

CHENNAI FERROUS INDUSTRIES LIMITED

15TH ANNUAL REPORT

2024-25



CORPORATE INFORMATION

<p>Board of Directors</p> <p>Mr. R. Natarajan Chairman & Managing Director</p> <p>Mr. N. Ramakrishnan Non-Executive, Independent Director</p> <p>Mr. M. Saravanan Non-Executive, Independent Director</p> <p>Mrs. J. Rathna Jayasheela Non-Executive, Independent Director (w.e.f 26.03.2025)</p> <p>Mrs. Mohan Chitra Non-Executive, Independent Director (Up to 26.03.2025)</p> <p>Mr. K. Karthikeyan Chief Financial Officer</p> <p>Company Secretary & Compliance Officer</p> <p>Mr. M. Balamurugan (w.e.f 16.12.2024)</p> <p>Mr. Babu Kumaran (Up to 31.10.2024)</p> <p>Stock Exchange BSE Limited</p> <p>Bankers Punjab National Bank</p>	<p>Registered Office Survey No.180-183,190 & 191, Periya Obulapuram Village, Nagaraja Kandigai, Madharapakkam Road Gummidipoondi, Tiruvallur - 601201, Tamilnadu Email: investor@chennaiferrous.com</p> <p>Website https://www.chennaiferrous.com</p> <p>Statutory Auditors M/s. S. K. Gulecha & Associates Chartered Accountants No.51, (New No.20) Venkatachalam Street, Choolai, Chennai - 600112.</p> <p>Secretarial Auditor M/s. M K Madhavan & Associates Company Secretaries No.2C, 2nd Floor, A Block, Prince Arcade, 22, Cathedral Road, Gopalapuram, Chennai - 600086</p> <p>Registrar & Share Transfer Agents M/s. Cameo Corporate Services Limited "Subramanian Building" 1, Club House Road, Chennai - 600002 Phone:91 44 28460390 Email: investor@cameoindia.com</p>
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NOTICE

NOTICE is hereby given that the Fifteenth (15th) Annual General Meeting of the shareholders ("AGM") of Chennai Ferrous Industries Limited will be held on Thursday, the 25th day of September 2025 at 02.30 P.M. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following businesses. The venue of the AGM shall be deemed to be the Registered office of the Company at Survey No.180-183, 190 & 191, Periya Obulapuram Village, Nagaraja Kandigai, Madharapakkam Road, Gummidipoondi, Thiruvallur, Tamilnadu - 601 201.

ORDINARY BUSINESS**Item No.1:- Adoption of the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon:**

To consider passing the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2025 together with reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

Item No.2:- To appoint a Director in place of Mr. R Natarajan (DIN : 00595027), who retires by rotation and being eligible offers himself for re-appointment

To consider passing the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. R Natarajan (DIN: 00595027), who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Item No.3:- Appointment of M/s. Aayush Bohra A & Co. as Statutory Auditors

To consider passing the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Sections 139 and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, and based on the recommendation of the Audit Committee and the Board of Directors, M/s. Aayush Bohra A & Co., Chartered Accountants (Firm Registration No. 026932S issued by the Institute of Chartered Accountants of India), be and are hereby appointed as Statutory Auditors of the Company, for a period of 5 consecutive years, to hold office from the conclusion of 15th Annual General Meeting till conclusion of 20th Annual General Meeting to be held in the year 2030, on such remuneration plus applicable taxes, out of pocket expenses, if any, to be fixed by the Board of Directors."

SPECIAL BUSINESS**Item No.4:- Appointment of M/s. M. K. Madhavan & Associates., Practicing Company Secretaries, as the Secretarial Auditors and fix their remuneration.**

To consider passing the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015], including any statutory modification(s) or re-enactment(s) thereof for the time being in force and based on the recommendation of the Audit Committee and the Board of Directors, M/s. M.K. Madhavan & Associates, Practicing Company Secretaries, be and is hereby appointed as the Secretarial Auditors of the Company, for a term of five consecutive financial years commencing from April 1, 2025 to March 31, 2030, at such remuneration as may be determined by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and finalize the terms and conditions of appointment, including the remuneration of the Secretarial Auditors, from time to time, and to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Item No:5:- Appointment of Mrs. J. Rathna Jayasheela (DIN: 07383160) as an Non-Executive Independent Director of the Company for a term of five consecutive years commencing from March 26, 2025 to March 25, 2030.

To consider passing the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and applicable regulations of the SEBI (LODR) Regulations, 2015 as amended from time to time, Articles of Association of the Company, Mrs. J. Rathna Jayasheela (DIN: 07383160), who was appointed as an Additional Director (Non-Executive, Independent) of the Company by the Board of Directors with effect from March 26, 2025 pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office upto the date of this Annual General Meeting and who meets the criteria for independence as provided in Section 149(6) of the Act and applicable SEBI (LODR) Regulations, 2015 and has submitted a declaration to that effect and has consented to act as a Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing with effect from March 26, 2025 up to March 25, 2030.

RESOLVED FURTHER THAT any one of the Director and/or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary or desirable or expedient to give effect to the aforesaid resolution."

Item No:6:- Adoption of Memorandum of Association of the Company as per the provisions of the Companies Act, 2013.

To consider passing the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and any other applicable provisions of the Companies Act, 2013 ("the Act"), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, consent of the members of the company be and is hereby accorded to substitute the existing Memorandum of Association of the Company with a new set of Memorandum of Association as per the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the any one of the Director and/or the Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be necessary or incidental in this regard to give effect to the foregoing resolution including filing of all the necessary e-forms with Registrar of Companies."

By Order of the Board of Directors
For Chennai Ferrous Industries Limited

Place: Gummidipoondi
Date: August 14, 2025

M Balamurugan
Company Secretary
M.No.A66115

Notes:

1. Ministry of Corporate Affairs (MCA), vide its General Circular No. 09/2024 dated September 19, 2024, and circular issued by SEBI vide Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, the 15th AGM of the Company is being held through VC / OAVM.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Subject to receipt of a requisite number of votes, the resolutions, shall deemed to be passed on the date of the AGM. i.e., Thursday, September 25, 2025. Members will be allowed to attend the AGM through VC on a first come, first served basis.
4. Since this AGM is being held through VC/OAVM, (a) Members will not be able to appoint proxies for the meeting, and (b) Attendance Slip & Route Map are not annexed to this Notice.
5. The Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by Members through the remote e-voting system, as well as e-voting on the date of the AGM, will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://chennaiferrous.com>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. In compliance with the aforementioned Circulars, Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company/Registrar and Transfer Agent ("RTA")/ Depository Participants ("DP")/Depositories. Members may note that the aforesaid documents will be available on the Company's website at <https://chennaiferrous.com> website of the Stock Exchange, BSE Limited at www.bseindia.com. In case any member is desirous of obtaining hard copy of the Annual Report for financial year ended March 31, 2025 may send a request to the Company's email address at investor@chennaiferrous.com mentioning their Folio No. / DP ID and Client ID.
8. Details pursuant to Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking re-appointment at this AGM are also annexed to this Notice.
9. Corporate / Institutional Members (i.e., other than Individuals, HUF / NRI / Trust / Mutual Funds / Banks, etc.) are required to send scanned copy (PDF format) of the relevant Board Resolution authorizing the representative to attend the AGM through VC and vote either through remote e-voting or voting during the AGM. The said Board Resolution shall be sent to the Scrutinizer through e-mail to cs.madhavanmk@gmail.com with a copy marked to evoting@nsdl.co.in. The file scanned image / pdf file of the Board Resolution should be in the naming format "Corporate Name_EVEN No".

10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available, electronically, for inspection by the Members during the AGM. They shall also be available for inspection at the Registered Office of the Company during office hours on all days except Saturday, Sunday & Public holidays between 11:00 am. (IST) and 1:00 pm. (IST) up to the date of the AGM. Members seeking to inspect such documents can send an e-mail to investor@chennaiferrous.com.
11. The Register of Members and the Share Transfer Books of the company shall remain closed from Friday, September 19, 2025 to Thursday, September 25, 2025 (both days inclusive) for the Annual General Meeting.
12. Members are requested to register / update their KYC details (i.e., e-mail address, Postal Address with PIN code, Mobile Number, Bank Account details, ECS detail, PAN details linked with Aadhaar, etc.) to receive the Notice of the AGM, Annual Report and all other future communications sent by the Company from time to time. Members can get their KYC details registered / updated by following the steps given below:
 - (a) Members holding shares in physical form by submitting duly filled and signed request letter in Form ISR-1 along with self-attested copy of the PAN Card; and self-attested copy of any document in support of the address of the member (such as Aadhaar Card, Driving Licence, Election Identity Card, Passport etc.) and such other documents as prescribed in the Form ISR-1, by sending an e-mail to the Company at investor@chennaiferrous.com or to the Company's RTA, M/s. Cameo Corporate Services Limited at investor@cameoindia.com followed by mandatorily sending the physical copy of the same through post to the Registered Office of the Company / RTA; and
 - (b) Members holding shares in dematerialised form are requested to update their user profiles and KYC details, including their e-mail address, with their respective Depository Participant (DP) from time to time, and not with the Company or its RTA, as the Company is obliged to use only the data provided by the Depositories.
13. The Securities and Exchange Board of India ("SEBI"), vide its Master Circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 read with SEBI/HO/MIRSD/POD1/P/CIR/2024/81 dated June 10, 2024, as amended from time to time, has been mandated to furnish the KYC details/documents of the Members in order to lodge any grievance or avail any service request from the RTA. Further, with effect from April 1, 2024, payment of dividend shall be made only in electronic mode to such Members.
14. Further SEBI has mandated, that securities of listed companies can be transferred only in dematerialised, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company's RTA M/s Cameo Corporate Services Limited for assistance in this regard.
15. Online Dispute Resolution (ODR) Portal is introduced by SEBI vide its Master Circular SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/145 dated August 11, 2023, which is in addition to the existing SCORES 2.0 portal which can be utilised by the investors and the Company for dispute resolution. Please note that the investors are advised to initiate dispute resolution through the ODR portal only if the issue is not resolved by the Company itself or through the SCORES 2.0.
16. SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025 has announced a special 6-month window for investors to re-lodge transfer deeds for physical shares. This applies to requests submitted before April 1, 2019, but returned, rejected, or left unprocessed due to document-related issues. The window will remain open from July 7, 2025, to January 6, 2026.

Instructions for e-voting:-

- (a) In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (LODR) Regulations, 2015 (as amended) read with circular of SEBI, and the Circulars issued by the Ministry of Corporate Affairs from time to time on e-Voting Facility provided by Listed Entities, dated December 9, 2020, the Company is providing to its Members facility to exercise their right to vote on the resolutions proposed to be passed at the AGM by electronic means ("e-voting"). Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("remote e-voting").

The Company has availed the facilities of the National Securities Depository Limited (NSDL) for facilitating e-voting. The facility of casting votes by a Members using remote e-voting system as well as voting on the date of the AGM will be provided by NSDL.

- (b) The remote e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
September 22, 2025, Monday, at 9.00 A.M (IST)	September 24, 2025, Wednesday, at 5.00 P.M (IST)

- (b) The remote e-voting facility will be available during the following voting period: The e-voting module will be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through the VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
- (c) The voting rights of Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the cut-off date i.e., Thursday, September 18, 2025 ("Cut-off date").
- (d) A person, whose name is recorded in the Register of Members or the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date only shall be entitled to avail of the facility of remote e-voting or for participation at the AGM. A person who is not a member as on the Cut-off Date should treat the Notice for information purposes only.
- (f) The Members who have cast their vote(s) by remote e-voting prior to the AGM may also attend/participate in the AGM through VC / OAVM but shall not be entitled to cast their vote(s) again at the meeting.

The details of the process and manner for remote e-voting and voting during the AGM are explained below:

Step 1: Access to the NSDL e-voting system.

Step 2: Cast your vote electronically on the NSDL e-voting system.

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="603 1727 1217 2033" style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p>   </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at [abovementioned website](http://www.cdslindia.com).

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.madhavanmk@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Mr. Amit Vishal, Vice President or Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com).

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

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

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor@chennaiferrous.com. The same will be replied by the company suitably.

OTHER NOTES FOR MEMBERS:

1. The Board of Directors of the Company has appointed M/s. M K Madhavan & Associates Practising Company Secretary (Peer Review Certificate Number 1221/2021), Chennai as the 'Scrutiniser' to scrutinise the remote e-Voting and e-Voting at the AGM process in a fair and transparent manner.
2. The Scrutiniser shall after the conclusion of e-voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall make a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
4. As per Regulation 44 of the SEBI (LODR) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchanges within two working days of the conclusion of the AGM. The results declared along with Scrutiniser's report shall be placed on the Company's website www.chennaiferrous.com and the website of NSDL www.evoting.nsdl.com. The results shall also be intimated to the Stock Exchange.
5. Any person holding shares in physical form and non-individual Members, who acquires shares of the Company and becomes a member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. Thursday, September 18, 2025, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using the "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll-free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Members holding securities in demat mode who acquire shares of the Company and become a Member of the Company after sending the Notice and holding shares as of the cut-off date i.e. Thursday, September 18, 2025, may follow the steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

By Order of the Board of Directors
For Chennai Ferrous Industries Limited

Place: Gummidipoondi
Date: August 14, 2025

M Balamurugan
Company Secretary
M.No.A66115

EXPLANATORY STATEMENT

As required under Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to businesses mentioned under Item No.'s 3 to 6 of the accompanying Notice:

Item No.:- 3. To appoint Statutory Auditors of the Company

This explanatory statement is provided although not mandated under section 102 Companies Act, 2013.

The Company propose to rotate the Statutory Auditors at the ensuing Annual General Meeting through the appointment of another firm of Chartered Accountants, M/s. Aayush Bohra A & Co., Chartered Accountants (Peer Review Certificate No. 020418 and ICAI Firm Registration No. 026932S) as the Statutory Auditors of the Company. The firm is registered with the ICAI and primarily engaged in providing audit and assurance services, certain tax and financial accounting advisory services to its clients. Being eligible for appointment under the provisions of the Act, they have furnished their consent to act as the Statutory Auditors, in terms of provisions of the Act and also provided a certificate to the effect that their appointment, if made, shall be in accordance with the conditions laid down and that they satisfy the criteria prescribed under Section 141 of the Act. The Board of Directors, on the recommendation of the Audit Committee, at its meeting held on August 14, 2025 proposed the appointment of M/s. Aayush Bohra A & Co., Chartered Accountants, as the Statutory Auditors of the company for a period of 5 years from the conclusion of this Annual General Meeting till the AGM to be conducted in the year 2030.

Item No.:- 4. To appoint Secretarial Auditors of the Company

In terms of amended provisions of Regulation 24A of the SEBI (LODR) Regulations, 2015, the Board of Directors at their meeting held on August 14, 2025 after considering the recommendations of the Audit Committee, has recommended the appointment of M/s. M.K. Madhavan & Associates for a tenure of five (5) consecutive financial years from FY 2025-26 to FY 2029-30 as the Secretarial Auditors of the Company. Accordingly, the Item No. 4 is recommended for the approval of Members.

M/s. M.K. Madhavan & Associates is a professional firm having Peer Review Certificate No. 1221/2021 offering specialised services in Corporate Law, Corporate Restructuring, Securities Law, FEMA and Advisory services.

