.25
Printing & Stationery Expenses	8.77	5.65
Rates & Taxes	0.05	0.12
Repairs And Maintenance Expense - Others	89.52	28.90
Office Lease Rent Expense	23.61	20.21
Telephone, Postage & Courier Expenses	4.69	5.95
Traveling Expenses	24.42	39.57
Business Promotion Expenses	39.28	43.55
Freight Outward & Loading Unloading Expenses	493.89	455.13
Sales Commission Expenses	345.83	1,419.50
Other Selling Expenses	0.63	0.41
Cash Discount on Sales	35.81	104.30
IPO Expense	5.67	7.50
Doubtful Debts written off	1,072.89	1,032.14
Less: Write back of provision for doubtful debts	(1,072.89)	(1,032.14)
<b>Per Statement of Profit and Loss Account</b>	<b>11,006.16</b>	<b>10,054.19</b>

**Details of Payment to Auditors**

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
For Audit Fees	4.50	2.25
For Others (Including Tax Audit & GST Audit Fees)	3.23	-
<b>Total</b>	<b>7.73</b>	<b>2.25</b>

## RATIOS

(Rs. in Lakhs)

Sr. No.	Particulars	31-03-2023	31-03-2022	Change	Remarks (For > 25%)
1	<b>Current Ratio</b> Current Assets Current Liabilities <b>Current Ratio</b>	16,472.21 9,762.04 1.69	6,523.22 7,071.09 0.92	82.91%	Due to Initial Public offer
2	<b>Debt-Equity Ratio</b> Short Term Debt Share Holder's Equity + RS <b>Debt-Equity Ratio,</b>	6,987.21 12,770.01 0.55	4,687.86 4,547.50 1.03	-46.92%	Due to Initial Public offer
3	<b>Debt Service Coverage Ratio,</b> Earning available for debt service Interest + installment <b>Debt Service Coverage Ratio,</b>	Not Applicable	Not Applicable		
4	<b>Return on Equity Ratio,</b> Net Income Share Holder's Equity <b>Return on Equity Ratio,</b>	1,575.03 12,770.01 0.12	1,238.58 4,547.50 0.27	-54.72%	Due to Initial Public offer
5	<b>Inventory turnover ratio,</b> Cost of Goods Sold Average Inventory <b>Inventory turnover ratio,</b>	59,834.97 4,969.99 12.04	48,262.40 3,015.66 16.00	-24.77%	
6	<b>Trade Receivables turnover ratio,</b> Net Credit Sales Average Receivable <b>Trade Receivables turnover ratio,</b>	64,448.48 3,382.94 19.05	52,302.96 1,250.81 41.82	-54.44%	Increase in Credit Period
7	<b>Trade payables turnover ratio,</b> Credit Purchase Average Payable <b>Trade payables turnover ratio,</b>	53,037.84 1,548.02 34.26	41,443.81 1,718.47 24.12	42.07%	Due to Initial Public offer
8	<b>Net capital turnover ratio,</b> Net Annual Sales Share Holder's Equity <b>Net capital turnover ratio,</b>	64,448.48 12,770.01 5.05	52,302.96 4,547.50 11.50	-56.12%	Due to Initial Public offer
9	<b>Net Profit ratio</b> Net Profit Sales <b>Net Profit ratio</b>	1,575.03 64,448.48 2.44%	1,238.58 52,302.96 2.37%	3.20%	
10	<b>Return on Capital employed,</b> EBIT (Post Tax) Total Assets Less - Total Current Liabilities Capital employed <b>Return on Capital employed,</b>	1,810.61 24,781.11 9,762.04 15,019.07 12.06%	1,456.84 12,259.29 7,071.09 5,188.21 28.08%	-57.07%	Due to Amalgamation of HMIPL
11	<b>Return on investment.</b> Return Investments <b>Return on investment.</b>	9.49 1,398.88 0.68%	7.36 880.88 0.84%	-18.78%	

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

### NOTE - 25 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENT

#### A) CORPORATE INFORMATION:

Mangalam Worldwide Limited ('the Company') is a NSE Emerge listed public limited company incorporated in India. The registered office of the Company is located at 102, Mangalam Corporate House, 42, Shrimali Society, Netaji Marg, Mithakhali, Ahmedabad-380009 Gujarat, India.

The Company is currently engaged in activity of manufacturing of steel products and dealing/trading of steel and other merchandise and consultancy service activity.

The Company was originally Incorporated on 11th December, 1995 as 'TEMICHEM EXPORTS PRIVATE LIMITED', as a private limited company, under the provisions of the Companies Act, 1956. Thereafter, the name of the Company was changed to 'HINDPRAKASH EXIM PRIVATE LIMITED' and received fresh Certificate of Incorporation dated on 30th April, 2007 from Registrar of Companies, Gujarat, Dadra and Nagar Haveli. later on, the name of the Company was changed to 'MANGALAM WORLDWIDE PRIVATE LIMITED' and received fresh Certificate of incorporation on 13th October, 2014 issued by Assistant Registrar of Companies, Registrar of Companies, Ahmedabad. The company was converted into Public Limited Company and the name of the Company was changed to "Mangalam Worldwide Limited" consequent upon special resolution passed by the Members of the Company at the Extra Ordinary General Meeting held on 21st February, 2022 and the Register of Companies, Ahmedabad issued Fresh Certificate on 16th March 2022. The Company is a listed company and its equity shares are listed on SME Platform of NSE. The Corporate Identity Number of the Company is L27100GJ1995PLC028381.

#### B) SIGNIFICANT ACCOUNTING POLICIES:

##### 1) (a) BASIS OF ACCOUNTING:

The financial statements are prepared under "historical cost convention" on a going concern assumption on "Accrual Concept" of accountancy in accordance with the accounting principles generally accepted in India and comply with Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 issued by the Central Government to the extent applicable and with the applicable provisions of the Companies Act, 2013. The company has consistently applied the Accounting Policies in preparation and presentation of the financial statements.

The financial statements are presented in Indian rupees.

##### (b) USE OF ESTIMATES:

The presentation of financial statements in conformity with the generally accepted accounting principles requires management to make certain estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and reported amount of income and expenses during the Year. Actual results/outcome could differ from these estimates. Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Any revision to the accounting estimates is recognised prospectively in the year in which such estimates are actually materialized.

##### 2) PROPERTY, PLANT AND EQUIPMENT:

All Property, Plant and Equipment (PPE) are valued at cost less depreciation / amortization. Cost [net of Input Tax Credit available] comprises the purchase price and any attributable costs of bringing the asset to its working condition for its intended use. Financing costs directly attributable to the construction of qualifying PPE are also included to the extent they relate to the period till such assets are ready for their intended use.

Capital work in progress is stated at cost. The cost is inclusive of directly attributable expenditure, expenditure during construction period to be allocated to the respective assets on completion of construction period, interest up to the balance sheet date in case of qualifying asset and is adjusted for Input Tax Credit availed of.

Cost of addition or extension to an existing asset, which is of a capital nature and/or which becomes an integral part of the existing asset is capitalised and added to the gross book value of that asset.

All PPE are stated at their Historical Costs.

##### 3) DEPRECIATION:

Depreciation is charged in the accounts on PPE and Intangible Assets on straight-line method. Depreciation is provided based on useful life of the assets as prescribed in schedule II of The Companies Act, 2013 except in following cases.

Computer software is amortised over a period of 3 years. Cycle is depreciated over a period of 10 years. Useful life of Mobile Instruments is taken as 3 years.

Depreciation on assets added / disposed off during the year is charged on pro-rata basis with reference to the month of addition / disposal.

Balance Useful Life of Assets acquired from Agarwal Mittal Concast Private Limited (AMCPL) and H M Industrial Private Limited (HMIPL) have been taken as it is and depreciation is calculated thereof on SLM basis.

**4) EXPENDITURE DURING THE CONSTRUCTION PERIOD:**

The expenditure incidental to the expansion / new projects is carried forward as “Pre-operative and Project expenditure pending for allocation/capitalization” and is allocated to PPE in the period of commencement of the commercial production / respective assets being put to use.

**5) INVESTMENT:**

Long Term Investments are stated at cost. However, when there is a diminution, other than temporary, in the value of long-term investments, the carrying cost is reduced to recognize the diminution. Current investments are stated at lower of cost and Fair value.

**Investment property:**

An Investment in Land or Building, which is not intended to be occupied substantially for used by, or in operations of, the company, is classified as Investment Property. Investment Properties are stated at cost less diminution in value (other than temporary).

The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing investment property to its working condition for the intended use.

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

**6) INVENTORIES:**

- (a) Inventories consisting of Raw Materials, Work in Process, Finished Goods and Traded Goods are valued at lower of cost and net realizable value. For this purpose, the cost is determined using FIFO (net of Input Tax Credit availed).
- (b) Inventories consisting of Stores, Consumables, Spare Parts, and Packing Materials etc. are valued at lower of cost and net realizable value. For this purpose, direct costs, and appropriate relevant overheads are apportioned using the FIFO method.

**7) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provisions are recognised when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

Contingent liability is disclosed for:

- (a) Possible obligations which will be confirmed by future events not wholly within the control of the Company, or
- (b) Present obligation arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised in the financial statements since this may result in the recognition of income that may never be realized.

**8) REVENUE RECOGNITION:**

- (a) Revenue is recognised to the extent it is possible that economic benefits will flow to the company and the revenue can be reliably measured and there is a reasonable certainty regarding ultimate collection.
- (b) Revenue from sale of products is recognised on transfer of all significant risks and rewards of ownership of the goods to the customers, which generally coincides with the dispatch of goods. Sales are stated exclusive of GST, trade discounts and sales returns.
- (c) Revenue from Job Work Service transactions is recognised on completion of job work service.
- (d) Export benefits / incentives are accounted on accrual basis in accordance with various government schemes in respect thereof and are shown under “Other Operating Revenue”. Benefits available under the Export Licenses and in the nature of duty drawback are accounted for based on eligibility and when there is no significant uncertainty as to its ultimate collection.
- (e) Interest income is recognised on a time proportionate basis taking into account the amount outstanding and the rate applicable.
- (f) Revenue in respect of other income is recognised when no significant uncertainty as to its determination or realization exists.



**9) PURCHASES:**

Purchases are inclusive of expenses on purchase, import duty etc. and are net of taxes (for which credit is available), claims / discount.

Purchases (Imports) are accounted for in the books when the goods are arrived on destination port except in case when goods are sold in transit (on high-seas basis), in such cases purchases (Imports) are accounted for in the books immediately on sale. Goods in Transit (Import) is shown by way of note to Balance Sheet.

**10) GST INPUT CREDIT:**

GST input credit claimed on materials / services / capital goods is reduced from the cost of the respective materials / services / capital goods. Closing stock of inventories are valued Net of GST/ input credits.

**11) CUSTOM DUTY:**

Liabilities on account of custom duty on imported materials in transit or in bonded warehouse are accounted only in the year in which the goods are cleared from customs.

**12) FOREIGN CURRENCY TRANSACTION:**

- a) The transactions in foreign currencies are converted into Indian Rupees at the rates of exchange prevailing on the date of transactions.
- b) The balances in Current Assets and Current Liabilities in foreign currencies at the date of Balance Sheet have been converted into Indian Rupees at the rate of exchange prevalent on that date as per RBI reference rate. The resultant net gain/loss arising out of such foreign exchange translations is taken to Profit and Loss Account except in respect of such differences related to acquisition of PPE from a country outside India which are capitalized as a part of cost of respective PPE.
- c) In respect of transactions covered by Foreign Exchange Forward Contracts, the difference between the forward rate and exchange rate at the inception of contract is recognised as income or expenses over the life of the contract.

**13) GOVERNMENT GRANTS:**

Government Grants are recognized when there is a reasonable assurance that the same will be received. Revenue grants are recognized in the Statement of Profit and Loss. Capital grants relating to specific PPE are reduced from the gross value of the respective PPE. Other capital grants are credited to Capital Reserve.

**14 EMPLOYEES BENEFITS:**

**(a) Defined Contribution Plans:**

The Company contributes on a defined contribution basis to Employees' Provident Fund towards post-employment benefits, all of which are administered by the respective Government authorities, and it has no further obligation beyond making its contribution, which is expensed in the period to which it pertains.

**(b) Defined Benefit Plans:**

The Company administers the gratuity scheme being unfunded liability. The liability for the defined benefit plan of Gratuity is determined on the basis of actuarial valuation at the year end, which is calculated using projected unit credit method.

**15) BORROWING COST:**

Borrowing costs that are directly attributable to the acquisition/ construction of qualifying PPE are capitalized as a part of the cost of the respective asset up to the date when such assets are ready for their intended use and borrowing costs other than these costs are charged to Profit and Loss Account.

**16) RELATED PARTY TRANSACTION:**

Disclosure of transactions with Related Parties, as required by "Accounting Standard 18-Related Party Disclosure" has been set out in the Notes on Financial Statements. Related Parties have been identified on the basis of representations made by key managerial personnel and information available with the company.

**17) OPERATING LEASE:**

Leases are classified as operating leases where the lessor effectively retains substantially all the risks and benefits of the whole ownership of the leased assets.

**As Lessee:**

Lease payments are recognized as an expense in the statement of profit or loss on a straight-line basis.

**As Lessor:**

Lease receipts are recognized as an income in the statement of profit or loss on a straight-line basis.

**18) INCOME TAX:**

Tax expenses comprise of current and deferred tax.

- (a) Current tax is measured at the amount expected to be paid on the basis of relief and deductions available in accordance with the provisions of Indian Income Tax Act, 1961.
- (b) Deferred income tax reflects the impact of the current year reversible timing differences between the taxable income and accounting income for the Year and reversal of timing differences of the earlier Year. Deferred tax is measured based on the tax rates and tax laws enacted or substantively enacted as at the balance sheet date. Deferred tax assets are recognised only to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

**19) IMPAIRMENT OF ASSETS:**

- (a) If at a balance sheet date, there is an indication of impairment of any item of PPE, the same is treated as impairment loss and is charged to the statement of Profit and Loss.
- (b) After impairment of an asset, the depreciation is provided on the revised carrying amount of the assets over its remaining useful life.
- (c) At a balance sheet date, if there is an indication that a previously recognised impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at recoverable amount and previously recognised impairment loss is reversed.

**C) OTHER NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENT:**

1. In the opinion of the Board, 'Trade Receivables', 'Loans and Advances' and 'Other current Assets' are approximately of the value stated if realised in the ordinary course of business. Confirmation Letters have not been Obtained in respect of Trade Receivable, Trade Payables, loans taken and loans/advances given. Accordingly, such balances are subject to confirmation, reconciliation and consequent adjustments, if any.
2. In the opinion of the Board, provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.
3. Expenditure recovered from customers, if any, viz CHA Charges, Transportation Expenses, Bank Charges, and Interest etc. is credited to respective expenditure accounts.

**4. Exchange Rate Difference (Net):**

Sr. #	Adjusted to	Net Gain (Net Loss) Rs. In Lakh	
		CURRENT YEAR	PREVIOUS YEAR
a	Purchase of Material	(8.98)	25.92

**5. The outstanding balances at year end of the assets and liability denominated in foreign currency and foreign currency derivative transactions:**

Particulars	Foreign	CURRENT YEAR		PREVIOUS YEAR	
	Currency	Amount in Foreign Currency	Amount in INR	Amount in Foreign Currency	Amount in INR
I. Assets/Advances to suppliers	USD	(1,58,409)	(1,30,23,928)	(6,035)	(4,57,513)
II. Liabilities/ Trade Payables	USD	-	-	1,35,844	1,02,97,903
Hedge by Derivative Contracts	-	-	-	-	-
<b>Net Un-hedge Liabilities/(Assets)</b>	<b>USD</b>	<b>(1,58,409)</b>	<b>(1,30,23,928)</b>	<b>1,29,809</b>	<b>98,40,390</b>

**6. Other Money for which the company is contingently liable: Other claims against company not acknowledged as debt – Rs. 2,047.23 Lakhs (PY Rs. 2,133.60 Lakhs).**

Sr. #	Particulars	Amount Rs. In Lakhs	
		CURRENT YEAR	PREVIOUS YEAR
A	Bank Guarantee given by Company to Electricity Companies	312.38	387.33
	Direct Tax Demand – AMCPL	1459.32	1459.32
	Others	275.53	286.95

**7. Directors Remuneration:**

Particulars	CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
Remuneration	184.88	135.00
<b>Total</b>	<b>184.88</b>	<b>135.00</b>

**8. Disclosure Under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under, to the extent the Company has received intimation from the "Suppliers" regarding their status under the Act:**

Particulars	CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
(i) Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act) Principal amount due to micro and small enterprise Interest due on above	8.07 -	- -
(ii) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period.	-	-
(iii) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(v) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

**9. Foreign Currency Transactions**

Particulars	CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
A FOB Value of Export.	-	131.10
B CIF Value of Imports:		
Direct Import of Raw Material/ Traded Goods (paid in Foreign Currency Terms) (See note below)	4,759.57	2,760.79
Direct Import of Stores, Spares and Consumable item	248.89	13.99
High seas Purchases of Imported Raw Material/ Traded Goods (paid in Rupee Terms)	276.93	191.83
High seas Purchases of Stores, Spares and Consumable (paid in Rupee Terms)	-	-
C Expenditure in Foreign Currency	12.12	-
D Earning in Foreign Currency	-	-
E Remittance in Foreign Currency	-	-

**10. Employee Benefits:**

**(a) Amount recognized as an expense in the Profit & Loss Account.**

Particulars		CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
1.	Compensated Leave Absences (Privilege Leave)	30.64	14.00
2.	Provident & Other Fund (Defined Contribution Plan)	12.38	5.18

**(b) Disclosure in respect of Gratuity (Unfunded), a defined benefit scheme based on actuarial valuation report. (Projected Unit Credit Method).**

Sr. No.	Particulars	CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
<b>I.</b>	<b>Changes in Present Value of Benefit Obligations</b>		
	Present value of Benefit Obligation (Opening)	10.26	2.37
	Current Service Cost	17.92	6.60
	Interest Cost	0.75	0.16
	Benefits Paid	-	-
	Actuarial losses (gains)	0.11	1.14
	<b>Present value of Benefit Obligation (Closing)</b>	<b>29.04</b>	<b>10.26</b>
<b>II</b>	<b>Details of Experience adjustment on plan assets and liabilities</b>		
	Experience adjustment on plan assets	-	-
	Experience adjustment on plan liabilities	-	-
<b>III</b>	<b>Bifurcation of Present Value of Benefit Obligation</b>		
	Current – Amount due within one year	9.59	2.48
	Non-Current – Amount due after one year	19.45	7.78
	<b>Total</b>	<b>29.04</b>	<b>10.26</b>
<b>IV</b>	<b>Plan Assets</b>	<b>Nil</b>	<b>Nil</b>
<b>V</b>	<b>Assets Category of Plan Assets</b>	<b>Nil</b>	<b>Nil</b>
<b>VI</b>	<b>Amounts recognized in Balance Sheet and Statement of Profit and Loss</b>		
	Present Value of Benefit Obligation (Closing)	29.04	10.26
	Fair Value of Plan Assets (Closing)	-	-
	<b>Net Liability / (Asset) recognized in Balance Sheet</b>	<b>29.04</b>	<b>10.26</b>
	Current Service Cost	17.92	6.60
	Interest Cost	0.75	0.16
	Actuarial Loss/(gain)	0.11	1.14
	<b>Expenses recognized in Statement of Profit and Loss</b>	<b>18.78</b>	<b>7.89</b>
<b>VII</b>	<b>Assumptions</b>		
	Discount Rate	7.300%	6.800%
	Salary Escalation Rate	7.000%	7.000%
	Retirement Age	60	60
	Attrition Rate	See Note 1	See Note 1
	Mortality Rate	Indian Assured Lives Mortality (2012-14) Ult.	Indian Assured Lives Mortality (2012-14) Ult.