M/s. M.K. Madhavan & Associates has confirmed that they are not disqualified to be appointed as the Secretarial Auditor in terms of the SEBI (LODR) Regulations, 2015. Besides the secretarial audit services, the Company may obtain certifications and other permissible non-secretarial audit services from the Secretarial Auditor as required from time to time. The Company will not avail any services which are prohibited under the SEBI (LODR) Regulations, 2015 read along with SEBI circular dated December 31, 2024.

Considering the experience and expertise of M/s. M.K. Madhavan & Associates, the Audit Committee and the Board has recommended the candidature for appointment as Secretarial Auditor for a term of five consecutive financial years from FY 2025-26 till FY 2029-30 at a remuneration mutually agreed with Board.

Item No.:- 5. Appointment of Mrs. J. Rathna Jayasheela (DIN: 07383160) as an Independent Director

Appointment of Mrs. J. Rathna Jayasheela (DIN: 07383160) as Independent Director of the Company for a term of five consecutive years commencing with effect from March 26, 2025 up to March 25, 2030. Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors ("Board") appointed Mrs. J. Rathna Jayasheela, as Additional Director (Non-Executive, Independent) on March 26, 2025. Pursuant to the provisions of Section 161 of the Act and Articles of Association of the Company, Mrs. J. Rathna Jayasheela will hold office up to the date of ensuing Annual General Meeting ('AGM') and are eligible to be appointed as Directors of the Company. The Company has received necessary disclosures:-

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.
- (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act.
- (iii) Notice of Interest by Director in form MBP-1 pursuant to Section 184(1) of the Companies Act, 2013 read with Rule 9(1) of Companies (Meetings of Board and its Powers) Rules, 2014 disclosing interest in any contract or arrangement which may be entered into with such bodies corporate or firm.
- (iv) Declaration of independence that they meet the criteria of independence as provided in Section 149 (6) of the Companies Act, 2013 and
- (v) a declaration pursuant to BSE Circular No. LIST/COMP/14/ 2018-19 dated June 20, 2018, that she has not been debarred from holding office of a Director by virtue of any Order passed by SEBI or any other such authority.

The information under regulation 36(3) of the SEBI (LODR) Regulations, 2015 and the secretarial standards on General Meeting (SS-2) including a brief profile of Mrs. J. Rathna Jayasheela, is annexed herewith. The Board considers that her continued association would be of immense benefit to the Company and it is desirable to appoint her as an Independent Director of the Company.

In the opinion of the Board, Mrs. J. Rathna Jayasheela fulfil the conditions as specified in the Act and SEBI (LODR) Regulations, 2015 for appointment as an Independent Director of the Company. The terms and conditions of her appointment shall be open for inspection by the Members at the Registered Office of the Company during the business hours on all working days up to the date of the AGM.

In compliance with the provisions of Section 149, 152 read with Schedule IV to the Act and applicable SEBI (LODR) Regulations, 2015, the Board hereby recommends the appointment of Mrs. J. Rathna Jayasheela as an Independent Director of the Company for a term of five consecutive years commencing from March 26, 2025 to March 25, 2030.

Item No.- 6. Adoption of Memorandum of Association of the company as per the provisions of the Companies Act, 2013

The existing Memorandum of Association (MOA) is based on the erstwhile Companies Act, 1956. The Alteration of MOA is necessary to bring the existing MOA in line with Companies Act, 2013.

According to the new Companies Act, 2013, the Companies now have only Main Business and Ancillary and Incidental Business to the attainment of Main Business, therefore it is important to alter and adopt the new set of Memorandum of Association. The new set of MOA is based on Table-A of the Companies Act, 2013.

The Board recommends the resolutions set out at Item Nos. 5 and 6 for approval of the members of the Company by way of Special Resolution.

Memorandum of interest:

None of the Directors or Key Managerial Personnel of the Company, including their respective relatives, is in any way, financially or otherwise, concerned or interested in the resolutions set out in Item Nos. 3 to 6 of the accompanying Notice.

Details of the Directors proposed for appointment/reappointment pursuant to Regulation 36 (3) of SEBI (LODR) Regulations, 2015 and SS-2 issued by ICSI

Name & Designation	Mr. R Natarajan Chairman & Managing Director	Mrs. J. Rathna Jayasheela Independent Director
Date of birth	02-06-1952	15-07-1983
Age	73	42
Qualifications	Graduate in Business Administration	BBA and MBA in Finance
Brief Profile	Mr. R Natarajan has been serving the Company since 2014. He has close to four decades of rich experience in Steel Industry.	Ms. J Rathna Jayasheela holds a BBA and an MBA in Finance. She is also a Certified GST Practitioner. With over 15 years of extensive experience in the field of Finance and Taxation.
Expertise in specific functional areas	Administration	Finance and Taxation
Date of appointment on the Board of Directors	13-08-2014	26-03-2025
Date of last reappointment on the Board of Directors	29-06-2022	26-03-2025
No. of Board Meetings attended during the financial year 2024-25	7/7	NA
Terms and conditions of appointment	As approved by the members in the 12 th AGM held on June 29, 2022	Appointed for a term of five consecutive years with effect from March 26, 2025, subject to the approval of the shareholders.
List of outside Directorships held	Avanti Metals Private Limited Poleman Steels Private Limited Tamilnadu Enterprises & Investments Private Limited Gita Renewable Energy Limited OPG Renewable Energy Private Limited ASAS Industries Private Limited	Nil
Chairman/Member of the Committees of Board of Directors of the Company	Member of Nomination and Remuneration Committee, Stakeholders Relationship Committee.	Member of Audit Committee and Stakeholders Relationship Committee. Chairman of Nomination and Remuneration Committee
Chairmanship/Membership of the Committees of other Companies in which Directorship is held	Member of Audit Committee and Chairman of Stakeholders' Relationship Committee of Gita Renewable Energy Limited.	Nil
Relationship with other Directors/KMP	Nil	Nil
No. & Percentage of Shares held in the Company	Nil	Nil

BOARD'S REPORT

To the Members,

The Directors present the 15th Annual Report of Chennai Ferrous Industries Limited ("the Company") along with the Audited Financial Statements for the financial year ended March 31, 2025.

FINANCIAL RESULTS

(Rupees in Lakhs)

S. No.	Particulars	Financial Year 2024-25	Financial Year 2023-24
01.	Revenue from Operations (Net)	22,242.73	14,072.99
02.	Other Income	214.51	229.91
03.	Total Income	22,457.24	14,302.90
04.	Operating Profit (PBIDT)	672.25	587.37
05.	Finance Cost	-	-
06.	Depreciation and Amortisation Expenses	109.53	113.70
07.	Profit before tax	562.72	473.67
08.	Tax Expense	161.65	194.51
09.	Net Profit before the year	401.07	279.16
10.	Other Comprehensive Income/Losses	-	-
11.	Total Comprehensive Income for the period	401.07	279.16
12.	Earnings per share (in Rs.)	11.13	7.74

PERFORMANCE REVIEW

The Company's revenue from operations for the year under review is Rs.22,242.73 lakhs as compared to Rs.14,072.99 lakhs in the previous year. The Profit After Tax is at Rs.401.07 lakhs as compared to Rs.279.16 lakhs in the previous year.

SHARE CAPITAL

During the year under review, there were no changes in the share capital of the Company.

TRANSFER TO RESERVES

During the financial year 2024-25, no amount has been transferred to the General Reserve.

DIVIDEND

The Directors have not recommended any Dividend on equity shares of the company for the year ended March 31, 2025.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3) (c) of the Companies Act, 2013 ["the Act"], the Directors of the Company, to the best of their knowledge and ability, confirm that:

- in the preparation of the annual accounts for the year ended March 31, 2025, the applicable accounting standards have been followed and there are no material departures;
- they 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 March 31, 2025 and of the profit of the Company for the year ended on that date;
- they 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. they have prepared the annual accounts of the Company on a going concern basis;
- e. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively: and
- f. they have devised proper systems to ensure compliances with provisions of all applicable laws and that such systems are adequate and operating effectively.

Based on the framework of the internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors including the audit of internal financial controls over the financial reporting by the statutory auditors and reviews performed by the management and the audit committee, the Board of Directors is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2024-25.

INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS OF THE COMPANY.

During the year under review, the statutory auditors, secretarial auditors, internal auditors have not reported any instances of fraud committed in the company by its officers or employees to the audit committee under section 143 (12) of the Companies Act, 2013 and Rule 13 of the Companies (Audit and Auditors) Rules, 2014.

DIRECTORS & KEY MANAGERIAL PERSONNEL

Mrs. Mohan Chitra, Non-Executive Non-Independent Director, resigned from the Board of Directors of the Company, effective at the close of business hours on March 26, 2025. The Board sincerely appreciates the valuable contributions made during her tenure as Director.

Mrs. J Rathna Jayasheela, who was appointed as Additional Director, under Non-Executive Independent Category, at the Board meeting held on March 26, 2025, will hold office until the ensuing Annual General Meeting. She was proposed to be appointed as Non-Executive Independent Director for a period of five years at the 15th Annual General Meeting to be held on September 25, 2025.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. R. Natarajan, Managing Director of the Company, retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for reappointment. A resolution seeking shareholders' approval for his re-appointment forms part of the Notice.

Key Managerial Personnel

During the year Mr. Babu Kumaran - Company Secretary, resigned from the Company, effective at the close of business hours on October 31, 2024. The Board places on record its appreciation of his contributions made during his tenure.

Mr. M Balamurugan was appointed as the Company Secretary and Compliance Officer of the Company, with effect from December 16, 2024.

Pursuant to the provisions of Section 203 of the Companies Act, 2013 read with Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Key Managerial Personnel of the Company as on March 31, 2025 are Mr. R Natarajan, Chairman and Managing Director, Mr. K Karthikeyan, Chief Financial Officer and Mr. M Balamurugan, Company Secretary.

DECLARATION FROM INDEPENDENT DIRECTORS.

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence as laid down in section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (LODR) Regulations, 2015. In the opinion of the Board, the independent Directors possess the requisite expertise and experience and they fulfill the conditions specified in the Act and the rules made thereunder and are independent of the management.

MEETINGS**Board Meetings**

The Board of Directors met seven times during the financial year 2024-25. The meetings were held on May 16, 2024, August 14, 2024, August 28, 2024, November 13, 2024, December 16, 2024, February 12, 2025 and March 26, 2025. In order to transact urgent business, approval of the Board/Committees were taken by passing resolutions through circulation pursuant to Section 175 of the Companies Act, 2013, which were noted at the subsequent meeting of the Board /Committees, as the case may be.

Committee Meetings

The details pertaining to the composition of the various Committees of the Board of Directors are included in the Corporate Governance Report, which forms part of this report.

Corporate Social Responsibility Committee

The Company has constituted a Corporate Social Responsibility (CSR) Committee, which has approved a CSR Policy, the details of which form part of the Corporate Governance Report. However, in accordance with Section 135 of the Companies Act, 2013, the provisions relating to CSR were not applicable to the Company during the financial year under review, as it did not meet the criteria prescribed under the Act. Consequently, disclosure regarding CSR initiatives and expenditure does not arise.

BOARD EVALUATION

The Board of Directors has carried out the annual evaluation of its own performance of Board, Committees and individual Directors pursuant to the provisions of the Companies Act, 2013 and the applicable SEBI (LODR) Regulations, 2015.

The performance of the Board was evaluated by the Board seeking inputs from all directors on the basis of criteria such as adequacy of the composition of the Board and its committees, Board culture, effectiveness of board processes and performance of specific duties, obligations and governance. The performance of the Committees was evaluated by the Board on the basis of criteria such as composition of committees, effectiveness of committee meetings, etc., The individual directors were evaluated on parameters such as level of engagement and contribution of the individual Director to the Board and committee meetings, independence of judgement, etc.

In a separate meeting of the independent directors held on February 12, 2025, performance of the non-independent directors and Board as a whole was reviewed and performance of Chairman of the Company was reviewed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

POLICY ON DIRECTORS' APPOINTMENT & REMUNERATION

The Remuneration policy is directed towards rewarding performance based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice and is designed to create a high performance culture. It enables the Company to attract, retain and motivate employees to achieve results. The Company has made adequate disclosures to the members on the remuneration paid to Directors from time to time. The Company's Policy on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Section 178 (3) of the Act is available on the website of the Company at www.chennaiferrous.com.

ADEQUACY OF INTERNAL AUDIT AND INTERNAL FINANCIAL CONTROL

The information on internal financial controls and their adequacy is provided in the Management Discussion & Analysis Report, which is attached and forms part of this Report.

AUDITORS**Statutory Auditor**

Pursuant to the provisions of Section 139 & 142 of the Companies Act, 2013 read with Companies (Audit & Accounts) Rules, 2014 M/s. S.K. Gulecha & Associates, Chartered Accountants, Chennai (Firm Registration No. 013340S) were appointed as the Statutory Auditors of the Company by the shareholders for the term of 5 Consecutive years, from the conclusion of the 10th Annual General Meeting (AGM) of the Company and will retire as Statutory Auditors of the Company at the 15th Annual General Meeting to be held in the year 2025. Your Board places on record their appreciation for the services provided for the past 5 years.

Based on the recommendations of the Audit Committee and upon review of confirmation of satisfaction of criteria as specified in Section 141 of the Companies Act, 2013 read with Rule 4 of the Companies (Audit & Auditors) Rules, 2014, your Board had recommended to the Members appointment of M/s. Aayush Bohra A & Co., Chartered Accountants, (ICAI Firm Registration No: 026932S), as Statutory Auditors for a term of five years. A proposal for appointment of Statutory Auditors M/s. Aayush Bohra A & Co., Chartered Accountants of the Company from the 15th AGM until the conclusion of 20th AGM to be held in the year 2030 forms part of the Notice of ensuing Annual General Meeting.

The Notes to financial statement referred to in the Auditor's Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed Mr. M.K. Madhavan, M/s M.K. Madhavan & Associates, Practising Company Secretaries as Secretarial Auditor to conduct Secretarial Audit of the Company. The Secretarial Audit Report for the financial year under review is annexed herewith as **Annexure-I** to this Report.

RISK MANAGEMENT

The Board of Directors has developed and implemented a Risk Management Policy for the company. The Board is responsible for reviewing the risk management plan and ensuring its effectiveness. The Audit Committee additionally overviews the financial risks and controls. The Risk Management Policy is available on the website of the Company at www.chennaiferrous.com.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism for Directors and Employees to report to the management about any unethical behaviour, fraud or violation of Company's code of conduct, pursuant to Section 177 (9) of the Companies Act, 2013, and the applicable SEBI (LODR) Regulations, 2015. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

During the year, the Board did not receive any complaints / grievances from the employees of the Company. The Whistle Blower Policy is available on website of the Company at www.chennaiferrous.com.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Loans, guarantees and investments covered under Section 186 of the Act form part of the Notes to the Financial Statements provided in this Annual Report.

TRANSACTIONS WITH RELATED PARTIES

Information on transactions with related parties pursuant to Section 134 (3) (h) of the Act read with Rule 8 (2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is annexed herewith as **Annexure-II** to this Report.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92 (3) read with Section 134 (3) (a) of the Companies Act, 2013, the Annual Return of the Company in Form MGT 7 is available on the website of the Company at www.chennaiferrous.com.

PARTICULARS OF EMPLOYEES

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **Annexure-III** to this Report. Pursuant to Rule 5(2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, there are no employees drawing remuneration in excess of eight lakh and fifty thousand rupees per month or one crore and two lakh rupees per year during the year under review.

CORPORATE GOVERNANCE

In accordance with Regulation 15(2)(a) of the SEBI (LODR) Regulations, 2015, the compliance with the Corporate Governance provisions as specified in Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clause (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D, and E of Schedule V shall not apply in respect of-

The listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty-five crore, as on the last day of the previous financial year.

Since the paid up Equity Share Capital and Net-worth of the Company as on the last day of the previous financial year was below the stipulated limits as prescribed under Regulation 15 (2) (a) of SEBI (LODR) Regulations, 2015, the compliance with the Corporate Governance provisions shall not be applicable to our Company.

A certificate from M/s. M K Madhavan & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company confirming compliance with the non-applicability of Corporate Governance as stipulated under the SEBI Listing Regulations, is annexed to this Report. **Annexure-VI**

However, during the current financial year ending March 31, 2025, the net worth of the Company has exceeded ₹25 Crore. In line with best Corporate Governance practices, the Company has voluntarily complied with all applicable Corporate Governance provisions, pursuant to Regulation 34(3) read with Schedule V of SEBI (LODR) Regulations, 2015, a report on Corporate Governance in the prescribed SEBI format and the Management Discussion and Analysis Report is attached and forms part of this report.

SECRETARIAL STANDARDS

The Company complies with all the applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has formulated a Policy for Prevention of Sexual Harassment at Workplace pursuant to the requirements of the Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with relevant Rules made thereunder. Accordingly, Internal Complaints Committee ["ICC"] has been constituted for redressal of any sexual harassment complaint. The following is the summary of the complaints during the financial year 2024-25:-

(i)	Number of Complaints received during the financial year	Nil
(ii)	Number of Complaints disposed of during the financial year	Nil
(iii)	Number of Complaints pending as on end of the financial year	Nil

DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

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

The information relating to conservation of energy, technology absorption and foreign exchange earnings and outflow as required to be disclosed under Section 134 (m) of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014 is annexed herewith as **Annexure-IV** to this Report.

STATE OF COMPANY AFFAIRS

Management Discussion and Analysis Report for the year under review, as stipulated in Regulation 34(2) (e) of SEBI (LODR) Regulations, 2015 is given as a separate part of the annual report. It contains a detailed write up and explanation about the performance of the company.

MATERIAL CHANGES & COMMITMENTS

There have been no material changes and commitments affecting the financial position of the Company which have occurred between March 31, 2025 and August 14, 2025.

SIGNIFICANT & MATERIAL ORDERS PASSED BY REGULATORS OR COURTS

During the Financial Year 2024-25, no order has been passed by any regulatory authorities or Courts impacting the going concern status and Company's operations in future.

CREDIT RATING

The Company has not obtained any credit rating from any credit rating agency.

ACKNOWLEDGEMENT

Your directors express their grateful appreciation for the assistance and cooperation received from the Banks, Government Authorities, Corporate Professionals, Customers, Vendors and Shareholders during the year under review, in aiding the smooth flow of operations. Continued dedication and sense of commitment shown by the employees at all levels during the year deserve special mention.

For and on behalf of the Board of Directors

Place: Gummidipoondi
Date: August 14, 2025

R. Natarajan
Chairman & Managing Director
DIN: 00595027

ANNEXURE - I TO BOARD'S REPORT**FORM NO. MR-3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members of
Chennai Ferrous Industries Limited.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Chennai Ferrous Industries Limited (hereinafter called the "Company") [CIN: L27310TN2010PLC075626] for the financial year 2024-25. The Secretarial Audit was conducted based on the records made available to us, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion/understanding thereon.

1. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and made available to us and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we, on strength of those records, and information so provided, hereby report that in our opinion and understandings, the Company, during the audit period covering the financial year ended on 31st March 2025, has complied with the statutory provisions listed hereunder and also in our limited review, the Company has proper and required 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 and made available to us, for the financial year ended on 31st March 2025 according to the applicable provisions of:

- i) The Companies Act, 2013 (the "Act") and the rules made thereunder read with notifications, exemptions, and clarifications thereto issued by the Ministry of Corporate Affairs from time to time.
- ii) The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder, to the extent applicable.
- iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder.
- iv) (a) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent applicable.
(b) Overseas Direct Investment (ODI) and External Commercial Borrowings (ECBs)-
Not applicable as the Company has no ODI and ECBs, for the period under review.
- v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI ACT'), as amended:
 - a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
 - e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- **Not applicable as the Company has not issued any share-based employee benefits/sweat equity shares to its employees during the year under review;**

- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- **Not applicable as the Company has not issued any debt securities during the financial year under review.**
- g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (**not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the year under review**)
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not applicable as the Company has not delisted/ propose to delist its shares from any stock exchange during the financial year under review;**
- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable as the Company has not bought back/proposed to buyback any of its securities during the financial year under review.**
- vi) The other laws applicable specifically to the Company:
 - (a) Water (Prevention and Control of Pollution) Act, 1974.
 - (b) Air (Prevention and Control of Pollution) Act, 1981.
 - (c) Factories Act, 1948
 - (d) Electricity Act, 2003 and the rules made thereunder
 - (e) Environment Protection Act, 1986

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) with respect to Meetings of Board of Directors (SS-1) and the Meetings of General Meetings (SS-2) and Listing Agreement entered by the Company with BSE Limited.

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

We further report that

The Board of Directors of the Company is duly constituted with a balance of Executive Directors, Non-Executive Directors, and Independent Directors, including Woman Director.

Adequate notice was given to all Directors to schedule the Board and Committee Meetings agenda, and detailed notes on the agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions were taken unanimously at the Board and committee meetings. All resolutions were passed at the Annual General meeting with requisite majority.

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

For **M K MADHAVAN & ASSOCIATES**

Company Secretaries

M K MADHAVAN

Proprietor

Membership No.: F-8408 / C.P. No.: 16796

P.R. No. 1221/2021

UDIN: F008408G001009661

Date: 14.08.2025

Place: Chennai

[This Report is to be read with Annexure-A which forms an integral part of this report.]

Annexure-A

To
The Members of
Chennai Ferrous Industries Limited.

Dear Members,

Sub.: Secretarial Audit of Chennai Ferrous Industries Limited for the financial year ended 31st March 2025.

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

1. Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test-check basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and Books of Account of the Company.
4. Wherever required, we have obtained the Management's representation about the compliance of laws, rules, and regulations and the occurrence of events.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, and standards is the responsibility of the management. Our examination was limited to the verification of procedures on a test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **M K MADHAVAN & ASSOCIATES**
Company Secretaries

M K MADHAVAN
Proprietor
Membership No.: F-8408 / C.P.No.: 16796
P.R. No. 1221/2021
Date: 14.08.2025
Place: Chennai

ANNEXURE - II TO BOARD'S REPORT**FORM NO. AOC-2**

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

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

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

The Company has not entered into any contracts or arrangements or transactions with its related parties which is not at arm's length basis during the financial year 2024-25.

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

S. No.	Particulars	Details
i)	Name(s) of related party and nature of relationship:	Not Applicable
ii)	Nature of contracts/arrangements/transactions	Not Applicable
iii)	Duration of the contracts/arrangements/transactions	Not Applicable
iv)	Salient terms of the contracts/arrangements/transactions including value, if any:	Not Applicable
v)	Date (s) of approval by the Board, if any:	Not Applicable
vi)	Amount paid as advances, if any :	Not Applicable

Note:

There were no material contracts or arrangements or transactions with related parties at arm's length basis during the financial year 2024-25 as per the limits prescribed under Section 188 of the Companies Act, 2013 Read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 as may be amended from time to time.

For and on behalf of the Board of Directors

Place: Gummidipoondi

Date: August 14, 2025

R. Natarajan
Chairman & Managing Director
DIN: 00595027

ANNEXURE - III TO BOARD'S REPORT**Particulars of Employees**

[Information as per Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 as may be amended]

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	<table border="1"> <tr> <td data-bbox="796 468 1246 539">Mr. R. Natarajan Chairman & Managing Director</td> <td data-bbox="1254 468 1417 539">(3.61)</td> </tr> </table>	Mr. R. Natarajan Chairman & Managing Director	(3.61)				
Mr. R. Natarajan Chairman & Managing Director	(3.61)						
(ii) the percentage increase in remuneration of the each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	<table border="1"> <tr> <td data-bbox="796 613 1246 685">Mr. R. Natarajan Chairman & Managing Director</td> <td data-bbox="1254 613 1417 685">(11.16)</td> </tr> <tr> <td data-bbox="796 692 1246 763">Mr. K Karthikeyan Chief Financial Officer</td> <td data-bbox="1254 692 1417 763">7.52</td> </tr> <tr> <td data-bbox="796 770 1246 842">Mr. M Balamurugan Company Secretary</td> <td data-bbox="1254 770 1417 842">-</td> </tr> </table>	Mr. R. Natarajan Chairman & Managing Director	(11.16)	Mr. K Karthikeyan Chief Financial Officer	7.52	Mr. M Balamurugan Company Secretary	-
Mr. R. Natarajan Chairman & Managing Director	(11.16)						
Mr. K Karthikeyan Chief Financial Officer	7.52						
Mr. M Balamurugan Company Secretary	-						
(iii) the percentage increase in the median remuneration of employees in the financial year	7.75						
(iv) the number of permanent employees on the rolls of the Company;	9						
(v) average percentile increase 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.	<table border="1"> <tr> <td data-bbox="796 1173 1246 1285">Average increase in salaries of employees other than managerial personnel in 2023-24 (in % annually)</td> <td data-bbox="1254 1173 1417 1285">7.55</td> </tr> <tr> <td data-bbox="796 1292 1246 1359">% increase in remuneration of Chairman & Managing Director</td> <td data-bbox="1254 1292 1417 1359">-11.16</td> </tr> <tr> <td data-bbox="796 1366 1246 1411">% increase in remuneration of CFO</td> <td data-bbox="1254 1366 1417 1411">7.52</td> </tr> </table>	Average increase in salaries of employees other than managerial personnel in 2023-24 (in % annually)	7.55	% increase in remuneration of Chairman & Managing Director	-11.16	% increase in remuneration of CFO	7.52
Average increase in salaries of employees other than managerial personnel in 2023-24 (in % annually)	7.55						
% increase in remuneration of Chairman & Managing Director	-11.16						
% increase in remuneration of CFO	7.52						
(vi) affirmation that the remuneration is as per the remuneration policy of the company.	The Company affirms that the remuneration is as per the remuneration policy of the company						

For and on behalf of the Board of Directors

Place: Gummidipoondi
Date: August 14, 2025

R. Natarajan
Chairman & Managing Director
DIN: 00595027

ANNEXURE - IV TO BOARD'S REPORT

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

A. Conservation of energy:**(i) Steps taken or impact on conservation of energy:**

1. Electricity consumption of the company is controlled with efficient monitoring mechanism and employee training energy conservation.
2. Electrical infrastructure in the company is fully geared to automatically conserve the valuable energy resources.
3. Electricity consumption has always been under control with judicious consumption.

(ii) Steps taken by the company for utilizing alternate sources of energy: None

(iii) Capital Investment on energy conservation equipments: None

B. Technology absorption:

(i) Efforts made towards technology absorption: Nil

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution: Nil

(iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year):- N.A

(a) Details of Technology imported;

(b) Year of import;

(c) Whether the technology has been fully absorbed;

(d) If not fully absorbed, areas where absorption has not taken place and the reasons thereof;

(iv) The expenditure incurred on Research & Development:

(a) Capital : Nil

(b) Recurring : Nil

(c) Total : Nil

C. Foreign exchange earnings and outgo:

Total foreign exchange earnings during the year (in terms of INR) : Nil

Total foreign exchange used for operations (in terms of INR) : Nil

For and on behalf of the Board of Directors

Place: Gummidipoondi

Date: August 14, 2025

R. Natarajan

Chairman & Managing Director

DIN: 00595027

ANNEXURE - V TO BOARD'S REPORT**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Pursuant to Regulation 34(3) and Para B of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the amendments thereof, details of the Management discussion and analysis are given below:

Industry Structure & Development

Coal remains at the forefront of India's energy sector, accounting for nearly half of the nation's total installed generation capacity in 2025, and playing a decisive role in supporting India's industrial growth and energy security. In the financial year 2024-25, India achieved a historic milestone by surpassing one billion tonnes of coal production, driven by expanded domestic output, regulatory reforms, and record coal supplies at thermal plants. The Government of India's continued policy innovation including the launch of a coal trading exchange, expansion of coal gasification incentives, and the revised SHAKTI policy has enhanced transparency, accessibility, and competitiveness, positioning the sector for sustained growth and resilience.

At the same time, the country faces a complex energy transition, balancing growing electricity demand with rapid expansion of renewable energy sources, which now contribute over 32% of installed capacity. While coal remains an indispensable pillar in India's energy mix, supporting base-load and industrial requirements, policy focus is increasingly shifting towards achieving cleaner, more efficient energy production, preparing the sector to bridge India's path towards carbon neutrality by 2070.

This dual approach ensures coal's continued relevance for decades, even as the sector evolves through technology, market reforms, and sustainable practices to meet India's growing power needs responsibly.

Opportunities and Threats, Risks and Concerns

Government of India's focus on "Athma Nirbar" is encouraging domestic coal and the Government has introduced schemes such as "Shakti Scheme" to increase domestic coal production along with imports. The revised SHAKTI policy has enhanced transparency, accessibility, and competitiveness, positioning the sector for sustained growth and resilience. The Company continues to focus on trading of coal as the demand for coal is expected to rise in future with economic and Industrial growth as also increase in domestic consumption.

SWOT ANALYSIS

Strengths	Weaknesses
<ul style="list-style-type: none"> Established demand from power plants, steel, and cement industries. Wide supplier and buyer network ensuring stable trade volumes. Strong logistics and bulk handling capabilities. Experienced management with knowledge of regulatory compliance. 	<ul style="list-style-type: none"> High dependence on Government policies and import regulations. Exposure to high price volatility in Global coal markets. Working capital intensive business with thin margins. Environmental concerns impacting long-term business sustainability.
Opportunities	Threats
<ul style="list-style-type: none"> Growing energy needs in developing economies. Potential for expanding into allied commodities (iron ore, coke, petcoke). Rising demand for metallurgical coal in steel production. Possibility to leverage technology for efficient trading and risk management. 	<ul style="list-style-type: none"> Increasing global shift towards renewable energy. Stringent environmental regulations restricting coal use. Competition from domestic and international traders. Currency fluctuations and international freight rate volatility.

Product wise performance

The Company was earlier engaged in the manufacture of Sponge Iron. However, in view of sluggish market demand, volatility in raw material prices, and regional demand supply imbalances, the Company strategically diversified into coal trading, where demand is expected to remain strong in the foreseeable future.

During the year under review, the Company's revenue was primarily derived from coal trading activities, supplemented by lease rental income from its Sponge Iron Plant, which has been leased out.

Outlook

The International Energy Agency (IEA), in its World Energy Outlook has said that India is likely to see the world's biggest rise in energy demand this decade, with demand climbing 3 per cent annually due to urbanisation and industrialisation. While the push for renewable energy will see it meeting as much as 60 per cent of the growth in demand for power, coal will continue to meet a third of overall energy demand by 2030 and another quarter will be met by oil.