**Note 1:** 5% at younger ages and reducing to 1% at older ages according to graduated scale.

**11. Disclosure of related parties and related party transactions:**

**Name of Related Parties and description of relation:**

a)	Holding Companies	None
b)	Subsidiaries	M/s. Mangalam Saarloh Private Limited
c)	Associate Companies	None
d)	Joint Ventures	None
e)	Key Management Personnel (All Director)	Mr. Vipin Prakash Mangal Mr. Chanakya Prakash Mangal Mr. Chandragupt Prakash Mangal Mr. Mohit Kailash Agrawal Mr. Fageshkumar R Soni
f)	Independent Directors	Mr. Anilkumar Agrawal Mrs. Pritu Gupta Mrs. Sarika Modi
g)	Enterprise over which Key Management Personnel exercise significant influence	M/s. Mangalam Global Enterprise Limited M/s. Mangalam ECS Environment Private Limited M/s. Mangalam Global (Singapore) Pte. Ltd M/s. Mangalam Global (UK) Limited M/s. Mangalam Logistics Private Limited M/s. Mangalam Durajet Technologies Pvt Limited M/s. Mangalam Multi Businesses Private Limited M/s. Mangalam Finserv Private Limited M/s. Shishak Exim LLP M/s. Paradisal Trade LLP M/s. Farpoint Enterprise LLP M/s. Specific Worldwide LLP M/s. Effervescent Tradeworld LLP M/s. Agrivolt Trade LLP Shagun Marble Private Limited (Mrs. Pritu Gupta is Director) Hindprakash Overseas Private Limited (Mr. Anilkumar Shyamlal Agrawal is Director) Suman Finstock Private Limited (Mr. Anilkumar Shyamlal Agrawal is Director)
h)	Relative of the Key Management Personnel	Om Prakash Mangal, Om Prakash Vipin Prakash HUF, O.P.V.P. HUF, Vipin Prakash HUF, Late Mrs. Hemlata O Mangal Mrs. Rashmi Mangal, Mrs. Honey Mangal

(Related party relationship is as identified by the company)

**Related Party Transactions:-**

(Rs. In Lakhs)

Particulars	Subsidiary Companies		Enterprise over which KMP exercise Significant Influence		Key Management Personnel & Relatives		Total Amount	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Share Application Money – Equity Shares	-	-	-	-	-	183.75	-	183.75
Dividend Paid - Equity	-	-	-	-	-	0.49	-	0.49
Dividend Received - Equity	-	-	18.05	-	-	-	18.05	-
Interest Received	-	-	46.14	-	-	-	46.14	-
Interest Paid	-	-	52.84	18.64	9.87	31.57	62.71	50.21
Lease Rent Paid	67.74	-	-	-	7.41	6.61	75.15	6.61
Director Sitting Fees Paid	-	-	-	-	7.78	-	7.78	-
Salary Paid	-	-	-	-	323.31	240.00	323.31	240.00
Local Bill Discounting	-	-	3814.27	-	-	-	3814.27	-
Sales Commission Paid	-	2.06	-	-	-	-	-	2.06
Purchases – Import	-	-	148.81	2,058.87	-	-	148.81	2,058.87
Purchase - Goods	-	-	4,273.00	-	-	-	4,273.00	-
Sales - Goods	-	-	583.55	-	-	-	583.55	-
Purchase of Shares – AMCPL	-	1.00	-	-	-	-	-	1.00
Purchase of Land – MSPL	-	132.78	-	-	-	-	-	132.78
Investment in Subsidiary	30.60	-	-	-	-	-	30.60	-
Advance Paid for Purchase Goods	-	-	241.74	-	-	-	241.74	-
Advance Given Repayment	-	-	50.00	-	-	-	50.00	-
Loan Given	-	-	1,479.80	-	-	-	1,479.80	-
Loan Given Repayment	-	-	944.80	-	-	-	944.80	-
Loan Taken	-	-	-	649.49	1,268.16	858.74	1,268.16	1,508.23
Loan Repayment	-	-	10.00	905.24	1,245.40	1,212.76	1,255.40	2,118.00
Rent Deposit Repayment	-	-	-	-	-	0.90	-	0.90
Rent Deposit Given	-	-	-	-	-	1.20	-	1.20
<b>Outstanding as at Closing</b>								
Local Bill Discounting	-	-	119.63	-	-	-	119.63	-
Loan Given - Closing	-	-	553.58	-	-	-	553.58	-
Loan Taken - Closing	-	-	211.70	-	23.36	-	235.06	-
Advance to Suppliers	-	-	191.74	-	-	-	191.74	-
Trade Receivable	-	-	69.35	-	-	-	69.35	-
Trade Payable	47.04	-	-	102.98	-	-	47.04	102.98
Investment	31.33	1.73	333.20	-	-	-	364.53	1.73
Rent Deposit	-	-	-	-	1.20	1.20	1.20	1.20
Guarantee Given on behalf of the company to the Bankers	-	-	-	-	14,000.00	1,100.00	14,000.00	1,100.00

**Note:** Transaction when the related party relationship exists at the time of transaction took place are reported here above.



**Details Related Party Transactions :-**

(Rs. In Lakhs)

Particulars	Name of Related Party	2022-23	2021-22
<b>Share Application Money (Received for Issue of Equity Shares of the Company)</b>	Chanakya Prakash Mangal	-	35.70
	Chandragupt Prakash Mangal	-	35.74
	Late Mrs. Hemlata O Mangal	-	28.99
	Om Prakash Mangal	-	15.66
	Rashmi Mangal	-	31.82
	Vipin Prakash Mangal	-	35.83
<b>Dividend Paid – Equity</b>	Chanakya Prakash Mangal	-	0.10
	Chandragupt Prakash Mangal	-	0.10
	Late Mrs. Hemlata O Mangal	-	0.07
	Rashmi Mangal	-	0.10
	Vipin Prakash Mangal	-	0.10
	Om Prakash Mangal	-	0.04
<b>Dividend Received - Equity</b>	Mangalam Global Enterprise Limited	18.05	-
<b>Interest Receivable on Loans</b>	Mangalam Multi Businesses Private Limited	25.34	-
	Hindprakash Overseas Private Limited	17.02	-
	Shagun Marbles Private Limited	3.26	-
<b>Interest Receivable on Advances Given</b>	Farpoint Enterprise LLP	0.51	-
<b>Interest Payable on Borrowing</b>	Chanakya Prakash Mangal	2.23	5.70
	Chandragupt Prakash Mangal	2.76	5.26
	Late Mrs. Hemlata O Mangal	-	0.79
	Om Prakash Mangal	-	0.91
	Rashmi V Mangal	-	1.81
	Vipin Prakash Mangal	4.88	17.10
	Mangalam Global Enterprise Limited	-	18.64
	Specific Worldwide LLP (formerly known as Zaddoc Nutrition Private Limited and thereafter, Specific Worldwide Private Limited)	24.11	-
<b>Interest Paid - Bill Discounting</b>	Mangalam Finserv Private Limited	28.73	-
<b>Lease Rent Paid</b>	Chanakya Prakash Mangal	7.41	6.61
	Mangalam Saarloh Private Limited	67.74	-
<b>Director Sitting Payment</b>	Anilkumar Shyamlal Agrawal	2.73	-
	Pritu Gupta	2.70	-
	Sarika Sachin Modi	2.35	-
<b>Salary Paid</b>	Chanakya Prakash Mangal (Director Rem.)	60.00	60.00
	Chandragupt Prakash Mangal (Director Rem.)	60.00	60.00
	Rashmi Mangal	60.00	60.00
	Vipin Prakash Mangal (Director Rem.)	60.00	60.00
	Honey Mangal	60.00	-
	Mohit Kailash Agrawal (As CFO upto 05/08/2022 w.e.f 06/08/2022 as Whole Time Director & CFO)	7.65	-
	Fageshkumar R. Soni (Company Secretary & Compliance Officer)	15.66	-

**Details Related Party Transactions :- (Contd.....)**
**(Rs. In Lakhs)**

Particulars	Name of Related Party	2022-23	2021-22
<b>Sales Commission</b>	Mangalam Saarloh Private Limited	-	2.06
<b>Local Bill Discounting</b>	Mangalam Finserv Private Limited	3,814.27	-
<b>Purchases - Import Goods</b>	Mangalam Global (Singapore) Pte. Ltd.	148.81	2,058.87
	Mangalam Multi Businesses Private Limited	1,186.67	-
	Mangalam Dura Jet Technologies Private Limited	340.55	-
	Paradisal Trade LLP	1,095.58	-
	Shirshak Exim LLP	1,649.35	-
	Mangalam ECS Environment Private Limited	0.85	-
<b>Sales - Goods</b>	Mangalam Multi Businesses Private Limited	581.55	-
	Mangalam Global Enterprise Limited	2.00	-
<b>Purchase of Land – MSPL</b>	Mangalam Saarloh Private Limited	-	132.78
<b>Purchase of Shares(AMCPL)</b>	Agarwal Mittal Concast Private Limited	-	1.00
<b>Advance Paid for Purchase Goods</b>	Mangalam Dura Jet Technologies Private Limited	191.74	-
	Farpoint Enterprise LLP	50.00	-
<b>Advance Given Repayment by Creditors</b>	Farpoint Enterprise LLP	50.00	-
<b>Investment in Subsidiary</b>	Mangalam Saarloh Private Limited	5.60	-
	Vicor Stainless Private Limited (amalgamated with Mangalam Saarloh Private Limited pursuant to approval of Resolution Plan by Hon. NCLT, Ahmedabad vide its Order dated 26.07.2022)	25.00	-
<b>Loan Given</b>	Mangalam Multi Businesses Private Limited	919.80	-
	Mangalam Saarloh Private Limited *	335.00	-
	Shagun Marbles Private Limited	75.00	-
	Hindprakash Overseases Private Limited	150.00	-
<b>Loan Given Repayment</b>	Mangalam Multi Businesses Private Limited	919.80	-
	Mangalam Saarloh Private Limited *	25.00	-
<b>Loan Taken</b>	Chanakya Prakash Mangal	685.00	105.00
	Chandragupt Prakash Mangal	197.76	224.24
	Rashmi Mangal	-	97.00
	Vipin Prakash Mangal	385.40	432.50
	Mangalam Global Enterprise Limited	-	649.49
<b>Loan Repayment</b>	Chanakya Prakash Mangal	685.00	222.58
	Chandragupt Prakash Mangal	175.00	271.65
	Om Prakash Mangal	-	9.35
	Vipin Prakash Mangal	385.40	579.69
	Rashmi Mangal	-	129.48
	Mangalam Global Enterprise Limited	-	905.24
	Specific Worldwide LLP (formerly known as Zaddoc Nutrition Private Limited and thereafter, Specific Worldwide Private Limited)	10.00	-
<b>Rent Deposit Given</b>	Chanakya Prakash Mangal	-	1.20
<b>Rent Deposit Repayment</b>	Chanakya Prakash Mangal	-	0.90

**Details Related Party Transactions :- (Contd.....)**

(Rs. In Lakhs)

Particulars	Name of Related Party	2022-23	2021-22
<b>Outstanding as at Closing</b>			
<b>Local Bill Discounting</b>	Mangalam Finserv Private Limited	119.63	-
<b>Loan Given - Closing</b>	Mangalam Saarloh Private Limited *	310.00	-
	Shagun Marbles Private Limited	78.26	-
	Hindprakash Overseas Private Limited	165.32	-
<b>Loan Taken - Closing</b>	Chandragupt Prakash Mangal	23.36	-
	Specific Worldwide LLP (formerly known as Zaddoc Nutrition Private Limited and thereafter, Specific Worldwide Private Limited)	211.70	-
<b>Advance to Suppliers</b>	Mangalam Global (Singapore) Pte Ltd.	-	-
	Mangalam Dura Jet Technologies Private Limited	191.74	-
<b>Trade Receivable</b>	Mangalam Global Enterprise Limited	2.36	-
	Mangalam Multi Businesses Private Limited	66.99	-
<b>Trade Payable</b>	Mangalam Global (Singapore) Pte Ltd.	-	102.98
	Mangalam Saarloh Private Limited	47.04	-
<b>Investment</b>	Mangalam Saarloh Private Limited	31.33	0.73
	Agarwal Mittal Concast Private Limited (amalgamated with Mangala Worldwide Limited as per Resolution Plan approved by Hon. NCLT, Ahmedabad vide its Order dated 13.12.2021)	-	1.00
	Mangalam Global Enterprise Limited	333.20	-
<b>Rent Deposit Guarantee</b>	Chanakya Prakash Mangal	1.20	1.20
<b>Given on behalf of the company to the Bankers</b>	Chanakya Prakash Mangal	14,000.00	1,100.00
	Chandragupt Prakash Mangal		
	Vipin Prakash Mangal		

\* The Company had made payment to creditors as per Resolution plan in the matter of Vicor Stainless Private Limited (VICOR). The Company credited such amount on account of Mangalam Saarloh Private Limited.

**12. Disclosure requirement as per AS 19: Leases:**

**Operating Lease taken (as lessee):**

(Rs. In Lakhs)

Name of Assets	2022-23	2021-22
Future minimum lease payments		
Not letter than 1 year	84.91	186.05
Later than 1 year and not later than 5 years	55.90	725.27
Later than 5 years	-	569.06
Rent Expense Recognised in Profit and Loss Account (On Straight Line Basis)	99.38	173.76
Contingent Rent recognised during the year	Nil	Nil

**Details of major agreements outstanding on 31/03/2023:**

- The company has entered into operating lease agreement with Mangalam Saarloh Private Limited w.e.f 20/10/2022 for building, Plant and Machinery etc, to manufacture of stainless steel and its allied products etc. situated at Changodar, Ahmedabad, Gujarat. The lease of building is for a total period of 11 Months without escalation clause. The lease of plant and machinery is for a period of 11 Months which can be extended for further period of 11 Months as per mutual understanding.
- The company has entered into operating lease agreement with Chanakya Prakash Mangal w.e.f 21/10/2021 for Office premises situated at 102, Shrimali Society, Navrangpura, Ahmedabad-380 009. The lease is for a total period of 5 years with escalation clause.

**13. Note on NCLT order, Resolution Plan and Scheme of Amalgamation of H M Industrial Private Limited (HMIPL)**

(A) In the matter of H.M. Industrial Private Limited, a Corporate Debtor ('CD'/HMIPL) an application for CIRP proceedings was admitted by Hon'ble NCLT (NCLT), Ahmedabad under provisions of the Insolvency and Bankruptcy Code, 2016 (Code) on 07-06-2019. Hon'ble NCLT had ordered for moratorium under section 14 of the Code. Vide order dated 07-06-2019. Thereafter, Application for approval of Resolution Plan submitted by Mangalam Global Enterprise Limited, a group Company under the provisions of IBBI (Insolvency Resolution Process for Corporate Persons Regulations, 2016) along with Scheme of Arrangement in the nature of demerger and amalgamation, under Section 230-232 of the Companies Act, 2013, has been approved by the Hon'ble NCLT (Adjudicating Authority), vide order dated 20-09-2022.

- (a) The approved 'Resolution Plan' shall become effective from the date of passing of this order (Date 20-09-2022) (Order).
- (b) The order of moratorium dated 07-06-2019 passed by this Adjudicating Authority under Section 14 of IBC, 2016 shall cease to have effect from the date of the order.
- (c) The resolution applicant has sought for concessions and Reliefs, /Directions/ Specific -orders from NCLT requested/ Prayed under the Resolution Plan.
- (d) With regards to concessions and Reliefs,/Directions/ Specific -orders from NCLT requested/ Prayed under the Resolution Plan, the NCLT has made following directions.

As far as reliefs and concessions claimed by the Resolution Applicant, the law has been well settled by the Hon'ble Supreme Court in the case of Ghanashyam Mishra and Sons Private Limited Vs. Edelweiss Asset Reconstruction Company Limited and Ors. reported in MANU/SC/0273/2021 in the following words:

- I. "The legislative intent behind this is, to freeze all the claims so that the resolution applicant starts on a clean slate and is not flung with any surprise claims. If that is permitted, the very calculations on the basis of which the resolution applicant submits its plans, would go haywire and the plan would be unworkable.
- II. We have no hesitation to say, that the word "other stakeholders" would squarely cover the Central Government, any State Government or any local authorities. The legislature, noticing that on account of obvious omission, certain tax authorities were not abiding by the mandate of I&B Code and continuing with the proceedings, has brought out the 2019 amendment so as to cure the said mischief..."

In view of the above, we hold that the Resolution Applicant cannot be saddled with any previous claim against the Corporate Debtor prior to initiation of its CIRP. For the permits, licenses, leases, or any other statutory right vested in the Corporate Debtor shall remain with the Corporate Debtor and for the continuation of such statutory rights, the resolution applicant has to approach the concerned statutory authorities under relevant laws.

**(B) Successful Resolution Applicant and Scheme of Arrangement:**

The adjudicating authority has approved the resolution plan submitted by M/s Mangalam Global Enterprise Limited (Successful Resolution Applicant), one of the group company, alongwith the Scheme of Arrangement in nature of demerger and amalgamation vide its order dated 20-09-2022.

As a part of Resolution Plan, a composite scheme of arrangement is proposed by Resolution Applicant, whereby it is proposed to demerge Steel Division of the Corporate Debtor (HMIPL) in to Mangalam Worldwide Limited and also amalgamation of remaining business of CD (HMIPL) into Mangalam Global Enterprise Limited (MGEL) (Resolution Applicant).

On approval of Resolution Plan, the existing Board of Corporate Debtor is proposed to be replaced by MGEL nominees on the Board to manage the company. MGEL shall identify and appoint a suitable professional to manage the affairs of the company on a day-to-day basis, with the support of the key managerial personnel of the company and with guidance from the Board of Directors.