In India, coal is expected to meet a third of growth with demand rising above 770 million tonnes of coal equivalent (Mtce) by 2030, and continuing thereafter before peaking in the early 2030s.

Internal Control Systems and their Adequacy

The internal control systems continued to function effectively, ensuring proper maintenance of accounting records, reliable financial reporting, and safeguarding of assets against unauthorized use or disposition. They also ensure that all transactions are properly authorized, recorded, and reported accurately. The top management, Board of Directors, and Committees periodically review these systems to ensure timely compliance with regulations and adequate monitoring of their effectiveness.

Details of significant changes in Key Financial Ratios

The Company's review from operations for the year under review is Rs.2,22,42,73,232 as compared to Rs.1,40,72,99,210 in the previous year. The Profit After Tax is at Rs.4,01,06,868 as compared to Rs.2,79,15,663 in the previous year. The net profit generated during the year has been transferred to Retained Earnings under Reserves & Surplus.

The Company has identified the following as Key Financial Ratios:-

Particulars	Unit of Measurement	March 31, 2025	March 31, 2024	Variation in %
Current Ratio	In multiple	1.84	1.66	0.18
Debt-Equity Ratio	In multiple	-	-	-
Debt Service Coverage Ratio	In multiple	-	-	-
Return on Equity Ratio	In %	1.11	0.77	0.34
Inventory Turnover Ratio	In Days	13.54	-	13.54
Trade receivables Turnover Ratio	In Days	0.58	4.81	-4.23
Trade payables Turnover Ratio	In Days	16.99	13.51	3.48
Net Capital Turnover Ratio	In Days	31.11	18.32	12.79
Net Profit Ratio	In %	2.57	3.47	-0.90
Return on Capital Employed	In %	111.27	77.45	33.83
Return on Investment (Assets)	In %	9.95	8.66	1.29

Human Resource Development

The total number of employees as on March 31, 2025 are 9. The Company places high value on its human resources, recognizing them as a key asset in achieving business objectives. It is committed to fostering a productive and positive work environment. To enhance efficiency and performance, the Company undertakes regular skill development initiatives. These include periodic training programs aimed at upgrading knowledge and capabilities of its workforce.

ANNEXURE - VI

REPORT ON CORPORATE GOVERNANCE

Non-Applicability of Corporate Governance provisions under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

CERTIFICATE ON NON-APPLICABILITY OF CORPORATE GOVERNANCE REPORT

To
The Members of
CHENNAI FERROUS INDUSTRIES LIMITED

We have examined the relevant records of Chennai Ferrous Industries Limited (“the Company”) for the financial year ended March 31, 2025.

Based on such examination and on the information, explanations and representations provided by the Management, we hereby certify that the provisions relating to submission of a Corporate Governance Report under Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 did not apply to the Company, since its Paid-up Equity Share Capital does not exceed ₹10 crore and its Net Worth does not exceed ₹25 crore as on March 31, 2024 (the last day of the preceding financial year), the provisions relating to Corporate Governance do not apply to the Company for FY 2024-25.

Accordingly, the requirement of annexing a Corporate Governance Report to the Board’s Report forming part of the Annual Report for the financial year 2024-25 does not arise.

This certificate is issued for inclusion in the Company’s Annual Report.

For **M K MADHAVAN & ASSOCIATES**
Company Secretaries

M K MADHAVAN
Proprietor
Membership No.: F-8408 / C.P.No.: 16796
P.R. No. 1221/2021
Date: 14.08.2025
Place: Chennai

ANNEXURE - VI**REPORT ON CORPORATE GOVERNANCE***

**In line with best corporate governance practices, the Company has voluntarily complied with all applicable Corporate Governance provisions, pursuant to Regulation 34(3) read with Schedule V of SEBI (LODR) Regulations, 2015, a report on Corporate Governance in the prescribed SEBI format*

MANDATORY REQUIREMENTS:**1. COMPANY'S PHILOSOPHY:**

Corporate Governance forms the cornerstone of sustainable business practices, enabling the generation of long-term value for all stakeholders. The Company is committed to the highest standards of governance, guided by the principles of fairness, transparency, accountability, and responsibility. We believe that robust governance not only supports the growth and competitiveness of the corporate sector but also contributes to inclusive and sustainable economic development.

Our governance philosophy extends beyond statutory compliance, integrating both legal and management practices into the decision-making process. From product conceptualization to after-sales service, the Company has consistently adhered to best practices, ensuring fiscal discipline, ethical conduct, and stakeholder confidence.

2. BOARD OF DIRECTORS**2.01 COMPOSITION OF BOARD:**

The Company has constituted the Board in consonance with the requirement of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The strength of the Board of Directors is 4 (Four) with 1 (One) Executive Director (Managing Director), 3 (Three) Non-executive Directors (Independent Director). The Independent Directors are having vast experience in the industry, finance and general expertise to handle and guide the operation towards betterment. They take active part in the Board and Committee Meetings.

S. No.	Name of the Director	Designation
1.	Mr. R Natarajan	Chairman & Managing Director
2.	Mr. N Ramakrishnan	Non-Executive Independent Director
3.	Mr. M Saravanan	Non-Executive Independent Director
4.	Mrs. J Rathna Jayasheela*	Non-Executive Independent Director
5.	Mrs. Mohan Chitra**	Non-Executive Independent Director

* Appointed on March 26, 2025

** Resigned on March 26, 2025

2.02 None of the Directors on the Board:

- Holds Directorships in more than ten public Companies.
- Serves as Director or as an Independent Director in more than seven listed Companies as required under Regulation 17A of SEBI (LODR) Regulations, 2015.
- Who are the Executive Directors serves as Independent Director in more than 3 listed entities.
- Is member of more than 10 committees or chairperson of more than 5 committees across all the Companies in which he/she is a Director as required under regulation 26 (1) of SEBI (LODR) Regulations, 2015

2.03 Information of Board of Directors and Attendance:

During the year under review the Board of Directors of the company met 7 (Seven) times. viz., May 16, 2024, August 14, 2024, August 28, 2024, November 13, 2024, December 16, 2024, February 12, 2025 and March 26, 2025.

The attendance particulars of each Director at the Board Meetings and last Annual General Meeting are as follows:

Name of Director / Designation	No of Board meetings attended during the year	Last AGM (held on September 25, 2024) Attended	Directorships held in Companies (Excluding Chennai Ferrous Industries Limited)	No of other Committees (other than Chennai Ferrous Industries Limited) in which Chairman / Members
Mr. R Natarajan Chairman & Managing Director	7	Yes	1	2
Mr. N Ramakrishnan (Non-Executive Independent Director)	7	Yes	Nil	Nil
Mr. M Saravanan (Non-Executive Independent Director)	7	Yes	Nil	Nil
Mrs. Mohan Chitra (Non-Executive Independent Director)	7	Yes	Nil	Nil
Mrs. J Rathna Jayasheela (Non-Executive Independent Director)	NA	NA	Nil	Nil

Note: As on March 31, 2025, except Mr. R Natarajan, none of the Directors holds any Directorship in other Listed Companies.

2.04 Disclosure of relationships between directors inter-se:

None of the Directors or Key Managerial Personnel of the Company, including their respective relatives, is in any way, financially or otherwise, concerned or interested.

2.05 Number of Shares and Convertible instruments held by Non-Executive Director:

None of the Non-Executive Directors holds any shares in the company.

2.06 Details of familiarization programmers for Independent Directors

The details of the Familiarization Programmers for Independent Directors a Code of Conduct has been laid out for all Members of the Board and Senior Management suitably incorporating the duties of Independent Directors as laid down in the Companies Act, 2013, are available at the Company's website, at the following link <http://www.chennaiferrous.com>

The minimum information to be placed before the Board of Directors at their meeting, as specified in Part A of Schedule II of SEBI (LODR) Regulations, 2015 have been adequately complied with.

2.07 Confirmation that in the opinion of the Board, the Independent Directors fulfill the conditions specified in these regulations and is Independent of the management:

The Board of Directors be and is hereby confirm that in the opinion of the Board, the Independent Directors fulfill the conditions specified by SEBI (LODR) Regulations, 2015 and they are Independent of the management.

2.08 Detailed reasons for the resignation of an Independent Director who resigns before the expiry of his tenure along with a confirmation by such Director that there are no other material reasons other than those provided:

The detailed reasons for the resignation have been provided and the same have been confirmed by the Director.

2.09 List of core Skills / expertise / Competencies required in the Company's Board to enable it function effectively and those actually available

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

S. No.	Skills/Expertise/Competence identified by Board	Mr. R Natarajan	Mr. N Ramakrishnan	Mr. M Saravanan	Mrs. Mohan Chitra	Mrs. J Rathna Jayasheela
1.	Knowledge on Company's businesses, policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Company operates.	✓	✓	✓	✓	✓
2.	Behavioral skills – attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.	✓	✓	✓	✓	✓
3.	Business Strategy, Forex Management, Administration, Decision Making, Sales & Marketing.	✓	✓	✓	✓	✓
4.	Corporate Governance & Compliance	✓	✓	✓	✓	✓
5.	Financial and Management skills	✓	✓	✓	✓	✓
6.	Technical / Professional skills and specialized knowledge in relation to Company's business	✓	✓	✓	✓	✓

3. CHANGES IN DIRECTORS & KEY MANAGERIAL PERSONNEL

Mrs. Mohan Chitra, Non-Executive Non-Independent Director, resigned from the Board of Directors of the Company, effective at the close of business hours on March 26, 2025. The Board sincerely appreciates the valuable contributions she made during her tenure as Director.

Mrs. J. Rathna Jayasheela, who was appointed as Additional Director, under Non-Executive Independent Category, at the Board meeting held on March 26, 2025, will hold office until the ensuing Annual General Meeting. She was proposed to be appointed as Director at the 15th Annual General Meeting to be held on September 25, 2025.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. R. Natarajan, Managing Director of the Company, retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for reappointment. A resolution seeking shareholders' approval for his re-appointment forms part of this Notice.

Key Managerial Personnel

During the year Mr. Babu Kumaran - Company Secretary, resigned from the Company, effective at the close of business hours on October 31, 2024. The Board places on record its appreciation of his contributions made by him to the Company.

During this period, Mr. M Balamurugan was appointed as the Company Secretary and Compliance Officer of the Company, with effect from December 16, 2024.

Pursuant to the provisions of Section 203 of the Act read with Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Key Managerial Personnel of the Company as on March 31, 2025 are Mr. R Natarajan, Chairman and Managing Director, Mr. K Karthikeyan, Chief Financial Officer and Mr. M Balamurugan, Company Secretary.

4. AUDIT COMMITTEE

4.01 Terms of Reference

The committee acts as a bridge between the Board, the Statutory Auditors and the internal auditors. The Committee functions as per the provisions of Regulation 18 of the SEBI (LODR) Regulations, 2015 and section 177 of Companies Act, 2013. The responsibilities of the Committee, inter-alia, include:

(a) Overall review of the Company's periodical financial statements; financial reporting process; disclosure policies and ensuring that they are appropriate, accurate and credible and more particularly:

- i. To select and establish accounting policies and changes if any in accounting policies and procedures.
- ii. To answer qualifications if any given in the draft auditors' report.
- iii. On the major entries made in the accounts based on the exercise of judgment made by the management.
- iv. The Going Concern concept assumption.
- v. Compliance with the Accounting Standards as prescribed by ICAI.
- vi. Compliance with requirements of stock exchanges and legal requirements concerning the financial statements.
- vii. To review management discussion and analysis of financial condition and results of operation.
- viii. To review statement of significant related party disclosures submitted by the management.
- ix. To evaluate internal financial controls and risk management systems.

(b) Recommending the appointments and removal of external auditor, fixation of audit fee and also approval for payment for other services.

(c) Periodic review of the adequacy of the internal audit, internal controls and discussions with the external auditors thereon. Depending upon the necessity the senior personnel from the concerned department are called to the meeting.

The Company Secretary serves as the Secretary to the Committee.

4.02 Composition & Meetings

The Committee comprises Non-Executive Independent Directors, and its composition as on March 31, 2025, is as follows:

S. No.	Name of the Member	Executive/Non-Executive/Independent	Profile
1.	Mr. N Ramakrishnan	Non-Executive Independent Director	Chairman
2.	Mr. M Saravanan	Non-Executive Independent Director	Member
3.	Mrs. J Rathna Jayasheela*	Non-Executive Independent Director	Member
4.	Mrs. Mohan Chitra**	Non-Executive Independent Director	Member

* Appointed on March 26, 2025

** Resigned on March 26, 2025

All the members of the Audit Committee are financially literate.

The Audit Committee met five times during the year 2024-25. The meetings were held on May 16, 2024, August 14, 2024, August 28, 2024, November 13, 2024 and February 12, 2025. All members of Audit Committee have knowledge of financial management, audit and accounts. The Statutory Auditors, the Internal Auditors and Senior Management were invited to attend all the meetings of the Committee.

S. No.	Name of the Member	No. of Meetings Held	No. of Meetings Attended
1.	Mr. N Ramakrishnan	5	5
2.	Mr. M Saravanan	5	5
3.	Mrs. J Rathna Jayasheela	-	-
4.	Mrs. Mohan Chitra	5	5

All the recommendations made by the Audit Committee were accepted by the Board.

5. NOMINATION AND REMUNERATION COMMITTEE:

5.01 Terms of Reference

The Committee was constituted in terms of the requirement of Regulation 19 of SEBI (LODR) Regulations, 2015 and Section 178 of Companies Act, 2013. The responsibility of the committee includes:

- To formulate criteria for determining qualifications, positive attributes and independence of a director.
- To identify persons who are qualified to become Directors and Key Managerial Personnel in accordance with the criteria laid down in this policy and recommend their appointment to Board.
- To formulate criteria for evaluation of Directors, the Board and various Committees of the Board.
- To carry out evaluation of Director's performance.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial and Senior Management Personnel.
- Succession planning for replacing Key Executives and overseeing the Implementation of the same.

The Company Secretary serves as the Secretary to the Committee.

5.02 Composition & Meetings

The Committee comprises Non-Executive Independent Directors, and its composition as on March 31, 2025, is as follows:

S. No.	Name of the Member	Executive/Non-Executive/ Independent	Profile
1.	Mr. N Ramakrishnan	Non-Executive Independent Director	Member
2.	Mr. M Saravanan	Non-Executive Independent Director	Member
3.	Mrs. J Rathna Jayasheela*	Non-Executive Independent Director	Chairman
4.	Mrs. Mohan Chitra**	Non-Executive Independent Director	Member

* Appointed on March 26, 2025

** Resigned on March 26, 2025

5.03 Attendance of Members:

S. No.	Name of the Member	No. of Meetings Held	No. of Meetings Attended
1.	Mr. N Ramakrishnan	2	2
2.	Mr. M Saravanan	2	2
3.	Mrs. J Rathna Jayasheela	-	-
4.	Mrs. Mohan Chitra	2	2

The committee met twice during the Financial Year 2024-2025 viz., December 16, 2024 and March 26, 2025. All the recommendations made by the Committee were accepted by the Board.