**(C) Payment and settlement of Claims/ Accounting of effect of Resolution Plan:**

- (a) The resolution plan is being given effect in to the present accounts. After approval of the resolution plan by the Adjudicating Authority, the Resolution Applicant filed Interlocutory Application (IA) for extension of time for making payment of the last tranche to the Secured Financial Creditors which otherwise falls due on 19th December, 2022 under Resolution Plan. Thereafter, as per Adjudicating Authority order dated 21st February, 2023, the Company and Resolution Applicant had made the entire payment / last trench of payment on 24-02-2023, as per approved resolution plan, as per the details given below.\

Rs In Lakhs

Sr. No.	Category of Stakeholder	Amount of Claim Admitted	Amount Payable	Time Line of Payment
1	Unpaid CIRP Cost	100.00	100.00	60 Days from NCLT Approval
2	Secured Financial Creditors			
	Bank of Baroda	12,122.92	3,100.00	90 Days from NCLT Approval
	HDFC Bank	59.53	19.25	90 Days from NCLT Approval
	Ashv Finance Ltd (Erstwhile Jainsons Finlease Limited)	190.17	2.00	90 Days from NCLT Approval
3	Unsecured Financial Creditors	241.92	5.00	90 Days from NCLT Approval
4	Non Related Operational Creditors including Statutory dues	11,243.30	15.00	60 Days from NCLT Approval
	Dues towards Workmen/Employees	28.16	10.00	60 Days from NCLT Approval
<b>Total</b>		<b>23,986.00</b>	<b>3,251.25</b>	

Out of total obligation of Rs.3251.25 lakhs, the MWL had made its payment obligations of Rs. 2151.25 lakh till 24th February, 2023. Consequently, steel division has been demerged and vested into MWL with effect from appointed date – i.e date of Hon'ble NCLT order – 20th September, 2022.

- (b) All the liabilities/ Claims which are extinguished and not payable as per the approved resolution plan has been written back and credited to Reserve and Surplus.
- (c) Any asset which is identified and no longer exist is written off and debited to Profit & Loss account.
- (d) Fixed Assets is continued at its carrying value after providing for depreciation as per accounting policy.
- (e) Provision for diminuting in value of investment is made as per the information available and realisability estimation based on conservatism.
- (f) Provision for doubtful debts and other current assets is made as per the information available and realisability estimation based on conservatism.
- (g) Since all the liabilities/claims of the said stakeholders shall stand extinguished and other claims including Government/ Statutory Authority, whether lodged during CIRP or not, shall stand extinguished, under the circumstances, any income tax/ direct tax liability which may arise on filing of income tax return for the period upto 19-09-2022 has not been calculated since the same stand extinguished and hence no provision for income tax is made in this accounts.
- (h) The resolution plan approved by the adjudicating authority is found to be feasible and viable and hence the financial statement is prepared based on going concern basis.

**14. Earning per Equity Share:**

Particulars		CURRENT YEAR	PREVIOUS YEAR
a)	Profit available for equity share holders ( Rs. In Lakhs)	1575.03	1,238.57
b)	Weighted average number of equity shares outstanding	2,27,75,084	1,33,74,475
c)	Basic and Diluted Earnings per Share in rupees (Face value of Rs 10/-each)	6.92	9.26
d)	Adjusted Earnings per Share in rupees (Face value of Rs 10/-each)	6.92	9.26

**15. Dividend:**

Dividend declared and paid during the year (*):	CURRENT YEAR Rupees	PREVIOUS YEAR Rupees
for Normal equity shares @ 1 per share paid in FY 2022-23 relating to FY 2021-22 (@ 0.20 per share paid in FY 21-22 relating to FY 20-21)	47,65,200	48,715

(\*) in proportion of paid-up value of shares

**Note:** The board of Directors has recommended the final dividend of Rs. 0.10/- (Ten Paise only) per equity share of Rs. 10/- each for the financial year ended on 31st March, 2023.

- 16.** The Company is engaged in activity of trading, Import & Export of Steel Products and other merchandise etc. In the opinion of the management there does not exist separate reportable primary segment/ geographical segment, as defined by "Accounting Standard 17 – Segment Reporting".

**17. Disclosure under section 186(4) –**

Loans given for the purpose of utilizing in business activity (outstanding balance as on 31/03/2023): Ecofine Colourchem Private Limited Rs 2,28,66,128/- (PY Rs 1,43,24,904/-), Krishna Kunj Developers Private Limited Rs Nil (PY Rs 7,44,790/-), Ritu Shipping Private Limited Rs 10,35,981/- (PY Rs 40,35,981/-), Dura Color Rs. 93,39,579/- (PY Rs. 80,60,740/-),

Loans given for the purpose of Loans (outstanding balance as on 31/03/2023): Anish Shantilal Salot Rs.1,00,00,00 (PY Rs. 50,21,918), Bansari Neel Salot Rs.25,00,000/- (PY Rs. 25,01,370), Lataben Shantilal Salot Rs.50,00,000 (PY Rs. 50,21,918), Neel Anishkumar Salot Rs.75,00,000/- (PY Rs. 75,04,110), Raj Chem Rs.82,44,645 (PY Rs. 75,46,233), Salot Shantilal Harilal HUF Rs.NIL (PY Rs. 50,21,918) Shantilal Harilal Salot Rs.NIL (PY Rs. 50,21,918), Anish Shantilal Salot HUF Rs.50,00,000/- (PY Rs.NIL), Globe Ecologistics Private Limited Rs. 9,863 (PY Rs.NIL), Comet Performance Chemicals Private Limited Rs. 42,07,297 (PY Rs. NIL), Hindprakash Overseas Private Limited Rs. 1,65,32,197 (PY Rs. NIL), Shagun Marbles Private Limited Rs.78,26,005/- (PY Rs. NIL)

- 18.** The company had made an initial public offering (IPO) of 64,93,200 equity shares of face value of Rs. 10/- each fully paid up for cash at a price of Rs. 101/- per equity share (including share premium of Rs. 91 per equity share) aggregating to Rs. 6558.13/- Lakhs. The aforementioned equity shares were of the company got listed on NSE Emerge Platform on 11th July, 2022.

The Proceeds from the IPO Net off issue of related expenses is Rs. 6500.00 Lakhs. The object of the same are as follows:

S.N.	Particulars	Planned as per Prospectus	Utilised	Pending to be Utilised
a	To meet working capital requirement	5200.00	5200.00	Nil
b	General corporate purposes	1300.00	1300.00	Nil
	<b>Total</b>	<b>6500.00</b>	<b>6500.00</b>	<b>Nil</b>

- 19.** During the year under review, the Company has subscribed in the Rights Issue made/offered by Mangalam Saarloh Private Limited, a subsidiary of the Company, for 56,000 equity shares of Rs. 10/- each for cash at par.

- 20.** During the year ended on 31st March, 2023, the Company has undertaken activity of Seamless Pipes and Tubes at Kapadvanj Unit.

**21. Additional regulatory information:**

- A) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease Agreements are duly executed in favour of the lessee) are held in the name of the Company except following.
- i) Land situated at Plot No. 2348, admeasuring 32136 sq. mtrs. Survey No. 110/1/1118 & 110/1119, Village Khakhriya, Tal. Shavali, Dist. Vadodara
- B) The Company have investment property of an immovable property bearing GF-08, Himalaya Business Centre, 132 Ft. Ring Road, RTO Circle, Ahmedabad, amount of Rs. 99.38 Lakh.
- C) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and Intangible assets.
- D) There are some loans or advances in the nature of loans are granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are outstanding as on 31 March 2023:
- (i) repayable on demand; or
- (ii) without specifying any terms or period of repayment



S.N.	Name of Party	Amount	Outstanding	Nature
1	Mangalam Saarloh Private Limited	335.00 Lakh	310.00 Lakh	repayable on demand
2	Mangalam Multi Businesses Private Limited	919.80 Lakh	Nil	repayable on demand
3	Shagun Marbles Private Limited	75 Lakh	78.26 Lakh	repayable on demand
4	Hindprakash Overseas Private Limited	150 Lakh	165.30 Lakh	repayable on demand

- E) No proceedings have been initiated or pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- F) The company is not declared wilful defaulter by any bank or financial institution or other lender.
- G) The company has not undertaken any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- H) No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- I) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (Ultimate Beneficiaries) by or on behalf of the company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- J) The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (Ultimate Beneficiaries) by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- K) No transactions have been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961. There are no such previously unrecorded income or related assets.
- L) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- M) The Provision of Section 135 of the Companies Act 2013 in relation to Corporate Social Responsibility are applicable to the Company.
- N) The Company has formed a Corporate Social Responsibility Committee as required under Section 135 of the Companies Act, 2013. The funds have been spent on the activities specified in Schedule VII of the Act. Details of the CSR spending are as follows:

S.N.	Year Ended	Gross amount required to be spent	Amount spent for the years ended
1	2021-22	11.28 Lakh	11.30 Lakh

22. The Company has disposed off some of the Plant & Machinery having wdv in the books worth of Rs. 538.74 Lakh. The assets were acquired through resolution plan approved Hon'ble National Company Law Tribunal (NCLT) Ahmedabad vide their Order dated 13th December, 2021 in case of merger of Agarwal Mittal Concast Private Limited with the company.
23. The Figures have been rounded off to the nearest Lakhs.
24. The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Accordingly, amounts and other disclosures for the preceding year are included as an integral part of the current year standalone financial statements and are to be read in relation to the amount and other disclosures relating to the current year.

**For and on Behalf of the Board**

**Vipin Prakash Mangal**  
Chairman  
DIN: 02825511

**Mohit Kailash Agrawal**  
WTD & CFO  
DIN: 09696637

**Chanakya Prakash Mangal**  
Managing Director  
DIN: 06714256

**Fageshkumar Rameshbhai Soni**  
CS & Compliance Officer  
M. No.: F8218

Place : Ahmedabad  
Date : 18th April, 2023

## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
**MAGALAM WORLDWIDE LIMITED**  
(ERSTWHILE KNOWN AS MAGALAM WORLDWIDE PRIVATE LIMITED)

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the accompanying Consolidated Financial Statements of MANGALAM WORLDWIDE LIMITED (ERSTWHILE KNOWN AS MANGALAM WORLDWIDE PRIVATE LIMITED) (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprises of the Consolidated Balance sheet as at 31st March, 2023, and the Consolidated statement of Profit and Loss, and Consolidated Statement of Cash flows for the period then ended, and Notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our knowledge and according to the explanations given to us, the aforesaid Consolidated Financial Statements gives the information required by the Companies Act, 2013, in the manner so required, and gives true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2023 of Consolidated statement of Profit and Loss, and Consolidated Statement of Cash flows for the period then ended.

#### Basis for Opinion

We have conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India, the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon and we do not provide a separate opinion on these matters and there is no any Key Audit Matters which need to be reported.

<b>Business Combination under Composite Scheme of Arrangement – Merger Accounting of H.M. Industries Private Limited (HMIPL)</b>	<b>How Our Audit addressed the Key Audit Matters</b>
<p>[Refer Note No.13 to the Consolidated Financial Statements].</p> <p>Pursuant to the National Company Law Tribunal (NCLT) Order dated September 20, 2022, HMIPL (Steel Division) ("Transferor Companies") were merged with the Company.</p> <p>The Company has accounted for the business combination using the pooling of interest method in accordance with AS 14 – Accounting for Amalgamation (the 'Standard').</p> <p>The carrying value of the assets and liabilities of the transferor company as at September 20, 2022 (being the last period presented), as appearing in the financial statements of the Company before the merger have been incorporated in the books with merger adjustments, as applicable.</p> <p>Pursuant to the merger adjustment, The Company has recognized Capital reserve of "32.91" lakhs as an Capital reserve on Amalgamation.</p> <p>Considering the magnitude and complex accounting involved, the aforesaid business combination treatment in Consolidated financial statements has been considered to be a key audit matter.</p>	<p>Our audit procedures included the following:</p> <p>We understood from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the accounting of business combination.</p> <p>We have traced the assets, liabilities, tax losses of HMIPL from the audited special purpose financial statements / financial information received from our Statutory Auditor of HMIPL as at 20.09.2022 and Tax Audit Report Received from the other auditors under our audit instructions.</p> <p>We have taken assessment related to order approved by NCLT related to Amalgamation.</p> <p>We tested management's assessment of accounting for the business combination and determined that it was appropriately accounted for in accordance with AS 14 – Accounting for Amalgamation.</p> <p>We tested the management's computation of Determining the amount determined to be recorded in the capital reserve arising due to effect of amalgamation.</p> <p>We also assessed the adequacy and appropriateness of the disclosures made in the Consolidated financial statements.</p> <p>Based on above work performed, the Management's accounting for the merger of HMIPL with the Company is in accordance with the AS – 14 Accounting for Amalgamation.</p>

<p><b>Business Combination under Scheme of Arrangement – Merger Accounting of Vicor Stainless Private Limited (Vicor) with the Subsidiary Company of Holding Company</b></p> <p>[Refer Note No.14 to the Consolidated Financial Statements].</p> <p>Pursuant to the National Company Law Tribunal (NCLT) Order dated July 26, 2022, Vicor (“Transferor Companies”) were merged with the Mangalam Saarlöh Private Limited (“Subsidiary Company”).</p> <p>The subsidiary Company has accounted for the business combination using the pooling of interest method in accordance with AS 14 – Accounting for Amalgamation (the ‘Standard’).</p> <p>The carrying value of the assets and liabilities of the transferor company as at July 27, 2022 (being the last period presented), as appearing in the financial statements of the Company before the merger have been incorporated in the books with merger adjustments, as applicable.</p> <p>Pursuant to the merger adjustment, The Subsidiary Company has recognized Capital reserve of “993.91” lakhs as a Capital reserve on Amalgamation.</p> <p>Considering the magnitude and complex accounting involved, the aforesaid business combination treatment in Consolidated financial statements has been considered to be a key audit matter.</p>	<p><b>How the Audit addressed the Key Audit Matters</b></p> <p>The audit procedures included the following:</p> <p>It is understood from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the accounting of business combination.</p> <p>The assets, liabilities, tax losses have been traced of Vicor from the audited special purpose financial statements / financial information received from Statutory Auditor of Vicor as at 26.07.2022 and Tax Audit Report Received from the other auditors under our audit instructions.</p> <p>Assessment related to order approved by NCLT related to Amalgamation taken into account.</p> <p>The management's assessment of accounting for the business combination and determined that it was appropriately accounted for in accordance with AS 14 – Accounting for Amalgamation.</p> <p>It is tested the management's computation of Determining the amount determined to be recorded in the capital reserve arising due to effect of amalgamation.</p> <p>Assessed the adequacy and appropriateness of the disclosures made in the Consolidated financial statements.</p> <p>Based on above work performed, the Management's accounting for the merger of Vicor with the Company is in accordance with the AS – 14 Accounting for Amalgamation.</p>
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#### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 that give a true and fair view of the Consolidated financial position and Consolidated financial performance and consolidated cash flows, of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the Company included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statement, that gives a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the Companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

#### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are Independent Auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

#### Other Matters

We did not audit the financial statements / financial information of 1 subsidiary, whose financial statements / financial information reflect total assets of Rs. 1453.58 Lakhs as at March 31, 2023, revenue from operation of Rs.67.74 lakhs and net cash flows amounting to Rs. 6.96 lakhs for the period ended on March 31, 2023, as considered in the consolidated financial statements. This financial statements / financial information has been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

#### Report on other Legal and Regulatory Requirements

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statement have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of the consolidated financial statement.
- (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. There were no pending litigations which would impact the consolidated financial position of the Group.
  - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its Subsidiary companies incorporated in India.
    - The management has represented that, to the best of its knowledge and belief, as disclosed in to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
      - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
    - The management has represented, that, to the best of its knowledge and belief, as disclosed in the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
      - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
      - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
    - Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d) (i) and (d) (ii) contain any material misstatement.
  - iv. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.
- (h) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For Keyur Shah & Co.**  
Chartered Accountants  
FRN.: 141173W

**Keyur Shah**  
Proprietor  
Membership No.: 153774  
UDIN : 23153774BGWLTH1313

**Date : 18th April, 2023**  
**Place : Ahmedabad**



**With reference to the “Annexure A” referred to in the Independent Auditors’ Report to the members of the Holding Company, Subsidiary companies incorporated in India on Consolidated Financial Statements for the year ended March 31, 2023, We report the Following:**

According to the information and explanations given to us, companies incorporated in India and included in the Consolidated Financial Statements, there have been no remarks included in their reports under Companies (Auditor’s Report) Order, 2020 (“CARO”), which have been reproduced as per the requirements of the Guidance Note on CARO 2020, issued by Institute of Chartered Accountants of India.

**“Annexure B” to the Independent Auditor’s Report of even date on the Consolidated Financial Statements of MANGALAM WORLDWIDE LIMITED**

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

In conjunction with our audit of the Consolidated Financial Statements of MANGALAM WORLDWIDE LIMITED as of and for the period ended March 31, 2023, we have audited the internal financial controls over financial reporting of MANGALAM WORLDWIDE LIMITED (hereinafter referred to as the “Holding Company”) and its subsidiary, which are companies incorporated in India, as of that date.

**Management’s Responsibility for Internal Financial Controls**

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

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the Holding Company, its subsidiaries, which are companies incorporated in India, internal financial controls over financial reporting with reference to these Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these Consolidated Financial Statements.

**Meaning of Internal Financial Controls over Financial Reporting with Reference to these Consolidated Financial Statements**

A Company’s internal financial control over financial reporting with reference to these Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control over financial reporting with reference to these Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally



accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting with Reference to these Consolidated Financial Statements**

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

#### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors, as referred to in Other Matters paragraph below, the Holding Company, its subsidiary, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls over financial reporting with reference to these Consolidated Financial Statements and such internal financial controls over financial reporting with reference to these Consolidated Financial Statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

#### **Other Matters**

Other report under Section 143(3) (i) of Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to those Consolidated Financial Statement of the Holding Company, in so far as it relates to separate financial statement of 1 subsidiary company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such company incorporated in India.

#### **For Keyur Shah & Co.**

Chartered Accountants  
FRN.: 141173W

#### **Keyur Shah**

Proprietor  
Membership No.: 153774  
UDIN : 23153774BGWLTH1313

**Date : 18th April, 2023**  
**Place : Ahmedabad**

## Consolidated Balance Sheet as at 31st March, 2023

(Rs. in Lakhs)

Sr. No.	Particulars	Note No.	As at 31st March, 2023	As at 31st March, 2022
<b>I.</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholders' Funds</b>			
	(a) Share Capital	1	2,450.07	1,800.75
	(b) Reserves and Surplus	2	10,970.57	2,747.19
<b>2</b>	<b>Share Application Money Pending Allotment</b>		-	-
<b>2A</b>	<b>Minority Interest</b>		454.64	0.98
<b>3</b>	<b>Non-Current Liabilities</b>			
	(a) Long-Term Borrowings	3	1,616.54	-
	(b) Deferred Tax Liabilities (Net)	4	495.72	619.36
	(c) Other Long-Term Liabilities	5	55.78	21.65
<b>4</b>	<b>Current Liabilities</b>			
	(a) Short-Term Borrowings	6	6,991.21	4,691.87
	(b) Trade Payables	7		
	(i) MSME		8.07	-
	(ii) Others		1,228.02	1,813.47
	(c) Other Current Liabilities	8	1,161.48	563.46
	(d) Short-Term Provisions	9	333.20	7.02
	<b>TOTAL</b>		<b>25,765.30</b>	<b>12,265.75</b>
<b>II.</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non-Current Assets</b>			
	(a) Property, Plant and Equipment and Intangible Assets			
	(i) Property, Plant and Equipment	10	8,970.23	5,020.89
	(ii) Intangible Assets	10	12.39	12.39
	(iii) Capital Work In Progress		-	2.18
	(b) Non-Current Investments	11	432.58	469.72
	(c) Deferred Tax Assets (Net)	4	-	-
	(d) Long-Term Loans and Advances	12	125.15	216.05
	(e) Other Non-Current Assets	13	53.09	15.79
<b>2</b>	<b>Current Assets</b>			
	(a) Current Investments		-	-
	(b) Inventories	14	6,452.13	3,487.85
	(c) Trade Receivables	15	5,219.10	1,547.36
	(d) Cash and Cash Equivalents	16	1,230.43	530.00
	(e) Short-Term Loans and Advances	17	3,270.19	963.52
	(f) Other Current Assets		-	-
	<b>TOTAL</b>		<b>25,765.30</b>	<b>12,265.75</b>

This is the Consolidated Balance Sheet referred to in our report of even date.