5.04 Performance Evaluation Criteria for Independent Directors

The Nomination and Remuneration Committee has devised criteria for evaluation of the performance of the Directors including Independent Directors. Their criteria provide for certain parameters below

- (a) Attendance at Meetings - attendance at Board Meetings, General and Committee meetings.
- (b) Other Directorships held by the Non-Executive Director in listed or unlisted Companies.
- (c) Other companies in which Non-Executive Director is a chairperson.
- (d) Participation at Board/Committee meetings.
- (e) Review of Financial Statements, risks and business performance
- (f) Time devoted towards discussion with Management.

The performance evaluation of the Chairman and Non-Independent Director was carried out by the Independent Directors; the Directors expressed their satisfaction with the evaluation process.

6. REMUNERATION OF DIRECTORS

6.01 Pecuniary relationship or transaction of the Non-Executive Director vis-à-vis the Company

There were no pecuniary relationships or transactions of the Non-Executive Directors 'vis-à-vis' the Company during the financial year ended March 31, 2025 except payment of remuneration by way of sitting fees as disclosed

6.02 Criteria of Making Payment to Non-Executive Directors

The Company has formulated and laid down the criteria for making payment to the Non-Executive Director as enumerated in the Nomination and Remuneration policy which is accessed in the website of the Company www.chennaiferrous.com.

6.03 Disclosure with respect to remuneration

Disclosures with respect to remuneration paid during the financial year ended March 31, 2025 as per the Companies Act, 2013

Remuneration Paid to Non-Executive Director (Rs. in Lakhs)

The details of the remuneration (sitting fees) paid to non-executive directors during the financial year ended March 31, 2025 is given below:-

S. No.	Name of the Member	Sitting Fees Paid
1.	Mr. N Ramakrishnan	0.21
2.	Mr. M Saravanan	0.21
3.	Mrs. Mohan Chitra	0.21
4.	Mrs. J Rathna Jayasheela*	-

* Appointed on March 26, 2025

Remuneration paid to Executive Director (Rs. in Lakhs)

S. No.	Name of the Director	Salary	Perquisites	Contribution to PF	Total
1.	Mr. R Natarajan	4.67	-	-	4.67

There is no performance linked incentives or stock option for any of the Directors. The remuneration given above is fixed components. The tenure of office of the Managing Director is for a period of five years from the date of appointment.

7. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

7.01 The Committee, inter-alia, approves issuance of duplicate share certificates as well as oversees and reviews all matters connected with the securities transfer, transmission, nomination, dematerialization including redressing grievances related thereto. The Committee also considers redressing of shareholder's complaints relating to non-receipt of notices/annual reports and dividends etc.

7.02 The committee comprises Executive and Non-Executive Independent Directors. As on March 31, 2025, composition of the committee is as follows:

S. No.	Name of the Member	Executive/Non-Executive/Independent	Profile
1.	Mr. R Natarajan	Executive Director	Member
2.	Mr. M Saravanan	Non-Executive Independent Director	Chairman
3.	Mrs. J Rathna Jayasheela*	Non-Executive Independent Director	Member
4.	Mrs. Mohan Chitra**	Non-Executive Independent Director	Member

* Appointed on March 26, 2025

** Resigned on March 26, 2025

7.03 Attendance of Members:

S. No.	Name of the Member	No. of Meetings Held	No. of Meetings Attended
1.	Mr. R. Natarajan	2	2
2.	Mr. M Saravanan	2	2
3.	Mrs. J Rathna Jayasheela	-	-
4.	Mrs. Mohan Chitra	2	2

The committee met twice during the Financial Year 2024-2025 viz., August 14, 2024 and February 12, 2025. All the recommendations made by the Committee were accepted by the Board.

(i) The Details of Shareholders Complaints during the financial year ended March 31, 2025 are given below

No. of Investors Complaints pending at the beginning of the year 2024-2025	No. of Investors Complaints Received during the year 2024-2025	No. of Investors Complaints Resolved during the year 2024-2025	No. of Complaints Remaining unresolved during the year 2024-2025
NIL	NIL	NIL	NIL

*Based on the Quarterly Investor's Grievance Report submitted to the stock exchanges pursuant to Regulation 13 of the SEBI (LODR) Regulations, 2015 during the Financial Year ended March 31, 2025.

8. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The committee comprises Executive and Non-Executive Independent Directors. As on March 31, 2025 composition of the committee are as follows:

S. No.	Name of the Member	Executive/Non-Executive/Independent	Profile
1.	Mr. R Natarajan	Executive Director	Member
2.	Mr. M Saravanan	Non-Executive Independent Director	Chairman
3.	Mrs. J Rathna Jayasheela*	Non-Executive Independent Director	Member
4.	Mrs. Mohan Chitra**	Non-Executive Independent Director	Member

* Appointed on March 26, 2025

** Resigned on March 26, 2025

The Company Secretary of the Company will be the secretary to the Corporate Social Responsibility Committee.

During the financial year ended the committee met once i.e on November 13, 2024 and all the members of the committee were present at the meeting. The CSR committee was set up to formulate and monitor the CSR policy of the Company.

The CSR committee adopted a policy that outlines the Company's objective of catalyzing economic development that positively improves the quality of life for the society, and aims to be a responsible corporate citizen and create positive impact through its activities on the environment, communities and stakeholders.

9. INDEPENDENT DIRECTORS MEETING:

During the Financial Year under review the Independent Directors meeting was held on February 12, 2025 and was attended by Mrs. Mohan Chitra, Mr. M Saravanan and Mr. K Ramakrishnan.

10. (i) GENERAL BODY MEETING

Details of location and time of the last three Annual General Meeting held are as follows:

Year	Location	Date	Time	Details of Special Resolutions passed
2023-24	Through Video Conferencing (VC) / (OAVM)	September 25, 2024	02:30 PM	No Special Resolution was passed
2022-23	Through Video Conferencing (VC) / (OAVM)	September 26, 2023	02:30 PM	1. Appointment of Mr. N Ramakrishnan (DIN: 08315738) as an Independent Director. 2. Appointment of Mr. M Saravanan (DIN: 10277688) as an Independent Director. 3. Power to give loans or invest funds of the Company in excess of the limits specified under Section 186 of the Companies Act, 2013.
2021-22	Through Video Conferencing (VC)/ (OAVM)	June 29, 2022	03:00 PM	Re-appointment of Mr. R Natarajan as Chairman and Managing Director, with effect from August 13, 2022 up to August 12, 2027

ii. Extra-Ordinary General Meeting:

No Extra-Ordinary General meeting of the members was held during the FY 2024-2025.

iii. Postal Ballot Resolutions:

No Postal Ballot resolutions were passed during the FY 2024-2025

11. MEANS OF COMMUNICATION

S. No.	Description	Remarks
1.	Quarterly Results	The quarterly results are submitted to the stock exchange in accordance with the requirement of SEBI (LODR) Regulations, 2015.
2.	Newspaper wherein results are published	Quarterly/Half yearly/Annual Audited Results are generally published in widely circulated newspaper viz. Trinity Mirror (English Newspaper) and Makkal Kural (Tamil Newspaper)
3.	Website where results are published	http://www.chennaiferrous.com
4.	Presentation made to Institutional Investors or to the Analysts.	No presentations were made to Institutional Investors or Analysts during the year under review.

12. GENERAL SHAREHOLDER'S INFORMATION

Annual General Meeting	15 th Annual General Meeting
Date & Time	Thursday, September 25, 2025 at 02:30 P.M (IST)
Venue	Video Conferencing (VC) / Other Audio-Visual Means (OAVM)
Registered Office	No.180-183, 190 & 191, Periya Obulapuram Village, Nagaraja Kandigai, Madharapakkam Road, Gummidipoondi, Thiruvallur, Tamilnadu - 601201.
Name and address of Stock Exchange(s) at which company's shares are listed	The equity shares of the Company are listed on BSE Limited, and the annual listing fees for the financial year 2025-2026 have been paid within the stipulated time.
CIN:	L27310TN2010PLC075626
Financial Year 2024-2025	First Quarter Results - By August 14, 2024 Second Quarter Results - By November 13, 2024 Third Quarter - By February 12, 2025 Year end results - By May 28, 2025
Registrar and share transfer Agent	M/s. Cameo Corporate Services Limited, Subramanian Building, No.1, Club House Road, Chennai – 600002. Email address: cameo@cameoindia.com Website: www.cameoindia.com
Whether the securities were suspended from trading during the year 2024-2025	The equity shares of the Company were not suspended at any point of time during the financial year 2024-2025 and also till the date of this Report.
ISIN Stock Code	INE777O01016 539011

13. MARKET PRICE DATA

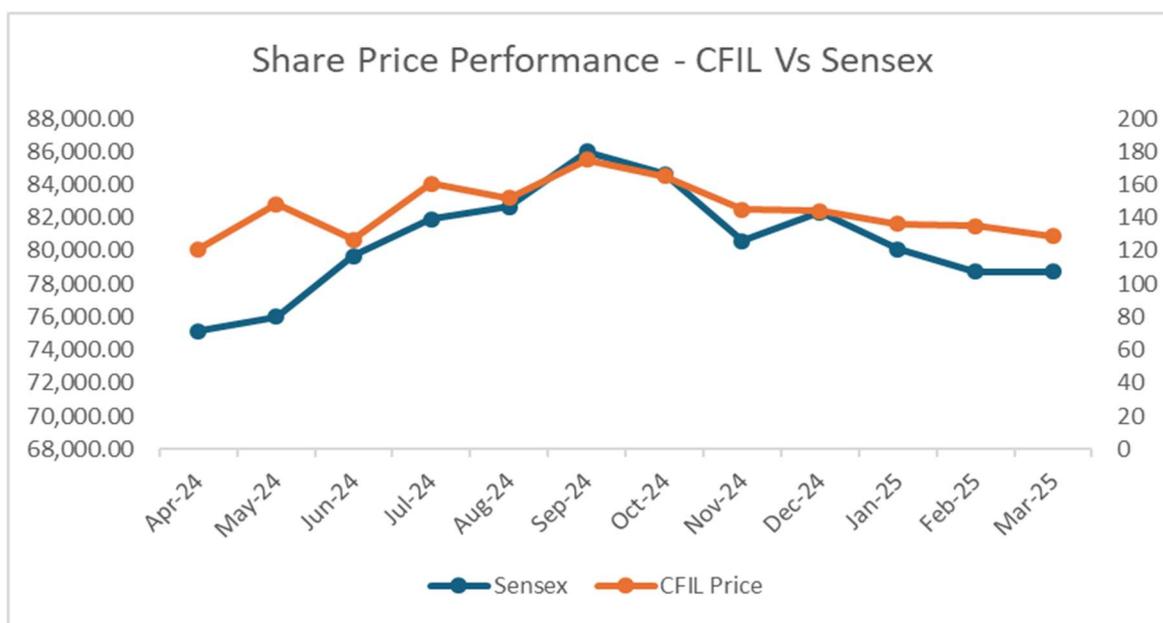
Details of Monthly high and low market prices as per Stock Exchange data for the financial year ended March 31, 2025.

Month	High	Low	No. of Trades
Apr 24	121.00	105.90	1,518
May 24	148.00	111.50	3,149
Jun 24	126.90	110.00	1,207
Jul 24	160.70	117.00	4,486
Aug 24	152.00	121.05	3,222
Sep 24	175.00	130.65	4,782
Oct 24	164.95	125.50	2,569
Nov 24	144.90	125.00	1,314
Dec 24	144.00	125.05	955
Jan 25	136.00	110.00	913
Feb 25	135.00	100.00	566
Mar 25	128.80	101.00	879

14. CHART GIVEN HEREUNDER PLOTS THE MOVEMENTS OF THE COMPANY'S SHARE PRICE ON BSE LIMITED FOR THE FINANCIAL YEAR 2024-2025



15. RELATIVE PERFORMANCE OF CHENNAI FERROUS INDUSTRIES LIMITED V/S. BSE SENSEX



16. SHAREHOLDING PATTERN AS ON MARCH 31, 2025 (PAN CONSOLIDATED):

CATEGORY	NO. OF SHAREHOLDERS	NO. OF SHARES	% OF SHAREHOLDING
(A) Promoter and Promoter Group:	22	24,45,697	67.85
(B) Public	6,805	11,58,812	32.15
Grand Total	6,827	36,04,509	100.00

17. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2025

SLAB OF SHAREHOLDING (AMOUNT IN RS.)	NUMBER OF SHAREHOLDERS	%	SHARES (AMOUNT IN RS.)	%
1-5,000	6,631	96.06	33,96,670	9.42
5,001-10,000	137	1.98	10,32,900	2.87
10,001-20,000	65	0.94	9,70,560	2.69
20,001-30,000	17	0.25	4,22,850	1.17
30,001-40,000	12	0.17	3,91,260	1.09
40,001-50,000	6	0.09	2,73,990	0.76
50,001-1,00,000	11	0.16	8,03,030	2.23
1,00,001- Above	24	0.35	2,87,53,830	79.77
Total	6,903	100.00	3,60,45,090	100.00

18. DEMATERIALIZATION OF SHARES AND LIQUIDITY:

The company has established connectivity with both the depositories viz. NSDL (National Securities Depository Services Limited) and CDSL (Central Depository Services (India) Limited). Therefore, the Company's Equity Shares can be dematerialized with any one of the Depositories. The Details of Dematerialization of Shares as on March 31, 2025 as under

S. No.	Mode of Holding	No. of Holders	Percentage of No. of Holders	No. of Shares	Percentage of No. of Shares
1.	Physical	1,708	24.74	50,140	1.39
2.	NSDL	1,958	28.37	16,78,848	46.58
3.	CDSL	3,237	46.89	18,75,521	52.03
	Total	6,903	100.00	36,04,509	100.00

19. OUTSTANDING GDRs OR ADRs OR WARRANTS OR CONVERTIBLE INSTRUMENTS

There is no outstanding Global Depository Receipt or American Depository Receipt or Warrants or any convertible instruments during the year 2024-25.

20. ADDRESSES FOR CORRESPONDENCE:

Shareholders correspondence should be addressed to the Company Secretary & Compliance Officer of the Company at No.180-183, 190 & 191, Periya Obulapuram Village, Nagaraja Kandigai, Madharapakkam Road, Gummidipoondi, Thiruvallur, Tamilnadu – 601201, and the contact details are Mobile: 9941914569 email id: investor@chennaiferrous.com

21. REGISTRAR AND SHARE TRANSFER AGENTS

The address of the Registrar and Share Transfer Agents of the company is as under.

Cameo Corporate Services Limited

Subramanian Building,
No.1, Club House Road, Chennai - 600002
Email Id: cameo@cameoindia.com
Website: <https://www.cameoindia.com>
Phone Number: 044-28460390

22. The list of all credit ratings obtained by the company along with any revisions thereto during the financial year 2024-2025: Nil

23. RECONCILIATION OF SHARE CAPITAL AND DEMATERIALIZATION OF SHARES

The shares of the company are in compulsory dematerialization segment and are available for trading in the depository system of both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Quarterly audit was conducted by M/s. M K Madhavan & Associates, Practicing Company Secretaries, Chennai by reconciling the issued and listed capital of the company with the aggregate number of shares held by the shareholders in the physical and demat form.

The Company shares are liquid and actively traded in BSE limited. The status of the shares held in dematerialized and physical forms as on March 31, 2025.