**For, Keyur Shah & Co.**  
Chartered Accountants  
F.R. No.: 141173W

**Keyur Shah**  
Proprietor  
M. No.: 153774  
UDIN: 23153774BGWLTH1313

Place : Ahmedabad  
Date : 18th April, 2023

**For and on Behalf of the Board**

**Vipin Prakash Mangal**  
Chairman  
DIN: 02825511

**Mohit Kailash Agrawal**  
WTD & CFO  
DIN: 09696637

Place : Ahmedabad  
Date : 18th April, 2023

**Chanakya Prakash Mangal**  
Managing Director  
DIN: 06714256

**Fageshkumar Rameshbhai Soni**  
CS & Compliance Officer  
M. No.: F8218

**Consolidated Statement of Profit & Loss for the year ended on 31st March, 2023** (Rs. in Lakhs)

Sr. Particulars	Note No.	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
I. Revenue from Operations	18	64,448.48	52,302.96
II. Other Income	19	145.32	29.32
<b>III. Total Income (I + II)</b>		<b>64,593.80</b>	<b>52,332.28</b>
<b>Expenses:</b>			
Cost of Material Consumed / Cost of Traded Goods Sold	20	52,717.41	40,061.53
Changes in Inventories of Finished Goods / Traded Goods	21	(2,268.08)	470.58
Employee Benefits Expense	22	1,212.50	571.55
Finance Costs	23	275.93	218.26
Depreciation and Amortisation Expense	10	521.53	120.16
Depreciation Expense on Investment Property	10	-	(5.90)
Other Expenses	24	10,943.71	10,052.93
<b>IV. Total Expenses</b>		<b>63,403.00</b>	<b>51,489.11</b>
<b>V. Profit Before Extra Ordinary Items and Tax (III-IV)</b>		<b>1,190.80</b>	<b>843.17</b>
Extra Ordinary Items	19	352.10	1,015.67
<b>VI. Total Extra Ordinary Items</b>		<b>352.10</b>	<b>1,015.67</b>
<b>VII. Profit before tax (V-VI)</b>		<b>1,542.90</b>	<b>1,858.84</b>
Tax Expense:			
(1) Current Income Tax		(1.95)	(0.30)
(2) Income Tax (Prior Period)		-	-
(3) Deferred Tax	3	123.30	(619.36)
<b>VIII. Total Tax Expense</b>		<b>121.35</b>	<b>(619.66)</b>
<b>IX. Profit/(Loss) for the period (VII + VIII) (before adjustment for Minority Interest)</b>		<b>1,664.25</b>	<b>1,239.19</b>
<b>X. Less: Share of Profit transferred to Minority Interest</b>		<b>(35.69)</b>	<b>(0.36)</b>
<b>XI. Profit/(Loss) for the period (after adjustment for Minority Interest)</b>		<b>1,628.56</b>	<b>1,238.82</b>
<b>X. Earnings per Equity Share</b>			
(1) Basic		7.31	9.27
(2) Diluted		7.31	9.27

This is the Consolidated Statement of Profit and Loss referred to in our report of even date.

**For, Keyur Shah & Co.**  
Chartered Accountants  
F.R. No.: 141173W

**Keyur Shah**  
Proprietor  
M. No.: 153774  
UDIN: 23153774BGWLTH1313

Place : Ahmedabad  
Date : 18th April, 2023

**For and on Behalf of the Board**

**Vipin Prakash Mangal**  
Chairman  
DIN: 02825511

**Mohit Kailash Agrawal**  
WTD & CFO  
DIN: 09696637

Place : Ahmedabad  
Date : 18th April, 2023

**Chanakya Prakash Mangal**  
Managing Director  
DIN: 06714256

**Fageshkumar Rameshbhai Soni**  
CS & Compliance Officer  
M. No.: F8218

## Consolidated Statement of Cash Flows for the year ended on 31st March, 2023

(Rs. in Lakhs)

Sr. Particulars No.	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>CASH FLOW FROM OPERATING ACTIVITIES :</b>		
<b>Net Profit before Tax (A)</b>	<b>1,190.80</b>	<b>843.17</b>
Adjustments for :		
Depreciation & Amortization	521.53	120.16
Extra Ordinary Item	352.10	1,015.67
Gain on Sale of Investment	(352.10)	(1,015.67)
Increase / (Decrease) in Minority interest	(35.69)	-
Interest / Finance Charges	275.93	218.26
Interest & Dividend Earned	(145.32)	(27.52)
<b>Sub Total (B)</b>	<b>616.44</b>	<b>310.91</b>
<b>Operating Profit Before Working Capital Changes (A + B)</b>	<b>1,807.24</b>	<b>1,154.08</b>
Adjustments for Changes in Working Capital		
(Increase)/ Decrease in Inventories	(2,964.27)	(944.39)
(Increase)/ Decrease in Trade Receivables	(3,671.74)	(593.15)
(Increase)/ Decrease in Loans & Advances	(2,306.67)	(146.62)
(Increase)/ Decrease in Other Non Current Assets	(37.30)	-
Increase/ (Decrease) in Trade Payables	(577.37)	189.99
Increase/ (Decrease) in Short Term Provision & Other Liabilities	958.33	499.76
<b>Sub Total (C)</b>	<b>(8,599.03)</b>	<b>(994.41)</b>
<b>Cash Generated from Operating Activities (A + B+ C)</b>	<b>(6,791.79)</b>	<b>159.67</b>
Income tax paid during the year (D)	(1.95)	(0.30)
<b>Net Cash Generated from Operating Activities (A + B+ C + D)</b>	<b>(6,793.74)</b>	<b>159.37</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Purchase of Fixed Assets	(5,009.59)	(5,013.39)
Sales of Fixed Assets	538.72	-
Capital Work in Progress	2.18	(2.18)
Purchase/Sale of Investment	389.24	1,129.43
(Increase) / decrease in Long Term Loans and Advances	90.90	(174.77)
Interest & Dividend Received	145.32	27.52
<b>Net Cash Generated from Investing Activities</b>	<b>(3,843.23)</b>	<b>(4,033.39)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Proceeds from issue of Equity Shares / Receipt of Uncalled Money	649.32	2,026.86
Security Premium	5,865.55	-
Capital Reserve on Merger	776.56	-
Net of (Repayment)/ Proceeds from Working Capital Facilities from Bank	-	2,945.06
Increase / (Decrease) in Minority interest	453.66	-
(Increase)/ Decrease in Loans & Advances	-	(434.34)
Net of (Repayment)/ Proceeds from Unsecured Short Term Borrowing	2,299.34	-
Net of (Repayment)/ Proceeds from Long Term Borrowing	1,616.54	-
Interest/ Finance Charges Paid	(275.93)	(218.26)
Dividend & Dividend Tax Paid	(47.65)	(0.49)
<b>Net Cash Generated from Financing Activities</b>	<b>11,337.41</b>	<b>4,318.84</b>
Net Increase in Cash and Cash Equivalents	700.43	444.82
<b>Cash and Cash Equivalents at the beginning of the Year</b>	<b>529.99</b>	<b>85.17</b>
<b>Cash and Cash Equivalents at the end of the Year</b>	<b>1,230.42</b>	<b>529.99</b>

### Notes:

(1) Consolidated Cash flow statement has been prepared under the indirect method as set out in the Accounting Standard (AS) 3: "Cash Flow Statements".

(2) Previous year's figures have been regrouped/reclassified wherever applicable

This is the Consolidated Cash Flow Statement referred to in our report of even date.

**For, Keyur Shah & Co.**

Chartered Accountants

F.R. No.: 141173W

**Keyur Shah**

Proprietor

M. No.: 153774

UDIN: 23153774BGWLTH1313

**For and on Behalf of the Board**

**Vipin Prakash Mangal**

Chairman

DIN: 02825511

**Mohit Kailash Agrawal**

WTD & CFO

DIN: 09696637

**Chanakya Prakash Mangal**

Managing Director

DIN: 06714256

**Fageshkumar Rameshbhai Soni**

CS & Compliance Officer

M. No.: F8218

Place : Ahmedabad

Date : 18th April, 2023

Place : Ahmedabad

Date : 18th April, 2023

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

### NOTE - 1 - SHARE CAPITAL

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Authorised</b>		
3,97,50,000 (P.Y. 2,50,00,000) Equity Shares of Rs. 10/- each	3,975.00	2,500.00
28,000 (P.Y. 28,000) Redeemable Preference Shares of Rs. 10/- each	2.80	2.80
47,50,000 (P.Y. Nil) 0.1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- each	475.00	2.80
	<b>4,452.80</b>	<b>2,505.60</b>
<b>Issued</b>		
2,45,00,674 (P.Y. 1,80,07,474) Equity Shares of Rs. 10/- each	2,450.07	1,800.75
Nil (P.Y. 63,000) Equity Shares - Differential Voting Rights of Rs. 10/- each	-	-
	<b>2,450.07</b>	<b>1,800.75</b>
<b>Subscribed &amp; fully Paid up</b>		
2,45,00,674 (P.Y. 1,80,07,474) Equity Shares of Rs. 10/- each fully paid up		
<b>Outstanding at the beginning of the year</b>	<b>1,800.75</b>	<b>3.24</b>
Add: Shares converted from partly paid up Equity shares during the year	-	14.82
Add: Shares converted from Equity shares with diff. voting rights during the year	-	6.30
Add: Bonus Shares Issued during the year	-	1,217.87
Add: Preferential Allotment Shares Issued during the year	-	558.52
Add: Initial Public Offer 64,93,200 Equity Shares of Rs. 10/- each fully paid up	649.32	-
Less: Shares bought back during the year	-	-
	<b>2,450.07</b>	<b>1,800.75</b>
<b>Subscribed but not fully Paid up</b>		
Nil (P.Y. Nil) Equity Shares of Rs. 10/- each (Rs 8/- each called up and paid up)		
<b>Outstanding at the beginning of the year</b>	-	<b>11.86</b>
Add: Balance call money Rs. 2/- each called up from partly paid up Equity shares during the year	-	2.96
Less: Shares converted from partly paid up Equity shares to Fully paid up during the year	-	14.82
	-	-
Nil (P.Y. Nil) Equity Shares - Differential Voting Rights of Rs. 10/- each (Rs 8/- each called up and paid up)		
<b>Outstanding at the beginning of the year</b>	-	<b>5.04</b>
Add: Balance call money Rs. 2/- each called up from Equity shares with diff. voting rights during the year	-	1.26
Less: Shares converted from Equity shares with diff. voting rights during the year	-	6.30
	-	-
<b>Per Balance Sheet</b>	<b>2,450.07</b>	<b>1,800.75</b>

#### 1.1 Rights, preferences and restrictions attached to shares:

##### Equity Shares:

During the year Company has left with only one class of equity shares having a par value of Rs 10/- each. However in the preceding period company had two class of equity shares having a par value of Rs 10/- each (i) Equity shares with normal voting rights and (ii) Equity Shares with Differential voting rights. Every share holder holding shares with normal voting rights had on a show of hands or on a poll, 1 vote for every 1 share held by them and Every share holder holding shares with differential voting rights had on a show of hands or on a poll, 1 vote for every 100 shares held by them.

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their share holding.

The company had made an initial public offering (IPO) of 64,93,200 equity shares of face value of Rs. 10/- each fully paid up for cash at a price of Rs. 101/- per equity share (including share premium of Rs. 91 per equity share) aggregating to Rs. 6558.13/- Lakhs. The aforementioned equity shares were of the company got listed on NSE Emerge Platform on 11th July, 2022.

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

### NOTE - 1 - SHARE CAPITAL (Contd.....)

#### 1.1 Rights, preferences and restrictions attached to shares: (contd.....)

##### Equity Shares:

During the Period, Pursuant to the approval of the Members accorded at the Extra Ordinary General Meeting held on 24th March, 2023 for issue of 52,00,000 Convertible Warrants (the 'Warrants') and pursuant to the receipt of Rs. 13,91,00,000/- being 25% of issue price / subscription money, the Board of Directors of Mangalam Worldwide Limited ("Company") at its meeting held on 6th April, 2023, allotted 52,00,000 Convertible Warrants at an issue price of Rs.107/- per warrant, aggregating to Rs.55,64,00,000/- (Rupees Fifty-Five Crores Sixty Four Lakhs Only) by way of preferential allotment to Promoters, Persons belonging to Promoters' Group and Person other than promoter / promoters group of the company.

#### 1.2 Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number	Amount (*)	Number	Amount (*)
<b>Equity Shares of Rs. 10/- each:</b>				
<b>Shares outstanding at the beginning of the year</b>	<b>180.08</b>	<b>1,800.75</b>	<b>1.81</b>	<b>18.06</b>
Add: Shares converted from Equity shares with diff. voting rights during the year	-	-	0.63	6.30
Add: Bonus Shares Issued during the year	-	-	121.79	1,217.8
Add: Preferential Allotment Shares Issued during the year	-	-	55.85	558.52
Add: Initial Public Offer 64,93,200 Equity Shares of Rs. 10/- each		64.93	649.32	
Less: Shares bought back during the year	-	-	-	-
<b>Shares outstanding at the end of the year</b>	<b>245.01</b>	<b>2,450.07</b>	<b>180.08</b>	<b>1,800.75</b>
<b>Equity Shares-Differential Voting Rights of Rs. 10/-each</b>				
<b>Shares outstanding at the beginning of the year</b>	-	-	<b>0.63</b>	<b>6.30</b>
Less: Shares converted to fully paid up Equity Shares during the year	-	-	0.63	6.30
<b>Shares outstanding at the end of the year</b>	-	-	-	-
<b>(*) Face value</b>				

#### 1.3 Shares in the company held by each shareholder holding more than 5 percent shares

Name of Shareholder	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
<b>Equity Shares of Rs. 10/- each:</b>				
Chanakya Prakash Mangal	33.26	13.57%	33.26	18.47%
Chandragupt Prakash Mangal	42.27	17.25%	42.27	23.47%
Omprakash Mangal	13.61	5.55%	14.61	8.11%
Rashmi Mangal	24.31	9.92%	33.31	18.50%
Vipin Prakash Mangal	42.31	17.27%	33.31	18.50%
<b>Equity Shares - Differential Voting Rights of Face Value of Rs. 10/- each:</b>				
Chanakya Prakash Mangal	#	#	#	#
Chandragupt Prakash Mangal	#	#	#	#
Hemlata Mangal	#	#	#	#
Rashmi Mangal	#	#	#	#
Vipin Prakash Mangal	#	#	#	#

# - Less than 5%



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

### NOTE - 1 - SHARE CAPITAL (Contd....)

#### 1.3 Shares in the company held by each shareholder holding more than 5 percent shares

Name of Promoter & Promoter Group	As at 31st March, 2023		% Change during the year
	No. of Shares held	% of Holding	
<b>Equity Shares of Rs. 10/- each:</b>			
Chanakya Prakash Mangal	33.26	13.57%	-4.89%
Chandragupt Prakash Mangal	42.27	17.25%	-6.22%
Omprakash Mangal	13.61	5.55%	-2.56%
Rashmi Mangal	24.31	9.92%	-8.58%
Vipin Prakash Mangal	42.31	17.27%	-1.23%
Honey Mangal	1.00	0.41%	0.41%
Name of Promoter & Promoter Group	As at 31st March, 2022		% Change during the year
	No. of Shares held	% of Holding	
<b>Equity Shares of Rs. 10/- each:</b>			
Chanakya Prakash Mangal	33.26	18.47%	-0.64%
Chandragupt Prakash Mangal	42.27	23.47%	4.37%
Omprakash Mangal	14.61	8.11%	0.00%
Rashmi Mangal	33.31	18.50%	-0.67%
Vipin Prakash Mangal	33.31	18.50%	-0.67%
Honey Mangal	#	0.00%	
<b>Equity Shares - Differential Voting Rights of Face Value of Rs. 10/- each:</b>			
Chanakya Prakash Mangal	0.13	20.63%	0.00%
Chandragupt Prakash Mangal	0.13	20.63%	0.00%
Vipin Prakash Mangal	0.13	20.63%	0.00%

### Note - 2 - Reserves and Surplus

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Securities Premium on Equity Shares Account</b>		
Opening Balance	1,284.60	772.80
Add : Securities Premium Credited on money called up on Shares	-	179.52
Add : Securities Premium Credited on money called up on Preferential Allotment of Shares	-	1,284.60
Add : Securities Premium Credited on Initial Public Offer	5,908.81	-
Less : Premium Utilised for issue of Bonus Shares	-	(952.32)
Less : Premium Utilised for Initial Public Offer Expense	(43.26)	-
<b>Closing Balance</b>	<b>7,150.15</b>	<b>1,284.60</b>
<b>Capital Reserve On Amalgamation</b>		
Opening Balance	-	-
Addition during the year	776.56	-
<b>Closing Balance</b>	<b>776.56</b>	<b>-</b>
<b>Surplus in Statement of Profit and Loss</b>		
Opening Balance	1,462.59	489.80
Add: Net Profit/(Net Loss) For the Current Year	1,628.58	1,238.83
Less: Reserves Utilised for issue of Bonus Shares	-	(265.55)
Less: Dividend on Equity Shares	(47.65)	(0.49)
Other Adjustments	0.36	-
<b>Closing Balance</b>	<b>3,043.87</b>	<b>1,462.59</b>
<b>Per Balance Sheet</b>	<b>10,970.57</b>	<b>2,747.19</b>

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

### Note - 3 - Long-Term Borrowings

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Secured</b>		
<b>(a) Loans from Bank</b>		
State Bank of India - Term Loan	1,616.54	-
<b>Per Balance Sheet</b>	<b>1,616.54</b>	<b>-</b>

3.1. The above facilities are further collaterally secured by way of equitable mortgage & Paripassu of 1st Charge of immoveable property, jointly owned by the company and M/s Hindprakash Global Private Limited, property situated at Shop No 8; Ground Floor, Himalya Elanza Business Center RTO Circle, Ahmedabad, NA Land bearing Plot No.2348 bearing S. No.219 Paiki admeasuring 28328 sq. mtrs. along with standing thereon factory sheds and building admeasuring about 9225.26 sq. mtrs. at Chandrapura, Halol in the name of MWL, Plant & Machinery on Land bearing Plot No.2348 bearing S No.19 Paikiat Chandrapura, Halol in the name of MWL & NA Industrial open land bearing amalgamated survey no.1025/A/2 (old survey no.1025/A/2 (5665 sq mtrs) + 1032 (4047 sq mtrs) + 1033 (5767 sq mtrs) total admeasuring 15277 sq mtrs situated at Kapadvanj, Kheda in the name of MWL.