Particulars	No. of Shares	Percentage
Shares held in Demat form	3554369	98.61
Shares held in Physical form	50,140	1.39
Total	36,04,509	100.00

24. OTHER DISCLOSURES

24.01 Disclosure of Materially Significant Related Party Transaction that may have a potential conflict with the Interest of the entity at large & web link for policy on dealing with Related Party Transaction.

During the year under review, no material related party transactions which had any potential conflict with the interest of entity at large were entered.

The Board of Directors of the Company, as per the provisions of Regulation 23 of SEBI (LODR) Regulations, 2015 has formulated a Policy on Material Related party transactions. The said policy is available on the website of the company <http://www.chennaiferrous.com>.

24.02 Details of Non-Compliance by the Company, Penalties, strictures imposed on the Company by Stock Exchange or the Board or any statutory authority, on any matter related to capital markets during last three years:- Nil

24.03 Details of Establishment of Vigil mechanism/Whistle blower policy

In pursuant to the provisions of Section 177 (9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at <http://www.chennaiferrous.com>. It provides for direct access to the Chairman of the audit committee. No personnel have approached the Audit Committee till date.

24.04 Web-Link where the Policy for determining Material Subsidiary is available

The Company does not have any material subsidiary. Hence the necessity for complying with respect to framing a policy for determining the material subsidiary does not arise.

24.05 Details of Funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).

During the year under review, the Company has not raised any fund as required under regulation 32(7A) of the SEBI (LODR) Regulations, 2015.

24.06 Where the Board has not accepted any recommendations of any committee of the Board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons.

During the year under review, the Board has accepted all the recommendations of its committees.

24.07 Total fees paid to Statutory Auditors

During the year company has paid Rs. 4,00,000/- to statutory auditors for the services rendered.

24.08 Redressal of Grievance under Sexual Harassment Policy:

Pursuant to Rule 8(5) (x) of Companies (Accounts) Rules, 2014, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

a.	Number of complaints filed during the financial year	Nil
b.	Number of complaints disposed of during the financial year	Nil
c.	Number of complaints pending as on end of the financial year	Nil

24.09 Disclosure in respect of equity shares transferred in the Company's unclaimed suspense account pursuant to the requirement of Regulation 34(3) and Schedule V Part F of the SEBI (LODR) Regulations

The following table provides details in respect of the equity shares lying in the suspense account

Details	Number of Members	Number of Equity Shares
Aggregate number of the Members and the outstanding shares in the suspense account lying as on April 01, 2024	0	0
Number of Members and aggregate number of shares transferred to the unclaimed suspense account during the year	0	0
Total	0	0
Number of Members who approached the company for transfer of shares and shares transferred from suspense account during the year	0	0
Unclaimed Shares Transfer to IEPF Authority during the year	0	0
Total	0	0
Aggregate number of the Members and the outstanding shares in the suspense account lying as on March 31, 2025	0	0

24.10 Compliance of SEBI (LODR) Regulations, 2015.

It is confirmed that the company has complied with the requirement under Regulation 17 to 27 and Reg. 46(2) (b) to (i) of SEBI (LODR) Regulations, 2015.

Non-Mandatory Requirements:

The Company has fulfilled the following non-mandatory requirements as prescribed in Part E of Schedule II as mentioned under Regulation 27 (1) of SEBI (LODR) Regulations, 2015 as amended

1. Modified opinion(s) in audit report

There was no qualification by the statutory auditors on the financial statements of the Company.

2. Reporting of Internal Auditor

As per the requirements, the internal auditor may report directly to the Audit committee. The same is reported by briefing the Audit Committee through discussion and presentation of the observations by the Internal Auditors.

3. Shareholder rights:

The Company regularly does statutory filings as required under SEBI (LODR) Regulations, 2015 as amended and also updates the website of the Company on a regular basis. The financial results as and when approved by the Board are hosted on the investor column of the Company's website from which any shareholder can easily access and obtain the requisite information about the Company.

24.11 Disclosure of Commodity price risk and commodity hedging activities

Company does not have exposure to commodity price risk and hedging activities

24.12 Loans and advances in the nature of loans to firms / Companies in which directors are interested:

Loans, guarantees and investments covered under Section 186 of the Act form part of the Notes to the Financial Statements provided in this Annual Report.

25. Particulars of senior management including the changes therein since the close of the previous financial year

During the Year under review, following changes occurred in the position of senior management in the Company.

S. No.	Name	Designation	Appointed Date	Cessation Date
1.	Mr. M Balamurugan	Company Secretary	16.12.2024	-
2.	Mr. Babu Kumaran	Company Secretary	-	31.10.2024
3.	Mrs. J Rathna Jayasheela	Independent Director	26.03.2025	-
4.	Mrs. Mohan Chitra	Independent Director	-	26.03.2025

26. CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE

The Company has obtained certificate from M/s. M K Madhavan & Associates, Practicing Company Secretaries in compliance with provisions of Regulation 34(3) of the SEBI (LODR) Regulations, 2015 read with Schedule V, confirming that none of Directors of the Company have been disqualified from being appointed or continuing as a Director of the Company by SEBI, Reserve Bank of India or Ministry of Corporate affairs as on March 31, 2025. The said certificate is enclosed with this report as Annexure VII.

27. DISCLOSURE ON COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

In accordance with Regulation 15(2)(a) of the SEBI (LODR) Regulations, 2015, the listed entity having paid-up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty-five crore as on the last day of the previous financial year, the compliance with the Corporate Governance provisions as specified in Regulations 17 to 27 and clause (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D, and E of Schedule V shall not be applicable.

The paid up Equity Share Capital and Net-worth of our Company as on the last day of the previous financial year was below the stipulated limits as prescribed under Regulation 15 (2) (a) of SEBI (LODR) Regulations, 2015, the compliance with the Corporate Governance provisions shall not be applicable to our Company.

However, during the last day of the current financial year March 31, 2025, the net worth of the Company has exceeded ₹25 Crore. As a matter of good Corporate Governance practice and in line with the intent of the regulations, the Company has voluntarily complied with all applicable Corporate Governance provisions under the SEBI (LODR) Regulations, 2015.

28. DECLARATION ON CODE OF CONDUCT

All the Board members and senior management personnel have, for the financial year ended on March 31, 2025, have affirmed compliance with the code of conduct laid down by the Board of Directors and Senior management, in terms of Schedule V-D of SEBI (LODR) Regulations, 2015.

29. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES: Nil

For and on behalf of the Board of Directors

Place: Gummidipoondi
Date: August 14, 2025

R. Natarajan
Chairman & Managing Director
DIN: 00595027

MANAGING DIRECTOR / CHIEF FINANCIAL OFFICER CERTIFICATION

To
The Board of Directors'
Chennai Ferrous Industries Limited.

Dear Sirs / Madam,

Sub: Managing Director / Chief Financial Officer (CFO) Certification
Ref: Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015

- (a) We have reviewed the financial statements and the cash flow statement of Chennai Ferrous Industries Limited for the year ended March 31, 2025 and that to the best of our knowledge and belief, we state that:
- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
 - (ii) These statements together present a true and fair view of the company's affairs and are in compliance with current accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the electiveness of internal control systems of the company and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, and the steps they have taken or proposed to be taken to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee:
- (i) Significant changes, if any, internal control over financial reporting during the year;
 - (ii) Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) That there were no instances of significant fraud of which we have become aware.

For and on behalf of the Board of Directors

Place: Gummidipoondi
Date : August 14, 2025

K Karthikeyan
Chief Financial Officer

R. Natarajan
Chairman & Managing Director
DIN: 00595027

ANNEXURE - VII**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 of
Chennai Ferrous Industries Limited.

We have examined the relevant Registers, Records, Forms, Returns and Disclosures received from the Directors of CHENNAI FERROUS INDUSTRIES LIMITED (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) 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 as stated below for the Financial Year ending on March 31, 2025 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.

S. No.	Name of the Director	DIN	Date of Appointment in the Company
1	Mr. R Natarajan	00595027	13-08-2014
2	Mr. M Saravanan	10277688	14-08-2023
3	Mr. N Ramakrishnan	08315738	14-08-2023
4	Mrs. J Rathna Jayasheela	07383160	26-03-2025

**The date of appointment is as per the MCA Portal.*

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 the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **M K MADHAVAN & ASSOCIATES**
Company Secretaries

M K MADHAVAN
Proprietor
Membership No.: F-8408 / C.P.No.: 16796
P.R. No. 1221/2021
Date: 14.08.2025
Place: Chennai

INDEPENDENT AUDITORS' REPORT

To

The Members of Chennai Ferrous Industries Limited

Report on the audit of the Ind AS financial statements**Opinion**

We have audited the accompanying Ind AS financial statements of Chennai Ferrous Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss including statement of other comprehensive income, Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, 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 Ind AS financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit (or Loss)* including other Comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing 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 Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information other than the financial statements and auditors' 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 Board's Report including Annexures to Board's Report, but does not include the Ind AS financial statements and our auditor's report thereon.

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

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone 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.

Management's responsibility for the financial statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting standards (Ind-AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015 as amended. 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 Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's responsibilities for the audit of the Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind As 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 Ind As 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 Ind As financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

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.

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 including the statement of comprehensive income, the cash flow statement and statement of changes in equity dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian accounting standards (Ind-AS) 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 March 31, 2025 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2025 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2025 has been paid/provided by the company to its directors in accordance with the provisions of section 197 read with schedule V to the Act.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
- a. The Company has disclosed the impact of pending litigations on its financial position in its financial statements;
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - c. There were no accounts which were required to be transferred, to the Investor Education and Protection Fund by the Company
 - d. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts
 - i. The company has not advanced any funds 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries other than those disclosed in the notes to accounts
 - ii. The company has not received any funds from any persons or entities, including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries other than those disclosed in the notes to accounts
 - iii. Based on audit procedures carried out by us, that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us believe that the representations under sub-clause (i) and (ii) contain any material misstatement
 - iv. The company has not declared or paid any dividend during the year.
 - v. Proviso to Rule 3 (1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company w.e.f. April 1, 2023 and accordingly, reporting under Rule 11 (g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2025.

For S.K GULECHA & ASSOCIATES
Chartered Accountants
Firm Registration No. 013340S

(Sandeep Kumar Gulecha)
Membership No. 226263
UDIN No: 25226263BMHXGJ8917
Place: Chennai
Date:28.05.2025

Annexure "A" to the Independent Auditor's Report*

(Referred to in paragraph 1 under 'Report on other legal and regulatory requirements' section of our report to the members of Chennai Ferrous Industries Limited of even date)

1.	In respect of the Company's fixed assets:	
	(a)	The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
	(b)	The Company does not have any intangible assets and accordingly, provisions of clauses (i) (a) (B) of the Order is not applicable to the Company.
	(c)	According to the information and explanations given to us, the Company has a regular program of verification to cover all the items of Property, Plant and Equipment in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain Property, Plant and Equipment were physically verified by the management during the year. In our opinion, and according to the information and explanations given to us, no material discrepancies were noticed on such verification.
	(d)	According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
	(e)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, Company has not revalued its Property, Plant and Equipment during the year.
2.	In our opinion, the management has conducted physical verification of inventories at reasonable intervals during the year and the coverage and procedures of such verification by the management is appropriate. No material discrepancies between physical inventories and book records were noticed on such physical verification.	
3.	According to information and explanation given to us, the company has not granted any loan, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register required under section 189 of the Companies Act, 2013. Accordingly, paragraph 3 (iii) of the order is not applicable.	
4.	<p>In our opinion and according to information and explanation given to us, in respect of loans, investments, guarantees and security, the Company has complied with the provisions of sections 185 and section 186 of the Companies Act, 2013.</p> <p>During the year, investments made and terms and conditions of grant of all loans and advances are not prejudicial to Company's interest.</p>	
5.	In our opinion and according to the information and explanations given to us, the company has not accepted any deposits and accordingly paragraph 3 (v) of the order is not applicable.	
6.	The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly paragraph 3 (vi) of the order is not applicable.	

7.	In respect of statutory dues:					
(a)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, duty of customs, cess and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.					
(b)	According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, goods and service tax, duty of customs, cess and other material statutory dues were in arrears as at March 31, 2025 for a period of more than six months from the date they became payable					
(c)	According to the information and explanations given to us and the records of the company examined by us, there are no dues of goods and service tax, duty of customs, which have not been deposited on account of any dispute, except as per details below:					
	Statute	Nature of dues	Amount (Rs.in lakhs)	Period which amount relates	to the	Forum where the dispute is pending
	NIL					
8.	According to the information and explanations given to us, the Company has not taken any term loans during the year.					
9	The Company has not raised any money by way of initial public offer or further public offer (including debt instruments).					
10.	To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.					
11.	According to the information and explanations given by the management, the managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act, 2013					
12.	The Company is not a Nidhi Company and accordingly, paragraph 3 (xii) of the order is not applicable to the Company.					
13.	According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.					
14.	According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(x) (b) of the order is not applicable.					

15.	According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
16.	According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, clause 3 (xvi) (a) and (b) of the Order is not applicable.
17.	(a) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3 (xvi) (c) of the Order is not applicable. (b) According to the information and explanations given to us during the course of audit, the Group does not have CIC. Accordingly, the requirements of clause 3 (xvi) (d) are not applicable.
18.	On the basis of the financial ratios, aging and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.
19.	In our opinion and according to the information and explanations given to us, there are no transactions not recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, paragraph 3 (viii) of the Order is not applicable.
20.	The Company has not incurred any cash losses in the current financial year. Accordingly, clause 3 (xvii) of the Order is not applicable.
21.	There has been no resignation of the statutory auditors during the year. Accordingly, paragraph 3 (xviii) of the Order is not applicable.
22.	In our opinion and according to the information and explanations given to us, the Company does not have investments in subsidiaries/ associates or joint venture companies. Accordingly, paragraph 3 (xxi) of the Order is not applicable.
23.	In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3 (xx) (a) and 3 (xx) (b) of the Order are not applicable.