### Note - 4 - Deferred Tax Liabilities/(Assets) (Net)

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Books Income Tax Difference</b>		
WDV of PPE 5,286.05 1,966.75 3,319.30 25.17%	835.40	704.90
Rent Adjustment - AS 19 (1.32) - (1.32) 25.17%	(0.33)	(0.11)
Section 35D - - 0.26 (0.26) 25.17%	(0.07)	(0.07)
Provision for Gratuity (29.04) - (29.04) 25.17%	(7.31)	(6.07)
Provision for Leave Encashment (41.41) - (48.41) 25.17%	(12.18)	(1.03)
Carried Forward Business Loss / Depreciation etc.. 1,270.61 (1,270.61) 25.17%	(319.79)	(78.26)
<b>Per Balance Sheet</b>	<b>495.72</b>	<b>619.36</b>
<b>Note: 4.1 In view of Prudence, Deferred Tax Asset has not been created on</b>		
<b>Books Income Tax Difference</b>		
Carry Forward Long Term Capital Loss on Sale of Shares of VICOR - 25.17%	-	159.66
Provision for Doubtful Recovery of Assets 10,957.50 25.17%	2,757.78	1,057.63
<b>Total 10,957.50</b>	<b>2,757.78</b>	<b>1,217.29</b>

### Note - 5 - Other Long-Term Liabilities

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Provision for employee benefits</b>		
Provision for Gratuity & Leave Encashment (Unfunded)	55.78	21.65
<b>Per Balance Sheet</b>	<b>55.78</b>	<b>21.65</b>

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

### Note - 6 - Short-Term Borrowings

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Secured</b>		
<b>(a) Loans from Bank</b>		
State Bank of India - Cash Credit	4,071.83	-
State Bank of India - Term Loan	75.00	-
Canara Bank - Cash Credit	2,141.34	-
CIRPL Loans Liabilities Payable	-	4,018.74
<b>Unsecured</b>		
<b>(a) Loans Repayable on Demand</b>		
Intercompany Deposits	211.70	462.03
From Directors	27.36	4.00
From Directors' Relatives	-	-
Local Bill Discounting	463.99	207.10
<b>Per Balance Sheet</b>	<b>6,991.21</b>	<b>4,691.87</b>

- 6.1** The company has created a exclusive charge in favour of State Bank of India to the extent of Rs. 14000 Lakhs (ICICI Bank Limited - Previous Year Rs 1100 Lakhs ) by way of hypothecation of the entire stock of moveable property including book debts and receivables of the company wherever located.
- 6.2** The above facilities are further collaterally secured by way of equitable mortgage & Paripassu of 1st Charge of immoveable property, jointly owned by the company and M/s Hindprakash Global Private Limited, property situated at Shop No 8; Ground Floor, Himalya Elanza Business Center RTO Circle, Ahmedabad, NA Land bearing Plot No.2348 bearing S. No.219 Paiki admeasuring 28328 sq. mtrs. along with standing thereon factory sheds and building admeasuring about 9225.26 sq. mtrs. at Chandrapura, Halol in the name of MWL, Plant & Machinery on Land bearing Plot No.2348 bearing S No.19 Paiki at Chandrapura, Halol in the name of MWL & NA Industrial open land bearing amalgamated survey no.1025/A/2 (old survey no.1025/A/2 (5665 sq mtrs) + 1032 (4047 sq mtrs) + 1033 (5767 sq mtrs) total admeasuring 15277 sq mtrs situated at Kapadvanj, Kheda in the name of MWL.
- 6.3** The above facilities are further guaranteed in personal capacity by three directors of the company namely ) Vipin Prakash Mangal, Chanakya Prakash Mangal and Chandragupt Prakash Mangal along with Hindprakash Global Private Limited.

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

### Note - 7 - Trade Payables

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Total outstanding dues of Medium, Small and Micro Enterprises (MSME) (Refer Note 25 (C) (8))	8.07	-
Total Outstanding Dues of Creditors other than MSME Enterprises	867.38	1,257.67
Current Liability for Expenses	360.64	555.80
<b>Per Balance Sheet</b>	<b>1,236.09</b>	<b>1,813.47</b>

Particulars	Outstanding for following periods from due date of payment				As at 31st March, 2023
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	8.07	-	-	-	8.07
(ii) Others	1,173.01	53.86	1.15	-	1,228.02
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,181.08</b>	<b>53.86</b>	<b>1.15</b>	<b>-</b>	<b>1,236.09</b>

Particulars	Outstanding for following periods from due date of payment				As at 31st March, 2022
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	-	-	-	-	-
(ii) Others	1,798.19	0.46	14.82	-	1,813.47
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,798.19</b>	<b>0.46</b>	<b>14.82</b>	<b>-</b>	<b>1,813.47</b>

### Note - 8 - Other Current Liabilities

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Unsecured</b>		
Other Statutory Liabilities	124.16	191.40
Other Liabilities	660.98	372.06
Advance from Customers	376.34	-
<b>Per Balance Sheet</b>	<b>1,161.48</b>	<b>563.46</b>

### Note - 9 - Short Term Provisions

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Provision for employee benefits</b>		
Gratuity (Unfunded)	9.59	2.48
Leave Encashment (Unfunded)	12.08	4.09
<b>Others</b>		
Provision for Expenses (Others)	309.58	0.30
Provision for Income Tax (net of prepaid taxes)	1.95	0.15
<b>Per Balance Sheet</b>	<b>333.20</b>	<b>7.02</b>

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

Note - 10 - Property, Plant and Equipment and Intangible Assets

(Rs. in Lakhs)

Particulars	Gross Block			Accumulated Depreciation				Net Block	
	Balance as at 1st April, 2022	Additions	(Disposals) / Adjustments	Balance as at 31st March, 2023	Balance as at 1st April, 2022	Accumulated Depreciation	Depreciation Charge for the Year	Balance as at 31st March, 2023	Balance as at 31st March, 2022
<b>A Property, Plant &amp; Equipment</b>									
Building	816.80	787.13	-	1,603.94	324.63	-	41.62	1,237.69	492.17
Computers	18.09	12.95	-	31.04	12.96	-	4.10	13.98	5.13
Electric Installations	118.23	91.79	-	210.02	88.24	-	11.97	109.81	30.00
Furniture and Fixtures	83.59	43.95	-	127.54	3.50	-	20.93	103.11	80.09
Land	367.54	1,164.76	-	1,532.31	-	-	-	1,532.31	367.54
Office Equipments	36.71	12.20	-	48.91	21.96	-	4.40	22.55	14.75
Plant Machinery	6,795.35	2,825.16	1,009.58	8,610.93	2,816.82	-	416.43	5,848.53	3,978.53
Vehicles	69.83	71.65	-	141.48	17.14	-	22.08	102.26	52.69
<b>Total (A)</b>	<b>8,306.14</b>	<b>5,009.59</b>	<b>1,009.58</b>	<b>12,306.16</b>	<b>3,285.25</b>	-	<b>521.53</b>	<b>8,970.23</b>	<b>5,020.89</b>
Previous Year	146.04	8,292.88	132.78	8,571.69	3,165.09	-	120.16	5,286.44	7.27
<b>B Intangible Assets</b>									
Goodwill on Amalgamation	12.39	-	-	12.39	-	-	-	12.39	12.39
<b>Total (B)</b>	<b>12.39</b>	<b>-</b>	<b>-</b>	<b>12.39</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>12.39</b>	<b>12.39</b>
Previous Year	12.39	-	-	12.39	-	-	-	12.39	-
<b>Total (A+B)</b>	<b>8,318.53</b>	<b>5,009.59</b>	<b>1,009.58</b>	<b>12,318.55</b>	<b>3,285.25</b>	-	<b>521.53</b>	<b>8,982.63</b>	<b>5,033.28</b>
Previous Year	158.43	8,292.88	132.78	8,584.08	3,165.09	-	120.16	5,298.83	7.27

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

### Note - 11 - Non-Current Investments (Long Term Investment) (Non Trade at Cost)

(Rs. in Lakhs)

(Valued at Cost less Diminution (Other than Temporary) in value, if any)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Investment in Equity Instruments (Unquoted)</b>		
<b>(i) of Subsidiaries</b>		
3,12,000 (P.Y. 6000) Equity shares - Mangalam Saarloh Private Limited (of Rs. 10/- each Fully Paidup)	-	-
<b>(ii) of Associates</b>		
Nil (P.Y. 170,865) Equity shares - Ritu Shipping Private Limited (of Rs. 10/- each Fully Paidup)	-	-
Less: Provision for diminution in value of Investments (Ritu)	-	94.42
Nil (P.Y. 746,765) Equity shares - Vivek Steelco Private Limited (of Rs. 10/- each Fully Paidup)	-	(94.42)
Less: Provision for diminution in value of Investments (Vivek Steelco)	732.10	-
	(732.10)	-
<b>(iii) of Others</b>	-	-
<b>A</b>	<b>0.00</b>	<b>-</b>
<b>Investment in Equity Instruments (Quoted)</b>		
<b>(i) of Others</b>		
90,04,995 (P.Y. 19,83,934 of Rs. 10/- each Fully Paidup) Equity shares - Mangalam Global Enterprise Limited (of Rs. 2/- each Fully Paidup)	333.20	370.34
	<b>333.20</b>	<b>370.34</b>
Market Value of Quoted Equity Investment (C.Y. Rs. 13,05,72,428/- P.Y. Rs. 42,34,70,712/-)		
Aggregate Amount of Unquoted Equity Investment (C.Y. Rs 31,33,200/- - P.Y. 73,200)		
<b>Investment Property</b>		
(Valued at cost less accumulated depreciation)		
Cost of Land and Building as on Opening	99.38	99.38
Add: Addition During the Year	-	-
<b>Sub Total (a)</b>	<b>99.38</b>	<b>99.38</b>
Depreciation as on Opening		(5.90)
Add: Depreciation/Adjustment for the Year		5.90
<b>Sub Total (b)</b>	<b>-</b>	<b>-</b>
<b>Net Block (a-b) C</b>	<b>99.38</b>	<b>93.38</b>
Aggregate Value of Investment Property (C.Y. Rs. 99,37,990 P.Y. Rs. 99,37,990)		
Aggregate Provision for Diminution in Value of Investment (C.Y. Rs. Nil, P.Y. Rs. Nil)		
<b>Per Balance Sheet</b>	<b>432.58</b>	<b>469.72</b>

### Note - 12 - Long-term Loans and Advances (Unsecured, Considered Good)

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Prepaid Income Tax / MAT Credit / TDS (Net of Prov, if any)	124.53	214.91
Prepaid Expenses	0.62	1.14
Loans to Others	407.66	407.66
Less: Provision for Doubtful Recovery of Loans & Advances	(407.66)	(407.66)
Advance to Suppliers	1,462.98	1,210.41
Less: Provision for Provision for Doubtful Recovery of Advance to Suppliers	(1,462.98)	(1,210.41)
HMIPL Loans & Advances	5.57	-
HMIPL Provision for Loans & Advances	(5.57)	-
HMIPL Other Receivable	5.39	-
HMIPL Provision for Other Current Assets	(5.39)	-
<b>Per Balance Sheet</b>	<b>125.15</b>	<b>216.05</b>



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

### Note - 12 - Long-term Loans and Advances (Unsecured, Considered Good) (Contd) (Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Long Term Loans and Advances include due from:		
Other Officers of the Company	-	-
Firm in which any Director is Partner	-	-
Private Company in which Director is Director or Member	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

### Note - 13 - Other Non-Current Assets (Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Deposits	44.27	6.97
Deposits (AMCPL)	63.60	63.60
Less: Provision for Doubtful Recovery of Deposits	(54.78)	(54.78)
Deposits (HMIPL)	54.87	-
Less: Provision for Doubtful Recovery of Deposits	(54.87)	-
<b>Per Balance Sheet</b>	<b>53.09</b>	<b>15.79</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
Other Non-Current Assets include due from:		
Director (Rent Deposit)	4.20	1.40
<b>Total</b>	<b>4.20</b>	<b>1.40</b>

### Note - 14 - Inventories (As Taken, Verified, Valued and Certified by the Management) (Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Stock-in-Hand</b>		
Raw Materials	2,920.03	2,599.60
Finished Goods	981.13	441.04
Stores, Spares & Consumables	822.97	447.21
Goods in Process	1,728.00	-
<b>Per Balance Sheet</b>	<b>6,452.13</b>	<b>3,487.85</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
14.1 Value of Inventories (shown above) is exclusive of Stock / Goods in transit (Import), Corresponding liability is also not provided under the head Trade Payables.	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

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

### Note - 15 - Trade Receivables (Unsecured and Considered Good)

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Over Six Months	9,833.66	2,507.24
Others	5,122.42	1,537.42
	14,956.07	4,044.66
Less: Provision for Doubtful Debts	(9,736.98)	(2,497.30)
<b>Per Balance Sheet</b>	<b>5,219.10</b>	<b>1,547.36</b>

Particulars	Outstanding for following periods from due date of payment #					As at 31st March 2023 Total
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade receivables - considered good	5,122.42	45.51	3.53	-	-	5,171.46
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	763.12	9,021.50	9,784.62
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Total</b>	<b>5,122.42</b>	<b>45.51</b>	<b>3.53</b>	<b>763.12</b>	<b>9,021.50</b>	<b>14,956.07</b>

Particulars	Outstanding for following periods from due date of payment #					As at 31st March 2022 Total
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade receivables - considered good	1,537.42	2.06	7.88	-	-	1,547.36
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	2,497.30	-	2,497.30
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Total</b>	<b>1,537.42</b>	<b>2.06</b>	<b>7.88</b>	<b>2,497.30</b>	<b>-</b>	<b>4,044.66</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
Trade Receivables include due from:		
Director	-	-
Other Officers of the Company	-	-
Firm in which any director is Partner	-	-
Private Company in which Director is Director or Member	69.35	-
<b>Total</b>	<b>69.35</b>	<b>-</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Provision for Doubtful Debts</b>	-	-
Opening Balance	2,497.30	3,529.44
Provision for Doubtful Debts During the year	8,312.57	
Less: Debited as Bad Debts during the year	(1,072.89)	(1,032.14)
<b>Total</b>	<b>9,736.98</b>	<b>2,497.30</b>

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

### Note - 16 - Cash and Cash Equivalents

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Cash and Bank Balances</b>		
(a) Cash on Hand	1.57	2.34
(b) Balances with banks	-	-
(i) In Current Account	293.90	64.30
(i) In Cash Credit Account	-	52.14
(iii) In Bank Deposit (original maturity of 3 months or less) (Not under lien for security)	159.17	-
<b>Total Cash and Bank Balances</b>	<b>454.63</b>	<b>118.78</b>
<b>Other Bank Balances</b>		
(a) Other Bank Deposits (Original Maturity more than 3 months) (Note: Bank Deposit includes deposits pledged for Bank Guarantee issued by the bank)	775.80	411.22
<b>Total Other Bank Balances</b>	<b>775.80</b>	<b>411.22</b>
<b>Per Balance Sheet</b>	<b>1,230.43</b>	<b>530.00</b>

### Note - 17 - Short-term Loans and Advances (Unsecured, Considered Good)

(Rs. in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Loans and Advances to related parties</b>		
Loans and Advances to related parties	-	-
<b>Loans and Advances to Others</b>		
Loans to Others	1,000.62	608.21
Loans to Employees	3.33	0.97
Advance to Suppliers	1,487.12	137.06
Advance for Capital Goods	664.35	1.93
GST Receivable	8.67	-
Prepaid Expenses	52.38	13.52
Tds (Unclaimed FY 2020-21)	3.23	-
Other Receivables	28.20	201.83
Bank Guarantee Margin	22.30	-
<b>Per Balance Sheet</b>	<b>3,270.19</b>	<b>963.52</b>

Particulars	As at 31st March, 2023	As at 31st March, 2022
Short Term Loans and Advances include due from:		
Director	-	-
Other Officers of the Company	-	-
Firm in which any Director is Partner	-	-
Private Company in which Director is Director or Member	-	-
- Mangalam Dura Jet Technologies Private Limited	191.74	-
- Mangalam Saarloh Private Limited	-	-
<b>Total</b>	<b>191.74</b>	<b>-</b>

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

### Note - 18 - Revenue from Operations

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Sale of Products	62,139.09	50,911.94
Sale of Services	2,309.40	1,391.02
<b>Per Statement of Profit and Loss Account</b>	<b>64,448.48</b>	<b>52,302.96</b>

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
1. Sale of Product		
- Steel Scrap	808.18	314.88
- SS Flatbar	39,176.66	44,221.73
- SS Pipe & Tubes	3,387.84	-
- SS Billets	15,092.77	4,560.83
- Ferro Alloys	1,161.23	1,209.50
- Other Steel Products	2,425.42	544.92
- Others	87.00	60.08
	<b>62,139.09</b>	<b>50,911.94</b>
2. Sale of Services		
- Manufacturing Jobwork Service Income	2,309.40	1,388.39
- Clearing & Handling Income - PCA	-	2.63
	<b>2,309.40</b>	<b>1,391.02</b>
<b>Total</b>	<b>64,448.48</b>	<b>52,302.97</b>

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Sale of Products & Services:		
Domestic	64,448.48	52,171.86
Export	-	131.10
<b>Per Statement of Profit and Loss Account</b>	<b>64,448.48</b>	<b>52,302.96</b>

### Note - 19 - Other Income

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Interest Income (Refer Note 19.1 below)	122.20	27.51
- Export Incentive Income	-	1.81
Other Non-Operating Income (Net of Expenses Directly Attributable to such Income) (Refer Note 19.2 below)	23.12	-
Gain on Sale of Investments (Refer Note 19.3 below)	352.10	1,015.67
<b>Per Statement of Profit and Loss Account</b>	<b>497.42</b>	<b>1,044.99</b>

#### Note: 19.1

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Interest Income Comprises:</b>		
- Interest On Loans & Advances	110.84	16.86
- Interest Income On Investments	1.99	7.68
- Interest Income On Trade Receivables	0.70	1.05
- Interest Income On Income Tax Refund	8.67	1.93
<b>Total</b>	<b>122.20</b>	<b>27.51</b>

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

### Note: 19.2

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Other Non Operating Income Comprises:</b>		
- Dividend Income	18.05	-
- Other Income	5.07	-
<b>Total</b>	<b>23.12</b>	<b>-</b>

### Note: 19.3

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Gain on Sale of Investment Comprises:</b>		
- Gain on Sale of Equity Shares of Mangalam Global Enterprise Ltd	351.99	1,015.67
- Loss on Sale of Equity Shares of Ritu Shipping Private Limited	(401.90)	(1,165.55)
	<b>(49.91)</b>	<b>(149.88)</b>
- Add: Write back of Provision for Diminution in Value of Investment - Ritu Shipping Private Limited	402.01	1,165.55
<b>Total</b>	<b>352.10</b>	<b>1,015.67</b>

### Note - 20 - Cost of Material Consumed (Including Cost of Traded Goods Sold)

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Opening Stock of Raw Materials	2,599.60	1,217.31
Add : Purchases and Incidental Expenses (Net of Returns, Claims/Discount, if any)	53,037.84	41,443.82
Closing Stock of Raw Materials	(2,920.03)	(2,599.60)
<b>Per Statement of Profit and Loss Account</b>	<b>52,717.41</b>	<b>40,061.53</b>