For S.K GULECHA & ASSOCIATES

Chartered Accountants
Firm Registration No. 013340S

(Sandeep Kumar Gulecha)

Membership No. 226263
UDIN No: 25226263BMHXGJ8917
Place: Chennai
Date: 28.05.2025

Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 2 (f) under ‘Report on other legal and regulatory requirements’ section of our report to the Members of Chennai Ferrous Industries Limited of even date)

Report on the internal financial controls over financial reporting under clause (i) of sub - section 3 of section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Chennai Ferrous Industries Limited (“the Company”) as at March 31, 2025, in conjunction with our audit of the financial statements of the Company for the year 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, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ responsibility

Our responsibility is to express an opinion on the 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 were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of internal financial controls over financial reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that

transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of internal financial controls over financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management of 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 and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, 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 S.K GULECHA & ASSOCIATES

Chartered Accountants

Firm Registration No. 013340S

(Sandeep Kumar Gulecha)

Membership No. 226263

UDIN No: 25226263BMHXGJ8917

Place: Chennai

Date: 28.05.2025

Balance Sheet as at March 31, 2025**All amounts are in Rs. Lakhs unless otherwise stated**

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
(1) ASSETS			
Non-current assets			
Property, Plant and Equipment	3	3,182.48	3,320.82
Financial Assets			
(i) Investments	4	91.04	819.76
(ii) Security Deposit	5	3.00	3.00
		3,276.52	4,143.58
(2) Current assets			
Inventories	6	1,625.21	-
Financial Assets			
(i) Trade receivables	7	69.98	359.67
(ii) Cash and cash equivalents	8	49.57	127.43
(iii) Bank balances other than (ii) above		-	-
(iv) Loans	9	2,372.61	1,623.35
Other current assets	10	668.19	193.30
		4,785.56	2,303.75
Total Assets		8,062.08	6,447.33
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	11	360.45	360.45
Other Equity		-	-
Retained Earnings	11.1	2,188.34	1,787.27
Revaluation Reserve		2,656.60	2,656.60
		5,205.39	4,804.32
LIABILITIES			
Non-current liabilities			
Financial Liabilities			
(i) Trade payables		-	-
Deferred tax liabilities (Net)		257.50	257.50
		257.50	257.50
Current liabilities			
Financial Liabilities			
(i) Borrowings	12	-	-
(ii) Trade payables	13	2,205.91	1,009.81
(iii) Other financial liabilities	14	-	-
Other current liabilities	15	231.63	237.23
Provisions	16	161.65	138.47
		2,599.19	1,385.51
Total Equity and Liabilities		8,062.08	6,447.33

Significant Accounting Policies

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Additional Information to financial statements

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Accompanying notes are an integral part of the Financial Statements

For S.K. Gulecha & Associates

For Chennai Ferrous Industries Limited

Chartered Accountants

Firm Registration.No.013340S

Sandeep Kumar Gulecha

R Natarajan

N Ramakrishnan

Membership No: 226263

Managing Director

Director

UDIN No: 25226263BMHXGJ8917

DIN: 00595027

DIN: 08315738

Place: Chennai

K Karthikeyan

M Balamurugan

Date: 28.05.2025

Chief Financial Officer

Company Secretary

Statement of Profit and Loss for the year ended March 31, 2025**All amounts are in Rs. Lakhs unless otherwise stated**

Particulars		Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
1	Revenue from operations (gross)	17	22,242.73	14,072.99
	Less: Excise duty		-	-
	Revenue from operations (net)		22,242.73	14,072.99
2	Other income	18	214.51	229.91
3	Total revenue		22,457.24	14,302.90
4	Expenses			
	(a) Cost of materials consumed		-	-
	(b) Purchases of stock-in-trade		22,689.93	5,240.10
	(c) Changes in inventories of F.G, W.I.P and stock-in-trade	19	-1,625.21	7,782.82
	(d) Employee benefits expense	20	149.95	129.35
	(e) Finance costs	21	-	-
	(f) Depreciation and amortisation expense	5	109.53	113.70
	(g) Other expenses	22	570.32	563.26
	Total expenses		21,894.52	13,829.23
5	Profit before exceptional and tax		562.72	473.67
6	Exceptional items		-	-
9	Profit / (Loss) before tax		562.72	473.67
10	Tax expense:			
	(a) Current tax expense		161.65	138.47
	(b) Income tax Expense of the earlier year		-	56.04
	(c) Deferred Tax		-	-
			161.65	194.51
	Profit (Loss) for the period from continuing operations		401.07	279.16
	Discontinuing Operations			
	Profit/(loss) from discontinued operations		-	-
	Tax expense of discontinued operations		-	-
	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
	Profit/(loss) for the period (IX+XII)		401.07	279.16
	Other Comprehensive Income			
	A Re measurement of defined benefit plans		-	-
	Income tax effect		-	-
	B Measurement of financial assets through OCI		-	-
	Income tax effect		-	-
	Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Inc for the period)		401.07	279.16
	Earnings per equity share			
	(1) Basic		11.13	7.74
	(2) Diluted		11.13	7.74

Significant Accounting Policies

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Additional Information to financial statements

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Accompanying notes are an integral part of the Financial Statements

For S.K. Gulecha & Associates
Chartered Accountants
Firm Registration.No.013340S

For Chennai Ferrous Industries Limited

Sandeep Kumar Gulecha
Membership No: 226263
UDIN No: 25226263BMHXGJ8917
Place: Chennai
Date: 28.05.2025

R Natarajan
Managing Director
DIN: 00595027

N Ramakrishnan
Director
DIN: 08315738

K Karthikeyan
Chief Financial Officer

M Balamurugan
Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2025

Particular	Year Ended 31-03-2025 (Amount in Lakhs)		Year Ended 31-03-2024 (Amount in Lakhs)	
	A.CASH FLOW FROM OPERATING ACTIVITIES:			
Net Profit before Tax And Extraordinary Items		401.07		279.16
Add:				
Depreciation	109.53		113.70	
Provision for Income tax	161.65		194.51	
Interest Expenses	-	271.18	10.17	318.38
Operating Profit before Working Capital Changes		672.25		597.54
Adjustments for movement in Working Capital:				
- (Increase)/Decrease in Inventories	(1,625.21)		7,782.82	
- (Increase)/Decrease in Trade Receivable	289.69		(188.20)	
Short Term Loans & Advances (Asset)	(749.26)		144.89	
Long Term Loans & Advances (Assets)	-		29.28	
Other Current Assets	(474.89)		270.69	
Other Financial Liabilities	-		54.05	
Short Term Loans & Advances (Liability)	-		-	
Trade Payables	1,196.10		(9,041.47)	
Other Current Liabilities	(5.60)		146.00	
		(1,369.17)		(801.94)
		(696.92)		(204.40)
Less: Direct Taxes Paid		138.47		56.04
Net Cash Flow Operating activities (A)		(835.39)		(260.44)
B.CASH FLOW FROM INVESTING ACTIVITIES:				
(Purchase) / Sale of Fixed Assets	28.81		(4.95)	
(Purchase) / Sale of Shares and Bonds	728.72		296.99	
Net Cash Flow Investing activities (B)		757.53		292.04
C.CASH FLOW FROM FINANCING ACTIVITIES:				
Interest Paid	-		(10.17)	
Net Cash Flow From Financing activities (C)		-		(10.17)
Net Increase in cash Equivalents (A)+(B)+(C)		(77.86)		21.43
Cash & Cash Equivalents (Opening Balance)	127.43		106.01	
Cash & Cash Equivalents (Closing Balance)	49.57		127.43	
Net Increase/ (Decrease) in Cash & Cash Equivalents		(77.86)		21.42

As per our report of even dated
For S.K. Gulecha & Associates
Chartered Accountants
Firm Registration.No.013340S

Sandeep Kumar Gulecha
Membership No: 226263
UDIN No: 25226263BMHXGJ8917
Place: Chennai
Date: 28.05.2025

For Chennai Ferrous Industries Limited

R Natarajan
Managing Director
DIN : 00595027

K Karthikeyan
Chief Financial Officer

N Ramakrishnan
Director
DIN: 08315738

M Balamurugan
Company Secretary

STATEMENT OF CHANGES IN EQUITY
Statement of Changes in Equity for the period ended March 31, 2025
All amounts are in Rs. lakhs unless otherwise stated

A. Equity Share Capital

Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
360.45	-	360.45

B. Other Equity 31.03.2025

	Reserves and Surplus		Total
	General Reserve	Retained Earnings	
Balance at the beginning of the reporting period	1,744.63	42.64	1,787.27
Changes in accounting policy or prior period errors	-	-	-
Restated balance at the beginning of the reporting period	1,744.63	42.64	1,787.27
Total Comprehensive Income for the year	-	-	-
Dividends	-	-	-
Transfer to retained earnings	-	401.07	401.07
Any other change (to be specified)	-	-	-
Balance at the end of the reporting period	1,744.63	443.71	2,188.34

B. Other Equity 31.03.2024

	Reserves and Surplus		Total
	General Reserve	Retained Earnings	
Balance at the beginning of the reporting period	1,744.63	-236.51	1,508.11
Changes in accounting policy or prior period errors	-	-	-
Restated balance at the beginning of the reporting period	1,744.63	-236.51	1,508.11
Total Comprehensive Income for the year	-	-	-
Dividends	-	-	-
Transfer to retained earnings	-	279.16	279.16
Any other change (to be specified)	-	-	-
Balance at the end of the reporting period	1,744.63	42.64	1,787.27

NOTES TO ACCOUNTS AS ON MARCH 31, 2025**Note 1:**

Notes attached to and forming part of the Balance Sheet as at 31-03-2025 and the Profit and Loss account for the period ended on that date:

1. Corporate Information:

Chennai Ferrous Industries Limited (the company) incorporated under the Companies Act, 1956, in the year 2010, is into trading in iron & coal related products. The company's shares are listed on the BSE Limited and the shares are traded regularly.

2. Significant Accounting Policies:**2.2 Basis of preparation**

The financial statements of the company have been prepared in accordance with Indian accounting standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013.

2.3 Use of Estimates

The preparation of the financial statements in conformity with IND AS requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. The Company believes that the estimates used in the preparation of the financial statements as prudent and reasonable. Accounting estimates could change from period to period. Actual results could differ from those estimates.

2.4 Revenue Recognition:

- i) Revenue is recognized to the extent that is probable that the economic benefits will flow to the company and the revenue can be reliably measured.
- ii) Sale of products is recognized when the significant risk and reward of ownership of the goods have been passed to the buyer. Revenue is measured at fair value of the consideration received or receivable, after deduction of any taxes or duties collected on behalf of the government which are levied on sales such as VAT, GST, etc.
- iii) Dividend income, if any, is recognized when the company's right to receive dividend is established by the reporting date.
- iv) Interest income from financial assets is recognized at the effective interest rate applicable on initial recognition.
- v) Scrap sales is recognized at the fair value of consideration received or receivable upon transfer of significant risk and rewards. It comprises of invoice value of goods and after deducting applicable taxes on sale.
- vi) Operating Lease rentals are accounted on the straight-line basis over the lease term.

2.5 Depreciation:

Depreciation on Tangible assets is provided on the straight-line method over the useful lives of assets as per the rates specified under Schedule II of the Companies Act, 2013 on pro-rata basis.

2.6 Property, Plant and Equipment (PPE):

- i) Property, Plant and Equipment are stated at cost of acquisition net of accumulated depreciation/ amortization and impairment losses if any, except free hold land which is carried at cost less impairment losses if any. The cost comprises purchase prices, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.
- ii) The Company identifies the significant parts of plant and equipment separately which are required to be replaced at intervals. Such parts are depreciated separately based on their specific useful lives. The cost of replacement of significant parts are capitalized and the carrying amount of replaced parts are de-recognized. When each major inception/ overhauling is performed, its cost is recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any remaining carrying amount of the cost of the previous inspection/ overhauling (as distinct from physical parts) is de- recognized.
- iii) Other expenses on fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts that does not meet the capitalization criteria in accordance with IND AS 16 are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.
- iv) PPEs are eliminated from the financial statements on disposal or when no further benefit is expected from its use or disposal. Gains or losses arising from disposal of plant, property and equipment are measured as the difference between the net disposal proceeds and the carrying amount of such assets are recognized in the statement of profit and loss.
- v) During the course of the year, the company has revalued its Property, plant and equipment based on the valuation report issued by the Valuer as defined by the Companies Act Rules.

2.7 Impairment of Non – Financial Assets:

- i) The carrying values of non-financial assets are reviewed for impairment at each Balance Sheet date, if there is any indication of impairment based on internal and external factors.
- ii) Non-financial assets are treated as impaired when the carrying amount of such asset exceeds its recoverable value. After recognition of impairment loss, the depreciation /amortization for the said assets is provided for remaining useful life based on the revised carrying amount, less its residual value if any, on straight line basis.
- iii) An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.
- iv) An impairment loss is reversed when there is an indication that the impairment loss may no longer exist or may have decreased.

2.8 Foreign Exchange Transactions:

Foreign Currency Transactions are translated into the functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions and from translation of monetary assets and liabilities at the reporting date exchange rates are recognized in the statement of Profit and Loss. Non- monetary items which are carried at historical cost denominated in foreign currency are reported using the exchange rates at the time of transaction.

During the year, the company has not entered into any foreign exchange contract under review.

2.9 Borrowing Cost:

All borrowing costs are charged to revenue except to the extent they are attributable to qualifying assets, which are capitalized. During the year under review, there was no borrowing attributable to qualifying assets and hence no borrowing cost was capitalized.

2.10 Segment Accounting:

The company is principally engaged in a single business segment viz., Trading of coal.

2.11 Current versus non-current classification:

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve Months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has evaluated and considered its operating cycle as 12 months. Deferred tax assets / liabilities are classified as non-current assets/ liabilities.

2.12 Inventories:

- i) Inventories are valued at cost or net realizable value whichever is lower. Cost includes the cost incurred in bringing the inventories to their present location and condition.
- ii) Raw materials, stores and spares are valued at cost or net realizable value whichever is lower. Cost includes the cost incurred in bringing the inventories to their present location and condition. For cost calculation of Raw materials as it is not ordinarily inter changeable specific identification method is used. For cost calculation of stores and spares weighted average method is used.
- iii) For valuation of finished goods / stock-in-process, cost includes material, direct labour, overheads (other than abnormal amount of wasted materials, storage costs, selling and Administrative overheads) wherever applicable.

2.13 Taxes on Income:

- Provision for current tax is made in accordance with the Income Tax Act, 1961.
- In accordance with the IND AS 12, Deferred Tax Liability / Asset arising from timing differences between book and income tax profits is accounted for at the current rate of tax to the extent these differences are expected to crystallize in later years. However, Deferred Tax Assets are recognized only if there is a reasonable / virtual certainty of realization thereof.

2.14 Provisions and Contingencies:

Provisions involving a substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the accounts by way of a note. Contingent assets are neither recognized nor disclosed in the financial statements contingencies are recorded when it is probable that a liability will be incurred and the amounts can reasonably be estimated.

Differences between the actual results and estimates are recognized in the year in which the results are known materialized.

2.15 Financial Instruments

A financial instrument is a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

2.16 Financial Asset

- i) Financial assets comprise of investments in Equity, Trade Receivables, Cash and Cash Equivalents and Other Financial Assets.
- ii) Depending on the business model (i.e) nature of transactions for managing those financial assets and its contractual cash flow characteristics, the financial assets are initially measured at fair value and subsequently measured and classified at:
 - a) Amortized cost; or
 - b) Fair value through Other Comprehensive Income (FVTOCI); or
 - c) Fair value through Profit or Loss (FVTPL)
 - d) Amortized cost represents carrying amount on initial recognition at fair value plus or minus transaction cost.
- iii) The Company classifies its financial assets for measurement as below: -

Basis of Measurement	Financial Assets
Amortized Cost	Trade Receivables, Loan and advances given to employees and related parties, deposits and other advances recoverable in cash or kind.
FVTOCI	Investment in Equity instruments
FVTPL	Forward exchange contracts

- iv) The company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On de-recognition of a financial asset or part thereof, the difference between the carrying amount measured at the date of recognition and the consideration received including any new asset obtained less any new liability assumed shall be recognized in the statement of profit and Loss.
- v) The company assesses at each balance sheet date whether the financial asset or group of financial assets is impaired. IND AS 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to 12 month expected credit losses or at an amount equal to lifetime expected losses, if the credit risk on the financial asset has increased significantly since initial recognition.