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
- Steel Scrap etc. (Raw Material) - Indigenous	26,770.22	14,903.08
- Steel Scrap etc. (Raw Material) - Import	5,271.18	3,064.56
- Ferro Alloys	20,996.45	23,476.18
- Others	-	-
<b>Total</b>	<b>53,037.84</b>	<b>41,443.82</b>

### Value of Raw Material Consumed:

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Indigenous - Value	47,446.23	36,996.97
Indigenous - %	90.00%	92.35%
Imported - Value	5,271.18	3,064.56
Imported- %	10.00%	7.65%
	<b>52,717.41</b>	<b>40,061.53</b>

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

### Note - 21 - Changes in Inventories of Finished Goods and Work in Progress / Traded Goods (Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Opening Stock :</b>		
Finished Goods/Traded Goods	441.05	911.63
Work in Progress	-	-
<b>Closing Stock :</b>		
Finished Goods/Traded Goods	(981.13)	(441.05)
Work in Progress	(1,728.00)	-
<b>Per Statement of Profit and Loss Account</b>	<b>(2,268.08)</b>	<b>470.58</b>

### Note - 22 - Employee Benefits Expense (Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
Salaries and Incentives	1,058.09	512.69
Contributions to Provident Fund and Other Fund	12.38	5.18
Provision for Gratuity and Leave Encashment	49.55	21.89
Staff Welfare Expense	92.48	31.79
<b>Per Statement of Profit and Loss Account</b>	<b>1,212.50</b>	<b>571.55</b>

### Note - 23 - Finance Costs (Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Interest Expense:</b>		
On Borrowings		
- From Banks	188.29	56.92
- From Others	20.32	118.81
- Bill Discounting	28.73	27.93
On Others	4.94	1.45
Other Borrowing Cost	33.64	13.12
<b>Per Statement of Profit and Loss Account</b>	<b>275.93</b>	<b>218.26</b>

### Note - 24 - Other Expenses (Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Manufacturing Expenses</b>		
Power & Fuel	3,289.45	2,790.24
Consumption of Stores (Indigenous)	4,341.44	3,423.05
Consumption of Stores (Imported)	138.06	13.99
Contract Labour Charges	686.33	742.14
Factory Lease Rent Expense(Factory Building)	1.56	33.05
Factory Lease Rent Expense(Plant Machinery)	6.48	93.54
Freight Expense - Factory	232.23	276.20
Manufacturing Jobwork Expense	141.35	78.10
Laboratory and Testing Expense	5.24	13.70
Repairs And Maintenance Expense - Plant Machinery	265.97	77.05
Other Factory Expense	209.80	79.13
<b>Administrative, Selling and Other Expenses</b>		
Bank Charges	33.91	8.37
Conveyance Expense	10.66	8.87



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

**Note - 24 - Other Expenses (Contd...)**

(Rs. in Lakhs)

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
<b>Administrative, Selling and Other Expenses</b>		
Consultancy Fees	326.04	173.18
Management Consultancy Fees	52.35	55.55
Legal Expense	1.07	1.08
Other Office Expenses	120.35	53.94
Payment To Auditors	8.03	2.40
Printing & Stationery Expenses	8.77	5.65
Rates & Taxes	0.05	0.12
Repairs And Maintenance Expense - Others	89.52	28.90
Office Lease Rent Expense	24.85	20.85
Telephone, Postage & Courier Expenses	4.69	5.95
Traveling Expenses	24.42	39.57
Business Promotion Expenses	39.28	43.55
Freight Outward & Loading Unloading Expenses	493.89	455.13
Sales Commission Expenses	345.83	1,417.44
Other Selling Expenses	0.63	0.41
Cash Discount on Sales	35.81	104.30
IPO Expense	5.67	7.50
Doubtful Debts written off	1,072.89	1,032.14
Less: Write back of provision for doubtful debts	(1,072.89)	(1,032.14)
<b>Per Statement of Profit and Loss Account</b>	<b>10,943.71</b>	<b>10,052.93</b>

**Details of Payment to Auditors**

Particulars	01-04-2022 - 31-03-2023	01-04-2021 - 31-03-2022
For Audit Fees	4.80	2.40
For Others (Including Tax Audit & GST Audit Fees)	3.23	-
<b>Total</b>	<b>8.03</b>	<b>2.40</b>

## RATIOS

(Rs. in Lakhs)

Sr. No.	Particulars	31-03-2023	31-03-2022	Change	Remarks (For > 25%)
1	<b>Current Ratio</b> Current Assets Current Liabilities <b>Current Ratio</b>	16,171.85 9,721.98 1.66	6,528.74 7,075.82 0.92	80.28%	Due to Initial Public offer
2	<b>Debt-Equity Ratio</b> Short Term Debt Share Holder's Equity + RS <b>Debt-Equity Ratio,</b>	6,991.21 13,420.64 0.52	4,691.87 4,547.93 1.03	-49.51%	Due to Initial Public offer
3	<b>Debt Service Coverage Ratio</b> Earning available for debt service Interest + installment <b>Debt Service Coverage Ratio</b>	Not Applicable	Not Applicable		
4	<b>Return on Equity Ratio</b> Net Income Share Holder's Equity <b>Return on Equity Ratio</b>	1,664.25 13,420.64 0.12	1,239.19 4,547.93 0.27	-54.49%	Due to Initial Public offer
5	<b>Inventory Turnover Ratio</b> Cost of Goods Sold Average Inventory <b>Inventory Turnover Ratio</b>	59,767.23 4,969.99 12.03	48,152.29 3,015.66 15.97	-24.69%	
6	<b>Trade Receivables Turnover Ratio</b> Net Credit Sales Average Receivable <b>Trade Receivables Turnover Ratio</b>	64,448.48 3,383.25 19.05	52,302.96 1,250.81 41.82	-54.44%	Increase in Credit Period
7	<b>Trade Payables Turnover Ratio</b> Credit Purchase Average Payable <b>Trade Payables Turnover Ratio</b>	53,037.84 1,548.02 34.26	41,443.81 1,718.47 24.12	42.07%	Due to Initial Public offer
8	<b>Net Capital Turnover Ratio</b> Net Annual Sales Share Holder's Equity <b>Net Capital Turnover Ratio</b>	64,448.48 13,420.64 4.80	52,302.96 4,547.93 11.50	-58.24%	Due to Initial Public offer
9	<b>Net Profit Ratio</b> Net Profit Sales <b>Net Profit Ratio</b>	1,664.25 64,448.48 2.58%	1,239.19 52,302.96 2.37%	8.99%	
10	<b>Return on Capital Employed</b> EBIT (Post Tax) Total Assets less : Total Current Liabilities Capital employed <b>Return on Capital Employed</b>	1,940.18 25,765.30 9,721.98 16,043.32 12.09%	1,457.44 12,265.75 7,075.82 5,189.93 28.08%	-56.94%	Due to Amalgamation of HMIPL
11	<b>Return on Investment</b> Return Investments <b>Return on Investment</b>	11.48 1,367.54 0.84%	7.68 880.93 0.87%	-3.70%	

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

### NOTE - 25 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENT

#### A) CORPORATE INFORMATION:

Mangalam Worldwide Limited ('the Company') is a NSE Emerge listed public limited company incorporated in India. The registered office of the Company is located at 102, Mangalam Corporate House, 42, Shrimali Society, Netaji Marg, Mithakhali, Ahmedabad-380009 Gujarat, India.

The Company is currently engaged in activity of manufacturing of steel products and dealing/trading of steel and other merchandise and consultancy service activity.

The Company was originally Incorporated on 11th December, 1995 as 'TEMICHEM EXPORTS PRIVATE LIMITED', as a private limited company, under the provisions of the Companies Act, 1956. Thereafter, the name of the Company was changed to 'HINDPRAKASH EXIM PRIVATE LIMITED' and received fresh Certificate of Incorporation dated on 30th April, 2007 from Registrar of Companies, Gujarat, Dadra and Nagar Haveli. later on, the name of the Company was changed to 'MANGALAM WORLDWIDE PRIVATE LIMITED' and received fresh Certificate of incorporation on 13th October, 2014 issued by Assistant Registrar of Companies, Registrar of Companies, Ahmedabad. The company was converted into Public Limited Company and the name of the Company was changed to "Mangalam Worldwide Limited" consequent upon special resolution passed by the Members of the Company at the Extra Ordinary General Meeting held on 21st February, 2022 and the Register of Companies, Ahmedabad issued Fresh Certificate on 16th March 2022. The Company is a listed company and its equity shares are listed on SME Platform of NSE. The Corporate Identity Number of the Company is L27100GJ1995PLC028381.

#### B) SIGNIFICANT ACCOUNTING POLICIES:

##### 1) (a) Basis of accounting and preparation of consolidated financial statements:

The Consolidated financial statements of the holding company and its subsidiary have been prepared to comply, in all material respects, with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013 ("the Act"). Accounting policies not referred to otherwise, are consistent with generally accepted accounting principles. The holding company has consistently applied the Accounting Policies in preparation and presentation of the financial statements. The financial statements are prepared on accrual basis under the historical cost convention. The financial statements are presented in Indian rupees.

##### (b) Principles of consolidation:

The Consolidated financial statements relate to Mangalam Worldwide Limited ("the Company/ Holding Company") and its subsidiary Mangalam Saarloh Private Limited. The holding company and subsidiary company together is referred to as Group. The Consolidated financial statements have been prepared on following basis:

- (i) The financial statements of the subsidiary company, used in the consolidation are drawn up to the same reporting date as that of the holding Company i.e., 31st March, 2023.
- (ii) The financial statements of the holding company and its subsidiary company has been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and resulting unrealised profits or losses, unless cost cannot be recovered, in accordance with Accounting Standard (AS)21:- "Consolidated Financial Statements".
- (iii) The excess of cost to the holding company of its investments in the subsidiary company over its share of equity of the subsidiary company, if any, at the dates on which the investments in the subsidiary company were made, is recognised as 'Goodwill' being an asset in the consolidated financial statements and is tested for impairment on annual basis.
- (iv) Goodwill arising on consolidation is not amortised but tested for impairment.
- (v) The consolidated financial statements have been prepared using uniform accounting policies, to the extent possible, for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the holding company's separate financial statements.
- (vi) Following subsidiary/associates company has been considered in the preparation of the consolidated financial statements:

Name of the entity	Relationship	Country of Incorporation	% of Holding and voting power either directly or indirectly through subsidiary as at	
			31 March, 2023	31 March, 2022
Mangalam Saarloh Private Limited	Subsidiary	India	60%	60%
Ritu Shipping Private Limited	Associate	India	-	30%

**(c) Use of Estimates:**

The presentation of financial statements in conformity with the generally accepted accounting principles requires management to make certain estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and reported amount of income and expenses during the Year. Actual results/outcome could differ from these estimates. Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Any revision to the accounting estimates is recognised prospectively in the year in which such estimates are actually materialized.

**2) PROPERTY, PLANT AND EQUIPMENT:**

All Property, Plant and Equipment (PPE) are valued at cost less depreciation / amortization. Cost [net of Input Tax Credit available] comprises the purchase price and any attributable costs of bringing the asset to its working condition for its intended use. Financing costs directly attributable to the construction of qualifying PPE are also included to the extent they relate to the period till such assets are ready for their intended use.

Capital work in progress is stated at cost. The cost is inclusive of directly attributable expenditure, expenditure during construction period to be allocated to the respective assets on completion of construction period, interest up to the balance sheet date in case of qualifying asset and is adjusted for Input Tax Credit availed of.

Cost of addition or extension to an existing asset, which is of a capital nature and/or which becomes an integral part of the existing asset is capitalised and added to the gross book value of that asset.

All PPE are stated at their Historical Costs.

**3) DEPRECIATION:**

Depreciation is charged in the accounts on PPE on straight-line method. Depreciation is provided based on useful life of the assets as prescribed in schedule II of The Companies Act, 2013 except in following cases.

Computer software is amortised over a period of 3 years. Cycle is depreciated over a period of 10 years. Useful life of Mobile Instruments is taken as 3 years.

Depreciation on assets added / disposed off during the year is charged on pro-rata basis with reference to the month of addition / disposal.

Balance Useful Life of Assets acquired from Agarwal Mittal Concast Private Limited (AMCPL), Vicor Stainless Private Limited (VICOR) and H M Industrial Private Limited (HMIPL) have been taken as it is and depreciation is calculated thereof on SLM basis.

**4) EXPENDITURE DURING THE CONSTRUCTION PERIOD:**

The expenditure incidental to the expansion / new projects is carried forward as "Pre-operative and Project expenditure pending for allocation/capitalization" and is allocated to PPE in the period of commencement of the commercial production / respective assets being put to use.

**5) INVESTMENT:**

Long Term Investments are stated at cost. However, when there is a diminution, other than temporary, in the value of long-term investments, the carrying cost is reduced to recognize the diminution. Current investments are stated at lower of cost and Fair value.

**Investment property:**

An Investment in Land or Building, which is not intended to be occupied substantially for used by, or in operations of, the group, is classified as Investment Property. Investment Properties are stated at cost less diminution in value (other than temporary).

The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing investment property to its working condition for the intended use.

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

**6) INVENTORIES:**

(a) Inventories consisting of Raw Material, Work-In-Process, Finished Goods and Traded Goods are valued at

lower of cost and net realizable value. For this purpose, the cost is determined using FIFO (net of Input Tax Credit availed).

- (b) Inventories consisting of Stores, Consumables, Spare Parts and Packing Materials, etc. are valued at lower of cost and net realizable value. For this purpose, direct costs, and appropriate relevant overheads are apportioned using the FIFO method.

**7) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provisions are recognised when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

**Contingent liability is disclosed for:**

- (a) Possible obligations which will be confirmed by future events not wholly within the control of the Group, or
- (b) Present obligation arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised in the financial statements since this may result in the recognition of income that may never be realized.

**8) REVENUE RECOGNITION:**

- (a) Revenue is recognised to the extent it is possible that economic benefits will flow to the group and the revenue can be reliably measured and there is a reasonable certainty regarding ultimate collection.
- (b) Revenue from sale of products is recognised on transfer of all significant risks and rewards of ownership of the goods to the customers, which generally coincides with the dispatch of goods. Sales are stated exclusive of GST, trade discounts and sales returns.
- (c) Revenue from Job Work Service transactions is recognised on completion of job work service.
- (d) Export benefits / incentives are accounted on accrual basis in accordance with various government schemes in respect thereof and are shown under "Other Operating Revenue". Benefits available under the Export Licenses and in the nature of duty drawback are accounted for based on eligibility and when there is no significant uncertainty as to its ultimate collection.
- (e) Interest income is recognised on a time proportionate basis taking into account the amount outstanding and the rate applicable.
- (f) Revenue in respect of other income is recognised when no significant uncertainty as to its determination or realization exists.

**9) PURCHASES:**

Purchases are inclusive of expenses on purchase, import duty etc and are net of taxes (for which credit is available), claims / discount.

Purchases (Imports) are accounted for in the books when the goods are arrived on destination port except in case when goods are sold in transit (on high-seas basis), in such cases purchases (Imports) are accounted for in the books immediately on sale. Goods in Transit (Import) is shown by way of note to Balance Sheet.

**10) GST INPUT CREDIT:**

GST input credit claimed on materials / services / capital goods is reduced from the cost of the respective materials / services / capital goods. Closing stock of inventories are valued Net of GST/ input credits.

**11) CUSTOM DUTY:**

Liabilities on account of custom duty on imported materials in transit or in bonded warehouse are accounted only in the year in which the goods are cleared from customs.

**12) FOREIGN CURRENCY TRANSACTION:**

- a) The transactions in foreign currencies are converted into Indian Rupees at the rates of exchange prevailing on the date of transactions.
- b) The balances in Current Assets and Current Liabilities in foreign currencies at the date of Balance Sheet have been converted into Indian Rupees at the rate of exchange prevalent on that date as per RBI reference rate. The resultant net gain/loss arising out of such foreign exchange translations is taken to Profit and Loss Account except in respect of such differences related to acquisition of PPE from a country outside India which are capitalized as a part of cost of respective PPE.
- c) In respect of transactions covered by Foreign Exchange Forward Contracts, the difference between the forward rate and exchange rate at the inception of contract is recognised as income or expenses over the life of the contract.

**13) GOVERNMENT GRANTS:**

Government Grants are recognized when there is a reasonable assurance that the same will be received. Revenue grants are recognized in the Statement of Profit and Loss. Capital grants relating to specific PPE are reduced from the gross value of the respective PPE. Other capital grants are credited to Capital Reserve.

**14 EMPLOYEES BENEFITS:**

**(a) Defined Contribution Plans:**

The Group contributes on a defined contribution basis to Employees' Provident Fund towards post-employment benefits, all of which are administered by the respective Government authorities, and it has no further obligation beyond making its contribution, which is expensed in the period to which it pertains.

**(b) Defined Benefit Plans:**

The Group administers the gratuity scheme being unfunded liability. The liability for the defined benefit plan of Gratuity is determined on the basis of actuarial valuation at the year end, which is calculated using projected unit credit method.

**15) BORROWING COST:**

Borrowing costs that are directly attributable to the acquisition/ construction of qualifying PPE are capitalized as a part of the cost of the respective asset up to the date when such assets are ready for their intended use and borrowing costs other than these costs are charged to Profit and Loss Account.

**16) RELATED PARTY TRANSACTION:**

Disclosure of transactions with Related Parties, as required by "Accounting Standard 18-Related Party Disclosure" has been set out in the Notes on Financial Statements. Related Parties have been identified on the basis of representations made by key managerial personnel and information available with the group.

**17) OPERATING LEASE:**

Leases are classified as operating leases where the lessor effectively retains substantially all the risks and benefits of the whole ownership of the leased assets.

**As Lessee:**

Lease payments are recognized as an expense in the statement of profit or loss on a straight-line basis.

**As Lessor:**

Lease receipts are recognized as an income in the statement of profit or loss on a straight-line basis.

**18) INCOME TAX:**

Tax expenses comprise of current and deferred tax.

(a) Current tax is measured at the amount expected to be paid on the basis of relief and deductions available in accordance with the provisions of Indian Income Tax Act, 1961.

(b) Deferred income tax reflects the impact of the current year reversible timing differences between the taxable income and accounting income for the Year and reversal of timing differences of the earlier Year. Deferred tax is measured based on the tax rates and tax laws enacted or substantively enacted as at the balance sheet date. Deferred tax assets are recognised only to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

**19) IMPAIRMENT OF ASSETS:**

(a) If at a balance sheet date, there is an indication of impairment of any item of PPE, the same is treated as impairment loss and is charged to the statement of Profit and Loss.

(b) After impairment of an asset, the depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

(c) At a balance sheet date, if there is an indication that a previously recognised impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at recoverable amount and previously recognised impairment loss is reversed.

**C) OTHER NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENT:**

1. In the opinion of the Board, 'Trade Receivables', 'Loans and Advances' and 'Other current Assets' are approximately of the value stated if realised in the ordinary course of business. Confirmation Letters have not been obtained in respect of Trade Receivable, Trade Payables, loans taken and loans/advances given. Accordingly, such balances are subject to confirmation, reconciliation and consequent adjustments, if any.
2. In the opinion of the Board, provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.
3. Expenditure recovered from customers, if any, viz CHA Charges, Transportation Expenses, Bank Charges, and Interest etc. is credited to respective expenditure accounts.



4. **Exchange Rate Difference (Net):**

Sr. #	Adjusted to	Net Gain (Net Loss) Rs. In Lakh	
		CURRENT YEAR	PREVIOUS YEAR
a	Purchase of Material	(8.98)	25.92

5. **The outstanding balances at year end of the assets and liability denominated in foreign currency and foreign currency derivative transactions:**

Particulars	Foreign Currency	CURRENT YEAR		PREVIOUS YEAR	
		Amount in Foreign Currency	Amount in INR	Amount in Foreign Currency	Amount in INR
I. Assets/Advances to suppliers	USD	(1,58,409)	(1,30,23,928)	(6,035)	(4,57,513)
II. Liabilities/ Trade Payables	USD	-	-	1,35,844	1,02,97,903
Hedge by Derivative Contracts	-	-	-	-	-
<b>Net Un-hedge Liabilities/(Assets)</b>	<b>USD</b>	<b>(1,58,409)</b>	<b>(1,30,23,928)</b>	<b>1,29,809</b>	<b>98,40,390</b>

6. Other Money for which the company is contingently liable: Other claims against company not acknowledged as debt – Rs. 2,047.23 Lakhs (PY Rs. 2,133.60 Lakhs).

Sr. #	Adjusted to	Net Gain (Net Loss) Rs. In Lakh	
		CURRENT YEAR	PREVIOUS YEAR
A	Bank Guarantee given by Company to Electricity Companies	312.38	387.33
	Direct Tax Demand – AMCPL	1459.32	1459.32
	Others	275.53	286.95

7. **Directors Remuneration:**

Particulars	CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
Remuneration	184.88	135.00
<b>Total</b>	<b>184.88</b>	<b>135.00</b>

8. Disclosure Under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under, to the extent the Group has received intimation from the “Suppliers” regarding their status under the Act:

Particulars		CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
(i)	Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act)		
	Principal amount due to micro and small enterprise	8.07	-
	Interest due on above	-	-
(ii)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period.	-	-
(iii)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(v)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

**9. Foreign Currency Transactions**

Particulars		CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
A	FOB Value of Export.	-	131.10
B	CIF Value of Imports:		
	Direct Import of Raw Material/ Traded Goods (paid in Foreign Currency Terms) (See note below)	4,759.57	2,760.79
	Direct Import of Stores, Spares and Consumable item	248.89	13.99
	High seas Purchases of Imported Raw Material/ Traded Goods (paid in Rupee Terms)	276.93	191.83
	High seas Purchases of Stores, Spares and Consumable (paid in Rupee Terms)	-	-
C	Expenditure in Foreign Currency	12.12	--
D	Earning in Foreign Currency	-	-
E	Remittance in Foreign Currency	-	-

**10. Employee Benefits:**

**(a) Amount recognized as an expense in the Profit & Loss Accounts.**

	Particulars	CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
1.	Compensated Leave Absences (Privilege Leave)	30.64	14.00
2.	Provident & Other Fund (Defined Contribution Plan)	12.38	5.18

**(b) Disclosure in respect of Gratuity (Unfunded), a defined benefit scheme based on actuarial valuation report. (Projected Unit Credit Method).**

Particulars		CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
I	<b>Changes in Present Value of Benefit Obligations</b>		
	Present value of Benefit Obligation (Opening)	10.26	2.37
	Current Service Cost	17.92	6.60
	Interest Cost	0.75	0.16
	Benefits Paid	-	-
	Actuarial losses (gains)	0.11	1.14
	<b>Present value of Benefit Obligation (Closing)</b>	<b>29.04</b>	<b>10.26</b>
II	<b>Details of Experience adjustment on plan assets and liabilities</b>		
	Experience adjustment on plan assets	-	-
	Experience adjustment on plan liabilities	-	-
III	<b>Bifurcation of Present Value of Benefit Obligation</b>		
	Current – Amount due within one year	9.59	2.48
	Non-Current – Amount due after one year	19.45	7.78
	<b>Total</b>	<b>29.04</b>	<b>10.26</b>
IV	<b>Plan Assets</b>	Nil	Nil
V	<b>Assets Category of Plan Assets</b>	Nil	Nil

- (b) Disclosure in respect of Gratuity (Unfunded), a defined benefit scheme based on actuarial valuation report. (Projected Unit Credit Method). (Contd...)

Particulars		CURRENT YEAR Rs. In Lakh	PREVIOUS YEAR Rs. In Lakh
VI	<b>Amounts recognized in Balance Sheet and Statement of Profit and Loss</b>		
	Present Value of Benefit Obligation (Closing)	29.04	10.26
	Fair Value of Plan Assets (Closing)	-	-
	<b>Net Liability / (Asset) recognized in Balance Sheet</b>	<b>29.04</b>	<b>10.26</b>
	Current Service Cost	17.92	6.60
	Interest Cost	0.75	0.16
	Actuarial Loss/(gain)	0.11	1.14
	<b>Expenses recognized in Statement of Profit and Loss</b>	<b>18.78</b>	<b>7.89</b>
VII	<b>Assumptions</b>		
	Discount Rate	7.300%	6.800%
	Salary Escalation Rate	7.000%	7.000%
	Retirement Age	60	60
	Attrition Rate	See Note 1	See Note 1
	Mortality Rate	Indian Assured Lives Mortality (2012-14) Ult.	Indian Assured Lives Mortality (2012-14) Ult.

**Note 1:** 5% at younger ages and reducing to 1% at older ages according to graduated scale.

11. Disclosure of related parties and related party transactions:

**Name of Related Parties and description of relation:**

a)	Holding Companies	None
b)	Joint Ventures	None
c)	Key Management Personnel (All Director)	Mr. Vipin Prakash Mangal
		Mr. Chanakya Prakash Mangal
		Mr. Chandragupt Prakash Mangal
		Mr. Mohit Kailash Agrawal
		Mr. Fageshkumar R Soni
d)	Independent Directors	Mr. Anilkumar Agrawal
		Mrs. Pritu Gupta
		Mrs. Sarika Modi
e)	Enterprise over which Key Management Personnel exercise significant influence	M/s. Mangalam Global Enterprise Limited
		M/s. Mangalam ECS Environment Private Limited
		M/s. Mangalam Global (Singapore) Pte. Ltd
		M/s. Mangalam Global (UK) Limited
		M/s. Mangalam Logistics Private Limited
		M/s. Mangalam Durajet Technologies Pvt Limited
		M/s. Mangalam Multi Businesses Private Limited
		M/s. Mangalam Finserv Private Limited
		M/s. Shishak Exim LLP
		M/s. Paradisal Trade LLP
		M/s. Farpoint Enterprise LLP
		M/s. Specific Worldwide LLP
		M/s. Effervescent Tradeworld LLP
		M/s. Agrivolt Trade LLP

**Name of Related Parties and description of relation:**

		Shagun Marble Private Limited (Mrs. Pritu Gupta is Director)
		Hindprakash Overseas Private Limited (Mr. Anilkumar Shyamlal Agrawal is Director)
		Suman Finstock Private Limited (Mr. Anilkumar Shyamlal Agrawal is Director)
f)	Relative of the Key Management Personnel	Mr. Om Prakash Mangal , Om Prakash Vipin Prakash HUF, O.P.V.P. HUF, Vipin Prakash HUF, Late Mrs. Hemlata O Mangal, Mrs. Rashmi Mangal, Mrs. Honey Mangal

(Related party relationship is as identified by the Group)

**Related Party Transactions:-**

**(Rs. In Lakhs)**

Particulars	Enterprise over which KMP exercise Significant Influence		Key Management Personnel & Relatives		Total Amount	
	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
Share Application Money – Equity Shares	-	-	-	183.75	-	183.75
Dividend Paid - Equity	-	-	-	0.49	-	0.49
Dividend Received - Equity	18.05	-	-	-	18.05	-
Interest Received	46.14	-	-	-	46.14	-
Interest Paid	52.84	18.64	9.87	31.57	62.71	50.21
Lease Rent Paid	-	-	8.65	7.25	8.65	7.25
Director Sitting Fees Paid	-	-	7.78	-	7.78	-
Salary Paid	-	-	323.31	240.00	323.31	240.00
Local Bill Discounting	3814.27	-	-	-	3814.27	-
Purchases – Import	148.81	2,058.87	-	-	148.81	2,058.87
Purchase - Goods	4,273.00	-	-	-	4,273.00	-
Sales - Goods	583.55	-	-	-	583.55	-
Advance Paid for Purchase Goods	241.74	-	-	-	241.74	-
Advance Given Repayment	50.00	-	-	-	50.00	-
Loan Given	1,144.80	-	-	-	1,144.80	-
Loan Given Repayment	919.80	-	-	-	919.80	-
Loan Taken	-	649.49	1,268.16	858.74	1,268.16	1,508.23
Loan Repayment	10.00	905.24	1,245.40	1,342.76	1,255.40	2,248.00
Rent Deposit Repayment	-	-	-	0.94	-	0.94
Rent Deposit Given	-	-	-	1.40	-	1.40
<b>Outstanding as at Closing</b>						
Local Bill Discounting	119.63	-	-	-	119.63	-
Loan Given - Closing	243.58	-	-	-	243.58	-
Loan Taken - Closing	211.70	-	27.36	4.00	239.06	4.00
Advance to Suppliers	191.74	-	-	-	191.74	-
Trade Receivable	69.35	-	-	-	69.35	-
Trade Payable	-	102.98	-	-	-	102.98
Investment	333.20	-	-	-	333.20	-
Rent Deposit	-	-	1.40	1.40	1.40	1.40
Guarantee Given on behalf of the company to the Bankers	-	-	14,000.00	1,100.00	14,000.00	1,100.00

**Note:** Transaction when the related party relationship exists at the time of transaction took place are reported here above.

**Details Related Party Transactions :-**

(Rs. In Lakhs)

Particulars	Name of Related Party	2022-23	2021-22
<b>Share Application Money (Received for Issue of Equity Shares of the Company)</b>	Chanakya Prakash Mangal	-	35.70
	Chandragupt Prakash Mangal	-	35.74
	Late Mrs. Hemlata O Mangal	-	28.99
	Om Prakash Mangal	-	15.66
	Rashmi Mangal	-	31.82
	Vipin Prakash Mangal	-	35.83
<b>Dividend Paid – Equity</b>	Chanakya Prakash Mangal	-	0.10
	Chandragupt Prakash Mangal	-	0.10
	Late Mrs. Hemlata O Mangal	-	0.07
	Rashmi Mangal	-	0.10
	Vipin Prakash Mangal	-	0.10
	Om Prakash Mangal	-	0.04
<b>Dividend Received</b>	Mangalam Global Enterprise Limited	18.05	-
<b>Interest Receivable on Loans</b>	Mangalam Multi Businesses Private Limited	25.34	-
	Hindprakash Overseas Private Limited	17.02	-
	Shagun Marbles Private Limited	3.26	-
<b>Interest Receivable on Advances Given</b>	Farpoint Enterprise LLP	0.51	-
<b>Interest Payable on Borrowing</b>	Chanakya Prakash Mangal	2.23	5.70
	Chandragupt Prakash Mangal	2.76	5.26
	Late Mrs. Hemlata O Mangal	-	0.79
	Om Prakash Mangal	-	0.91
	Rashmi V Mangal	-	1.81
	Vipin Prakash Mangal	4.88	17.10
	Mangalam Global Enterprise Limited	-	18.64
	Specific Worldwide LLP (formerly known as Zaddoc Nutrition Private Limited and thereafter, Specific Worldwide Private Limited)	24.11	-
<b>Interest Paid Bill Discount</b>	Mangalam Finserv Private Limited	28.73	-
<b>Lease Rent</b>	Chanakya Prakash Mangal	7.41	6.61
	Chanakya Prakash Mangal (MSPL)	-	0.14
	Chandragupt Prakash Mangal (MSPL)	1.24	0.50
<b>Director Sitting Payment</b>	Anilkumar Shyamlal Agrawal	2.73	-
	Pritu Gupta	2.70	-
	Sarika Sachin Modi	2.35	-
<b>Salary Paid</b>	Chanakya Prakash Mangal (Director Rem.)	60.00	60.00
	Chandragupt Prakash Mangal (Director Rem.)	60.00	60.00
	Rashmi Mangal	60.00	60.00
	Vipin Prakash Mangal (Director Rem.)	60.00	60.00
	Honey Mangal	60.00	-
	Mohit Kailash Agrawal (As CFO upto 05/08/2022 w.e.f 06/08/2022 as Whole Time Director & CFO)	7.65	-
	Fageshkumar R. Soni (Company Secretary & Compliance Officer)	15.66	-

**Details Related Party Transactions :- (Contd...)**

**(Rs. In Lakhs)**

Particulars	Name of Related Party	2022-23	2021-22
<b>Local Bill Discounting</b>	Mangalam Finserv Private Limited	3,814.27	-
<b>Purchases - Import</b>	Mangalam Global (Singapore) Pte. Ltd.	148.81	2,058.87
<b>Purchase - Goods</b>	Mangalam Multi Businesses Private Limited	1,186.67	-
	Mangalam Dura Jet Technologies Private Limited	340.55	-
	Paradisal Trade LLP	1,095.58	-
	Shirshak Exim LLP	1,649.35	-
	Mangalam ECS Environment Private Limited	0.85	-
<b>Sales - Goods</b>	Mangalam Multi Businesses Private Limited	581.55	-
	Mangalam Global Enterprise Limited	2.00	-
<b>Advance Paid for Purchase Goods</b>	Mangalam Dura Jet Technologies Private Limited	191.74	-
	Farpoint Enterprise LLP	50.00	-
<b>Advance Given Repayment by Creditors</b>	Farpoint Enterprise LLP	50.00	-
<b>Loan Given</b>	Mangalam Multi Businesses Private Limited	919.80	-
	Shagun Marbles Private Limited	75.00	-
	Hindprakash Overseases Private Limited	150.00	-
<b>Loan Given Repayment</b>	Mangalam Multi Businesses Private Limited	919.80	-
<b>Loan Taken</b>	Chanakya Prakash Mangal	685.00	105.00
	Chandragupt Prakash Mangal	197.76	224.24
	Rashmi Mangal	-	97.00
	Vipin Prakash Mangal	385.40	432.50
	Mangalam Global Enterprise Limited	-	649.49
<b>Loan Repayment</b>	Chanakya Prakash Mangal	685.00	222.58
	Chandragupt Prakash Mangal	175.00	271.65
	Om Prakash Mangal	-	9.35
	Vipin Prakash Mangal	385.40	579.69
	Rashmi Mangal	-	129.48
	Mangalam Global Enterprise Limited	-	905.24
	Specific Worldwide LLP (formerly known as Zaddoc Nutrition Private Limited and thereafter, Specific Worldwide Private Limited)	10.00	-
	Chanakya Prakash Mangal (MSPL)	-	100.00
	Chandragupt Prakash Mangal (MSPL)	-	30.00
<b>Rent Deposit Given</b>	Chanakya Prakash Mangal	-	1.20
	Chandragupt Prakash Mangal (MSPL)	-	0.20
<b>Rent Deposit Repayment</b>	Chanakya Prakash Mangal	-	0.90
	Chanakya Prakash Mangal (MSPL)	-	0.04
<b>Outstanding as at Closing</b>			
<b>Local Bill Discounting</b>	Mangalam Finserv Private Limited	119.63	-
<b>Loan Given</b>	Shagun Marbles Private Limited	78.26	-



**Details Related Party Transactions :- (Contd...)**

(Rs. In Lakhs)

Particulars	Name of Related Party	2022-23	2021-22
<b>Loan Given</b>	Hindprakash Overseas Private Limited	165.32	-
<b>Loan Taken</b>	Chandragupt Prakash Mangal	23.36	-
	Specific Worldwide LLP (formerly known as Zaddoc Nutrition Private Limited and thereafter, Specific Worldwide Private Limited)	211.70	-
	Chanakya Prakash Mangal (MSPL)	3.00	3.00
	Chandragupt Prakash Mangal (MSPL)	1.00	1.00
<b>Advance to Suppliers</b>	Mangalam Global (Singapore) Pte Ltd.	-	-
	Mangalam Dura Jet Technologies Private Limited	191.74	-
<b>Trade Receivable</b>	Mangalam Global Enterprise Limited	2.36	-
	Mangalam Multi Businesses Private Limited	66.99	-
<b>Trade Payable</b>	Mangalam Global (Singapore) Pte Ltd.	-	102.98
<b>Investment</b>	Mangalam Global Enterprise Limited	333.20	-
<b>Rent Deposit</b>	Chanakya Prakash Mangal	1.20	1.20
	Chandragupt Prakash Mangal (MSPL)	0.20	0.20
<b>Guarantee Given on behalf of the company to the Bankers</b>	Chanakya Prakash Mangal	14,000.00	1,100.00
	Chandragupt Prakash Mangal		
	Vipin Prakash Mangal		

\* The Company had made payment to creditors as per Resolution plan in the matter of Vicor Stainless Private Limited (VICOR). The Company credited such amount on account of Mangalam Saarloh Private Limited.

**12. Disclosure requirement as per AS 19: Leases:**

**Operating Lease taken (as lessee):**

Name of Assets	2022-23	2021-22
Future minimum lease payments		
Not later than 1 year	84.91	186.05
Later than 1 year and not later than 5 years	55.90	725.27
Later than 5 years	-	569.06
Rent Expense Recognised in Profit and Loss Account (On Straight Line Basis)	99.38	173.76
Contingent Rent recognised during the year	Nil	Nil

**Details of major agreements outstanding on 31/03/23:**

- (1) The company has entered into operating lease agreement with Mangalam Saarloh Private Limited w.e.f 20/10/2022 for building, Plant and Machinery etc, to manufacture of stainless steel and its allied products etc. situated at Changodar, Ahmedabad, Gujarat. The lease of building is for a total period of 11 Months without escalation clause. The lease of plant and machinery is for a period of 11 Months which can be extended for further period of 11 Months as per mutual understanding.
- (2) The company has entered into operating lease agreement with Chanakya Prakash Mangal w.e.f 21/10/2021 for Office premises situated at 102, Shrimali Society, Navrangpura, Ahmedabad-380 009. The lease is for a total period of 5 years with escalation clause.

**13. Note on NCLT order, Resolution Plan and Scheme of Amalgamation of H M Industrial Private Limited (HMIPL)**

- (A) In the matter of H.M. Industrial Private Limited, a Corporate Debtor ('CD'/HMIPL) an application for CIRP proceedings was admitted by Hon'ble NCLT (NCLT), Ahmedabad under provisions of the Insolvency and Bankruptcy Code, 2016 (Code) on 07-06-2019. Hon'ble NCLT had ordered for moratorium under section 14

of the Code. Vide order dated 07-06-2019. Thereafter, Application for approval of Resolution Plan submitted by Mangalam Global Enterprise Limited, a group Company under the provisions of IBBI (Insolvency Resolution Process for Corporate Persons Regulations, 2016) along with Scheme of Arrangement in the nature of demerger and amalgamation, under Section 230-232 of the Companies Act, 2013, has been approved by the Hon'ble NCLT (Adjudicating Authority), vide order dated 20-09-2022.

- (a) The approved 'Resolution Plan' shall become effective from the date of passing of this order (Date 20-09-2022) (Order).
- (b) The order of moratorium dated 07-06-2019 passed by this Adjudicating Authority under Section 14 of IBC, 2016 shall cease to have effect from the date of the order.
- (c) The resolution applicant has sought for concessions and Reliefs, /Directions/ Specific -orders from NCLT requested/ Prayed under the Resolution Plan.
- (d) With regards to concessions and Reliefs,/Directions/ Specific -orders from NCLT requested/ Prayed under the Resolution Plan, the NCLT has made following directions.

As far as reliefs and concessions claimed by the Resolution Applicant, the law has been well settled by the Hon'ble Supreme Court in the case of Ghanashyam Mishra and Sons Private Limited Vs. Edelweiss Asset Reconstruction Company Limited and Ors. reported in MANU/SC/0273/2021 in the following words:

- I. "The legislative intent behind this is, to freeze all the claims so that the resolution applicant starts on a clean slate and is not flung with any surprise claims. If that is permitted, the very calculations on the basis of which the resolution applicant submits its plans, would go haywire and the plan would be unworkable.
- II. We have no hesitation to say, that the word "other stakeholders" would squarely cover the Central Government, any State Government or any local authorities. The legislature, noticing that on account of obvious omission, certain tax authorities were not abiding by the mandate of I&B Code and continuing with the proceedings, has brought out the 2019 amendment so as to cure the said mischief..."

In view of the above, we hold that the Resolution Applicant cannot be saddled with any previous claim against the Corporate Debtor prior to initiation of its CIRP. For the permits, licenses, leases, or any other statutory right vested in the Corporate Debtor shall remain with the Corporate Debtor and for the continuation of such statutory rights, the resolution applicant has to approach the concerned statutory authorities under relevant laws.

**(B) Successful Resolution Applicant and Scheme of Arrangement**

The adjudicating authority has approved the resolution plan submitted by M/s Mangalam Global Enterprise Limited (Successful Resolution Applicant), one of the group company, alongwith the Scheme of Arrangement in nature of demerger and amalgamation vide its order dated 20-09-2022.

As a part of Resolution Plan, a composite scheme of arrangement is proposed by Resolution Applicant, whereby it is proposed to demerge Steel Division of the Corporate Debtor (HMIPL) in to Mangalam Worldwide Limited and also amalgamation of remaining business of CD (HMIPL) into Mangalam Global Enterprise Limited (MGEL) (Resolution Applicant).

On approval of Resolution Plan, the existing Board of Corporate Debtor is proposed to be replaced by MGEL nominees on the Board to manage the company. MGEL shall identify and appoint a suitable professional to manage the affairs of the company on a day-to-day basis, with the support of the key managerial personnel of the company and with guidance from the Board of Directors.

**(C) Payment and settlement of Claims/ Accounting of effect of Resolution Plan:**

- (a) The resolution plan is being given effect in to the present accounts. After approval of the resolution plan by the Adjudicating Authority, the Resolution Applicant filed Interlocutory Application (IA) for extension of time for making payment of the last tranche to the Secured Financial Creditors which otherwise falls due on 19th December, 2022 under Resolution Plan. Thereafter, as per Adjudicating Authority order dated 21st February, 2023, the Company and Resolution Applicant had made the entire payment / last trench of payment on 24-02-2023, as per approved resolution plan, as per the details given below.

Rs In Lakhs

Sr. No.	Category of Stakeholder	Amount of Claim Admitted	Amount Payable	Time Line of Payment
1	Unpaid CIRP Cost	100.00	100.00	60 Days from NCLT Approval
2	Secured Financial Creditors			
	Bank of Baroda	12,122.92	3,100.00	90 Days from NCLT Approval
	HDFC Bank	59.53	19.25	90 Days from NCLT Approval
	Ashv Finance Ltd (Erstwhile Jainsons Finlease Limited)	190.17	2.00	90 Days from NCLT Approval
3	Unsecured Financial Creditors	241.92	5.00	90 Days from NCLT Approval
4	Non Related Operational Creditors including Statutory dues	11,243.30	15.00	60 Days from NCLT Approval
	Dues towards Workmen/Employees	28.16	10.00	60 Days from NCLT Approval
	<b>Total</b>	<b>23,986.00</b>	<b>3,251.25</b>	

Out of total obligation of Rs.3251.25 lakhs, the MWL had made its payment obligations of Rs. 2151.25 lakh till 24th February, 2023. Consequently, steel division has been demerged and vested into MWL with effect from appointed date – i.e date of Hon'ble NCLT order - 20th September, 2022.

- (b) All the liabilities/ Claims which are extinguished and not payable as per the approved resolution plan has been written back and credited to Reserve and Surplus.
- (c) Any asset which is identified and no longer exist is written off and debited to Profit & Loss account.
- (d) Fixed Assets is continued at its carrying value after providing for depreciation as per accounting policy.
- (e) Provision for diminuting in value of investment is made as per the information available and realisability estimation based on conservatism.
- (f) Provision for doubtful debts and other current assets is made as per the information available and realisability estimation based on conservatism.
- (g) Since all the liabilities/claims of the said stakeholders shall stand extinguished and other claims including Government/ Statutory Authority, whether lodged during CIRP or not, shall stand extinguished, under the circumstances, any income tax/ direct tax liability which may arise on filing of income tax return for the period upto 19-09-2022 has not been calculated since the same stand extinguished and hence no provision for income tax is made in this accounts.
- (h) The resolution plan approved by the adjudicating authority is found to be feasible and viable and hence the financial statement is prepared based on going concern basis.

**14. Note on NCLT order, Resolution Plan of Vicor Stainless Private Limited**

In the matter of Vicor Stainless Private Limited (a company under CIRP) an application for CIRP proceedings was admitted by Hon'ble NCLT (NCLT) under section 9 of the Insolvency and Bankruptcy Code, 2016 (Code). Hon'ble NCLT had ordered for moratorium under section 14 of the Code. Vide order dated 26-07-2022, application for approval of Resolution Plan under section 30(6) r.w. section 31 of the code r.w Regulation 39(4) of IBBI (Insolvency Resolution Process for Corporate Persons Regulations, 2016) along with Scheme of Amalgamation under Section 230-232 of the Companies Act, 2013, the NCLT has approved the "Resolution Plan" and has passed the order:

- (a) The approved 'Resolution Plan' shall become effective from the date of passing of this order (Date 26-07-2022) (Order).
- (b) The order of moratorium dated 12.03.2020 passed by this Adjudicating Authority under Section 14 of IBC, 2016 shall cease to have effect from the date of the order.
- (c) The Resolution Plan so approved shall be binding on the Corporate Debtor and its employees, members, creditors, guarantors and other stakeholders involved in the resolution plan.
- (d) The Resolution Professional, Mr. Kiran Shah, shall be released from the duties of the Resolution Professional of the Corporate Debtor as per the provisions of the IBC, 2016 and rules/regulations made thereunder from the date of the order.

- (e) After the payment of dues to the creditors, as per the resolution plan, all the liabilities of the said stakeholders shall stand permanently extinguished. Other claims including claims of Government / Statutory Authorities, whether lodged during CIRP or not, shall stand extinguished. Contingent / unconfirmed dues shall also stand extinguished.
- (f) On the effective date and with effect from the appointed date( 26-07-2022), all encumbrances on the assets of the Corporate Debtor prior to the plan shall stand permanently extinguished on completion of procedural formalities as provided in Companies Act, 2013.
- (g) The Board of Directors of the Corporate Debtor shall also be reconstituted and procedural compliances shall be done to give effect to such reconstitution if required.
- (h) The Resolution Applicant shall, pursuant to the resolution plan approved under section 31 (1) of the code, obtain necessary approvals required under any law for the time being in force within a period of one year from the date of approval of the resolution plan by the Adjudicating Authority under Section 31 or within such period as provided for in such law, whichever is later, as the case may be.
- (i) All the approvals of shareholders / members of the Corporate Debtor shall be deemed to have been obtained and the provisions made in the resolution plan as regard to the restructuring of capital shall be binding on them. Hon'ble order shall be treated as evidence of compliances of all formalities as may be required in this regard under the provisions of the Companies Act, 2013
- (j) The provisions of the Resolution Plan shall be binding on the Company, its creditors, guarantors, members, employees, statutory authority of other stake holders in accordance with Section 31 of the code with effect from appointed date.
- (k) The liability of the corporate Debtor for any offence committed prior to the commencement of CIRP shall be ceased as per Section 32 A of the Code except any offence committed by suspended Director or Suspended Management of the company.
- (l) The liabilities of successful Resolution Applicant shall be extinguished if any arise from the order / proceeding of the Labour Tribunal / Authorities from appointed date of this plan.

#### Successful Resolution Applicant and Amalgamation

The adjudicating authority has approved the resolution plan submitted by M/s Mangalam Worldwide Private Limited (now Mangalam Worldwide Limited) (MWL) (Successful Resolution Applicant), holding company along with the Scheme of Amalgamation.

As per the approved resolution plan, the corporate debtors will be amalgamated with the subsidiary company of MWL, namely, M/s Mangalam Saarloh Private Limited (MSPL) with effect from the settlement date., i.e. the date on which the last payment is made as per the Resolution Plan. The existing Board of Directors of MSPL would therefore be in control and management of the Corporate Debtor.

#### Payment and settlement of Claims/ Accounting of effect of Resolution Plan:

- (a) Since all the payment of the dues to the creditors has been made by the resolution applicant, as per the resolution plan, as per the details given below, the resolution plan is being given effect in to the present accounts.

(Rs in Lakhs)

Sr. No	Category of Stakeholder	Amount of Claim Admitted	Amount Payable	Time Line	Actual Date of Payment/ Effective Date/ settlement date
1	Secured Financial Creditors	1,444.66	327.00	Against Assets of Corporate Debtor Within 90 days from a payment made for land	27-09-2022
			300.00	Against Land of Director - Mr Suresh Binjraj Agarwal: Within 90 days from approval of Resolution Plan by Adjudicating Authority and simultaneous execution of sale deed for land.	30-08-2022

(Rs in Lakhs)

Sr. No	Category of Stakeholder	Amount of Claim Admitted	Amount Payable	Time Line	Actual Date of Payment/ Effective Date/ settlement date
2	Unsecured Financial Creditors	174.07	5.00	Within 30 days from the approval of the Resolution Plan by Adjudicating Authority.	10-08-2022
3	Operational Creditors	43.15	3.00	Within 30 days from the approval of the Resolution Plan by Adjudicating Authority.	10-08-2022
	<b>Total</b>	<b>1,661.88</b>	<b>635.00</b>		

**Note:** The CIRP cost will require to be paid in priority to other stakeholders. CIRP cost would be met from the balance available with the Corporate Debtor. However, if the said additional amount is not met from the balance available with the Corporate Debtors then any unmet CIRP cost would be proportionately adjusted against the payment to be made to financial creditors so that the overall financial obligation of the resolution applicant remains unchanged.

- (b) All the liabilities/ Claims which are extinguished and not payable as per the approved resolution plan has been written back and credited to Reserve and Surplus.
- (c) Any asset which is identified and no longer exist is written off and debited to Profit & Loss account.
- (d) Fixed Assets is continued at its carrying value after providing for depreciation as per accounting policy.
- (e) Provision for diminution in value of investment is made as per the information available and reliability estimation based on conservatism.
- (f) Provision for doubtful debts and other current assets is made as per the information available and reliability estimation based on conservatism.
- (g) Since all the liabilities/claims of the said stakeholders shall stand extinguished and other claims including Government/ Statutory Authority, whether lodged during CIRP or not, shall stand extinguished, under the circumstances, any income tax/ direct tax liability which may arise on filing of income tax return for the period up to 25-07-2022 has not been calculated since the same stand extinguished and hence no provision for income tax is made in this accounts.
- (h) The resolution plan approved by the adjudicating authority is found to be feasible and viable and hence the financial statement is prepared based on going concern basis.

**15. Earning per Equity Share:**

Particulars	CURRENT YEAR	PREVIOUS YEAR
a) Profit available for equity share holders (Rs. In Lakhs)	1,628.56	1,238.84
b) Weighted average number of equity shares outstanding	2,27,75,084	1,33,74,475
c) Basic and Diluted Earnings per Share in rupees (Face value of Rs 10/-each)	7.31	9.26
d) Adjusted Earnings per Share in rupees (Face value of Rs 10/-each)	7.31	9.26

**16. Dividend:**

Dividend declared and paid during the year (*):	CURRENT YEAR Rupees	PREVIOUS YEAR Rupees
for Normal equity shares @ 1 per share paid in FY 2022-23 relating to FY 2021-22 (@ 0.20 per share paid in FY 21-22 relating to FY 20-21)	47,65,200	48,715

(\*) in proportion of paid-up value of shares

**Note:** The board of Directors has recommended the final dividend of Rs. 0.10/- (Ten Paise only) per equity share of Rs. 10/- each for the financial year ended on 31st March, 2023.

17. The Company is engaged in activity of trading, Import & Export of Steel Products and other merchandise etc. In the opinion of the management there does not exist separate reportable primary segment/ geographical segment, as defined by "Accounting Standard 17 – Segment Reporting".

**18. Disclosure under section 186(4) –**

Loans given for the purpose of utilizing in business activity (outstanding balance as on 31/03/2023): Ecofine Colourchem Private Limited Rs 2,28,66,128/- (PY Rs 1,43,24,904/-), Krishna Kunj Developers Private Limited Rs Nil (PY Rs 7,44,790/-), Ritu Shipping Private Limited Rs 10,35,981/- (PY Rs 40,35,981/-), Dura Color Rs. 93,39,579/- (PY Rs. 80,60,740/-),

Loans given for the purpose of Loans (outstanding balance as on 31/03/2023): Anish Shantilal Salot Rs.1,00,00,000/- (PY Rs. 50,21,918/-), Bansari Neel Salot Rs.25,00,000/- (PY Rs. 25,01,370/-), Lataben Shantilal Salot Rs.50,00,000/- (PY Rs. 50,21,918/-), Neel Anishkumar Salot Rs.75,00,000/- (PY Rs. 75,04,110/-), Raj Chem Rs.82,44,645 (PY Rs. 75,46,233/-), Salot Shantilal Harilal HUF Rs.NIL (PY Rs. 50,21,918/-) Shantilal Harilal Salot Rs.NIL (PY Rs. 50,21,918/-), Anish Shantilal Salot HUF Rs.50,00,000/- (PY Rs.NIL), Globe Ecologistics Private Limited Rs. 9,863/- (PY Rs.NIL), Comet Performance Chemicals Private Limited Rs. 42,07,297/- (PY Rs. NIL), Hindprakash Overseas Private Limited Rs. 1,65,32,197/- (PY Rs. NIL), Shagun Marbles Private Limited Rs.78,26,005/- (PY Rs. NIL)

19. The company had made an initial public offering (IPO) of 64,93,200 equity shares of face value of Rs. 10/- each fully paid up for cash at a price of Rs. 101/- per equity share (including share premium of Rs. 91 per equity share) aggregating to Rs. 6558.13/- Lakhs. The aforementioned equity shares were of the company got listed on NSE Emerge Platform on 11th July, 2022.

The Proceeds from the IPO Net off issue of related expenses is Rs. 6500.00 Lakhs. The object of the same are as follows:

Sr. No.	Particulars	Planned as per Prospectus	Utilised	Pending to be Utilised
a	To meet working capital requirement	5200.00	5200.00	Nil
b	General corporate purposes	1300.00	1300.00	Nil
	<b>Total</b>	<b>6500.00</b>	<b>6500.00</b>	<b>Nil</b>

20. During the year ended on 31st March, 2023, the Company has undertaken activity of Seamless Pipes and Tubes at Kapadvanj Unit.

**21. Additional regulatory information:**

- A) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease Agreements are duly executed in favour of the lessee) are held in the name of the Company except following.

- i) Land situated at Plot No. 2348, admeasuring 32136 sq. mtrs. Survey No. 110/1/1118 & 110/1119, Village Khakhriya, Tal. Shavali, Dist. Vadodara

- B) The Company have investment property of an immovable property bearing GF-08, Himalaya Business Centre, 132 Ft. Ring Road, RTO Circle, Ahmedabad, amount of Rs. 99.38 Lakh.

- C) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and Intangible assets.

- D) There are some loans or advances in the nature of loans are granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are outstanding as on 31 March 2023:

- (i) repayable on demand; or  
(ii) without specifying any terms or period of repayment

S.N.	Name of Party	Amount	Outstanding	Nature
1	Mangalam Multi Businesses Private Limited	919.80 Lakh	Nil	repayable on demand
2	Shagun Marbles Private Limited	75 Lakh	78.26 Lakh	repayable on demand
3	Hindprakash Overseas Private Limited	150 Lakh	165.30 Lakh	repayable on demand

- E) No proceedings have been initiated or pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.



- F) The company is not declared wilful defaulter by any bank or financial institution or other lender.
- G) The company has not undertaken any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- H) No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- I) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (Ultimate Beneficiaries) by or on behalf of the company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- J) The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (Ultimate Beneficiaries) by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- K) No transactions have been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961. There are no such previously unrecorded income or related assets.
- L) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- M) The Provision of Section 135 of the Companies Act 2013 in relation to Corporate Social Responsibility are applicable to the Company.
- N) The Company has formed a Corporate Social Responsibility Committee as required under Section 135 of the Companies Act, 2013. The funds have been spent on the activities specified in Schedule VII of the Act. Details of the CSR spending are as follows:

S.N.	Year Ended	Gross amount required to be spent	Amount spent for the years ended
1	2021-22	11.28 Lakh	11.30 Lakh

22. The Company has disposed off some of the Plant & Machinery having wdv in the books worth of Rs. 538.74 Lakh. The asassets were acquired through resolution plan approved Hon'ble National Company Law Tribunal (NCLT) Ahmedabad vide their Order dated 13th December, 2021 in case of merger of Agarwal Mittal Concast Private Limited with the company.
23. The Figures have been rounded off to the nearest Lakhs.
24. The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Accordingly, amounts and other disclosures for the preceding year are included as an integral part of the current year standalone financial statements and are to be read in relation to the amount and other disclosures relating to the current year.

**For and on Behalf of the Board**

**Vipin Prakash Mangal**  
Chairman  
DIN: 02825511

**Chanakya Prakash Mangal**  
Managing Director  
DIN: 06714256

**Mohit Kailash Agrawal**  
WTD & CFO  
DIN: 09696637

**Fageshkumar Rameshbhai Soni**  
CS & Compliance Officer  
M. No.: F8218

Place : Ahmedabad  
Date : 18th April, 2023

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## Mangalam Worldwide Limited

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T : +91 79 6161 5000

### Manufacturing Units:

-  **Halol, Gujarat**
-  **Changodar, Gujarat**
-  **Kapadvanj, Gujarat**