2.17 Financial Liability

- i) Financial liabilities comprise of Borrowings from Banks, Trade payables, Derivative financial instruments, financial guarantee obligation and other financial liabilities.

ii) The Company measures its financial liabilities as below:

Basis of measurement	Financial Liability
Amortized Cost	Borrowings, trade payables, interest accrued, unclaimed / disputed dividends, security deposits and other financial liabilities not for trading.
FVTPL	Foreign exchange forward contracts being derivative contracts do not qualify for hedge accounting under IND AS 109.

iii) Financial liabilities are derecognised when and only when it is extinguished (i.e.) when the obligation specified in the contract is discharged or cancelled or expired.

iv) Upon de-recognition of its financial liabilities or part thereof, the difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid including any non-cash assets transferred or liabilities assumed is recognized in the Statement of Profit and Loss.

2.18 Fair value measurement

i) Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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

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

Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities

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

Level 3: Valuation techniques for which the lowest level inputs that are significant to the fair value measurement is unobservable.

iv) For assets and liabilities that are recognised in the Balance sheet on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation at the end of each reporting period (i.e) based on the lowest level input that is significant to the fair value measurement as a whole.

v) For the purpose of fair value disclosures, the company has determined the classes of assets and liabilities based on the nature, characteristics and risks of the assets or liabilities and the level of the fair value hierarchy as explained above.

vi) The basis for fair value determination for measurement and / or disclosure purposes is detailed below:

a. Investments in Equity

The fair value is determined by reference to their quoted prices at the reporting date. In the absence of the quoted price, the fair value of the equity is measured using generally accepted valuation techniques.

b. Forward exchange contracts

The fair value of forward exchange contracts is based on the quoted price if available; otherwise, it is estimated by discounting the difference between contractual forward price and current forward price for the residual maturity of the contract using government bond rates.

c. Non-derivative financial liabilities

The fair value of non-derivative financial liabilities viz, borrowings are determined for disclosure purposes calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

Property, Plant and Equipment - Note No. 3

All amounts are in ₹ lakhs unless otherwise stated

Details	Land Freehold	Buildings	Plant & Machinery	Furniture & Fittings	Vehicles	TOTAL
Year ended 31 March 2025						
Gross carrying amount						
Opening Gross Carrying Amount	2,809.95	707.78	1,674.42	4.95	47.95	5,245.05
Additions	-	-	-	2.39	-	2.39
Deletions	-	-	-	-	40.25	40.25
Closing Gross Carrying Amount as at 31 March 2025	2,809.95	707.78	1,674.42	7.34	7.70	5,207.19
Accumulated Depreciation and Impairment						
Opening accumulated depreciation	-	381.13	1,532.07	0.03	11.01	1,924.23
Depreciation charged during the year	-	28.94	79.53	0.64	0.42	109.53
IND AS Adjustment Entries (Depreciation P&L)	-	-	-	-	-	-
Deduction/Adjustment	-	-	-	-	9.05	9.05
Closing Accumulated Depreciation and Impairment as at 31 March 2025	-	410.07	1,611.61	0.67	2.37	2,024.71
Net Carrying Amounts as at 31 March 2025	2,809.95	297.71	62.81	6.67	5.33	3,182.48
Year ended 31 March 2024						
Gross carrying amount						
Opening Gross Carrying Amount	2,809.95	707.78	1,674.42	-	47.95	5,240.10
Additions	-	-	-	4.95	-	4.95
Deletions	-	-	-	-	-	-
Closing Gross Carrying Amount as at 31 March 2024	2,809.95	707.78	1,674.42	4.95	47.95	5,245.05
Accumulated Depreciation and Impairment						
Opening accumulated depreciation	-	352.19	1,452.54	-	5.81	1,810.53
Depreciation charged during the year	-	28.94	79.53	0.03	5.20	113.70
IND AS Adjustment Entries (Depreciation P&L)	-	-	-	-	-	-
Deduction/Adjustment	-	-	-	-	-	-
Closing Accumulated Depreciation and Impairment as at 31 March 2024	-	381.13	1,532.07	0.03	11.01	1,924.23
Net Carrying Amounts as at 31 March 2024	2,809.95	326.65	142.35	4.93	36.94	3,320.82

Notes forming part of the financial statements
All amounts are in ₹ lakhs unless otherwise stated

Note 4 Non Current Investment

Particulars	As at March 31, 2025	As at March 31, 2024
Trade Investment (Stated at Cost) Investment in unquoted Equity Shares, Fully Paid Up 24,500 Class-A Equity Shares of Rs.18/- each of OPG Energy Private Limited	4.41	4.41
Investment in unquoted Equity Shares, Fully Paid Up 33,800 Class-A Equity Shares of Rs.37/- each of OPG Energy Private Limited	12.51	12.51
Investment in unquoted Equity Shares, Fully Paid Up 15,700 Class-A Equity Shares of Rs.10/- each of OPG Energy Private Limited	1.57	1.57
Trade Investment (Stated at Cost) Investment in unquoted Equity Shares, Fully Paid Up 120000 Class-A Equity Shares of Rs.12.81/- each of OPG Renewable Energy Private Limited	15.36	15.36
Trade Investment (Stated at Cost) Investment in unquoted Equity Shares, Fully Paid Up 38,745 Equity Shares of Rs.81/- each of Goodfaith Vinimay Pvt.Ltd.	31.38	31.38
Trade Investment (Stated at Cost) Investment in unquoted Equity Shares, Fully Paid Up 40,400 Equity Shares of Rs.0.37/- each of BRICS Power Generation Pvt Ltd.	0.15	0.15
Trade Investment (Stated at Cost) 1,000 Preference Shares of Rs 21.9/- each of OPG Energy Pvt Ltd	0.22	0.22
Trade Investment (Stated at Cost) Investment in unquoted Equity Shares, Fully Paid Up 20,195 Equity Shares of Rs.126/- each of Avanti Metals Private Limited	25.45	25.45
Other Investments (Stated at Cost)	-	728.72
Total	91.04	819.76

Note 5 Long-term loans and advances

Particulars	As at March 31, 2025	As at March 31, 2024
(Unsecured and Considered good)		
(i) Security Deposits	3.00	3.00
Total	3.00	3.00

Note 6 Inventories

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Imported Coal	1,625.21	-
Total	1,625.21	-

Note 7 Trade Receivable

Particulars	As at March 31, 2025	As at March 31, 2024
Undisputed Trade receivables Unsecured, considered good		
- Less Than 6 months	69.98	317.10
- 6 months to 1 years		-
- 1 year to 2 years		0.66
- 2 year to 3 years		0.43
- More Than 3 years		41.48
Undisputed Trade receivables considered doubtful	-	-
Total	69.98	359.67

Note 8 Cash and cash equivalents

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Cash on hand	0.19	0.07
(b) Balances with banks		
(i) In current accounts	36.00	113.98
(ii) In Deposit accounts	13.39	13.39
Total	49.57	127.43
Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 C.F.S	49.57	127.43

Note 9 Short Term Loans & Advances

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Loans & Advances	2,372.61	1,623.33
Total	2,372.61	1,623.33

Note 10 Other Current Assets

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Balance with GST & Excise Authorities	1.26	26.77
(b) Advance Tax	-	30.00
(c) Income Tax Refund Due (A.Y 2024-2025)	3.71	-
(d) T.D.S	59.03	123.93
(e) T.C.S	251.12	-
(f) Prepaid Insurance	120.15	-
(g) Cash Held with Revenue Authorities	232.93	-
(h) Receivables	-	12.60
Total	668.19	193.30

Note. No 11. Equity Share Capital

Particulars	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)
(a) Authorised 3750000 Equity shares of Rs.10 each				
- Opening Balance	37,50,000.00	375.00	37,50,000.00	375.00
- Increase during the Year	-	-	-	-
- Closing Balance	37,50,000.00	375.00	37,50,000.00	375.00
(b) Issued, Subscribed and Fully paid-up Movement In the Equity Shares				
Opening Balance	36,04,509.00	360.45	36,04,509.00	360.45
Add: Issued during the year	-	-	-	-
Less: Cancelled during the year	-	-	-	-
Closing Balance	36,04,509.00	360.45	36,04,509.00	360.45
(c) Share Application Money				
TOTAL		360.45		360.45

Notes:**(a) Movement of shares**

Authorised Capital, Issued, Subscribed and fully paid up capital:

There is no movement of shares outstanding at the beginning and at the end of the reporting period

(b) Terms / rights attached to equity shares

The company has only one class of equity shares having a par value of Rs 10/- per share. Each holder of equity share is entitled to one vote per share

The details of Share Holders holding more than 5% of shares in the Company are given below

Name of the shareholders	As at March 31, 2025		As at March 31, 2024	
	No of Shares	% of shareholding	No of Shares	% of shareholding
Chennai Material Recycling and Trading Company Limited	3,11,198.00	8.63	3,11,198.00	8.63
Avantika Gupta	3,28,092.00	9.10	3,28,092.00	9.10
Dhanvarsha Enterprises and Investments Private Limited	2,43,382.00	6.75	2,43,382.00	6.75
Tamilnadu Enterprises & Investments Private Limited	2,51,937.00	6.99	2,51,937.00	6.99
Tamilnadu Property Developers Private Limited	3,00,000.00	8.32	3,00,000.00	8.32
Radiant Solutions Private Limited	2,50,000.00	6.94	2,50,000.00	6.94
Ameena Begum	2,50,000.00	6.94	2,50,000.00	6.94
Sudha Gupta	2,16,204.00	6.00	1,88,580.00	5.23

Note. No 11.1 Other Equity

Particulars	As at 31 March, 2025	As at 31 March, 2024
(i) General Reserves	1,745	1,745
(ii) Retained earnings	444	43
Total	2,188	1,787

Shareholding of Promoters

Sl.No.	Shares held by promoters at the end of the year			% Change during the year
	Promoter Name	No. of shares	% of total shares	
1	Sudha Gupta	2,16,204	6.00	-
2	Arvind Gupta	1,32,377	3.67	-
3	Vandana Gupta	55,344	1.54	-
4	Alok Gupta	19,934	0.55	-
5	Ravi Kumar Gupta	10,008	0.28	-
	Total	4,33,867	12.04	-

Note 12 Short Term Borrowings

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Loans & Advances	-	-
Total	-	-

Note 13 Trade Payables

Particulars	As at March 31, 2025	As at March 31, 2024
Trade Payables w.r. to MSME		
- Less Than 1 year	1.91	-
- 1 to 2 years	-	-
- 2 to 3 years	-	-
- More Than 3 years	-	-
Trade Payables w.r. to Others		
- Less Than 1 year	2,204.00	988.48
- 1 to 2 years	-	2.53
- 2 to 3 years	-	-
- More Than 3 years	-	18.80
Total	2,205.91	1,009.81

Note 14 Other financial liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Other Financial Liabilities	-	-
Total	-	-

Note 15 Other current liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
(i) EPF & ESI Payable	0.21	0.21
(ii) Salary Payable	-	0.73
(iii) Statutory Liabilities	9.04	15.28
(iv) Provision for Employee Benefit	13.82	11.65
(v) Others	208.56	209.35
Total	231.63	237.23

Note 16 Short Term Provisions

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Provision for Income Tax	161.65	138.47
Total	161.65	138.47

Note 17 Revenue From Operations

	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a)	<u>Sale of Goods:</u>	-	-
	- Traded Items	21,765.24	13,642.29
(b)	Other Operating Income	477.49	430.70
	Total	22,242.73	14,072.99

Note 18 Other Income

	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(A)	Interest Received	116.82	205.51
(B)	Rent Received	-	-
(C)	Profit on sale of Shares	35.53	9.14
(D)	Liabilities Written Back	51.20	4.64
(E)	Profit on sale of Asset	9.13	-
(F)	Dividend Received	1.84	-
(G)	EB Deposit Refund Received	-	10.61
	Total	214.51	229.91

Note 19 Changes in inventories of finished goods, work-in-progress and stock-in-trade

	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a)	<u>Inventories at the end of the year:</u>		
	Stock-in-trade	1,625.21	-
		1,625.21	-
(b)	<u>Inventories at the beginning of the year:</u>		
	Stock-in-trade	-	7,782.82
		-	7,782.82
	Net (increase) / decrease	-1,625.21	7,782.82

Note 20 Employee Benefit Expenses

	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a)	Salary and Wages	140.09	116.78
(b)	Director Remuneration	4.67	5.26
(c)	Contribution to EPF & ESI	1.54	1.36
(d)	Employee Benefit	2.17	1.99
(e)	Staff Welfare	1.48	3.95
	Total	149.95	129.35

Note 21 Finance Costs

	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a)	Interest/penalty paid	-	-
(b)	Interest Paid - Others	-	-
	Total	-	-

Note 22 Other expenses

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A. Material & Manufacturing Expenses		
Stevedoring & Wharfage Expenses	-	315.21
Testing Charges	-	1.98
Clearing and Forwarding Charges	5.64	0.50
B. Repairs & Maintenance		
Building Repairs and Maintenance	38.66	26.29
Computer Maintenance	1.77	0.67
Vehicle Maintenance	4.64	1.80
General Repair & Maintenance	46.14	3.91

C. Bank and related expenses		
Bank Charges	0.46	5.58
Interest/penalty paid	0.56	0.08
Interest Paid - Others	1.04	4.50
D. Administrative Expenses		
Bad Debts	0.96	53.55
Miscellaneous	0.11	-
Director Sitting Fees	-	1.65
Filing Fees	0.72	0.73
Insurance	99.88	-
Postage Expenses	0.02	0.02
Printing and Stationery	10.61	0.60
CSR Expenses	3.47	0.32
Membership Subscription	-	0.02
Professional & Consultancy	326.21	115.83
Payment to Auditors		
i) As Statutory Audit Fees	1.50	1.00
ii) As Tax Audit Fees	0.75	0.50
iii) Other Services	0.25	0.25
Rent	-	0.85
Rates & Taxes	11.45	0.04
Listing Fees / Share Transfer Charges	6.03	5.70
UTI Investment expenses	2.36	10.36
Telephone Expenses	1.99	0.55
Electricity Consumption Charges	1.82	5.68
Travelling & Conveyance	2.10	2.19
D. Selling & Distribution Expenses		
Advertisement Expenses	0.64	0.50
Sales or Business promotion Expenses	0.52	2.09
Sales Commission	-	0.31
Total	570.32	563.26

Note No 23: Additional Information to the Financial Statements

(i) Contingent liability not provided for:

- Counter Guarantees furnished to the bank Rs.5,99,825/- (Previous year Rs.5,99,825 /-)
- Towards outstanding Letter of Credit Nil (Previous year Nil) on account of import of raw materials.

(ii) Claims against the Company not acknowledged as Debt Rs. Nil. Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. Nil. Contingent liabilities not provided for: Nil

(iii) Employee Benefits:

a) Defined Contribution plan:

Contribution to defined contribution plan recognized as expenses for the year 2023-24 accordingly an amount of Rs.1,99,106/- (previous year Rs.1,89,014/-) is debited towards contribution to PF & ESI.

b) Defined Benefit plan:

As per the explanations given by the management of the company except for gratuity there are no other plans for the employees of the company. The present value of gratuity obligation is determined during the year based on actuarial valuation using projected unit credit method. Accordingly, provision of Rs. NIL has been made.

(Amounts in Lakhs)

S. No.	Particulars	2024-25	2023-24
I	Expenses recognized in the statement of profit and loss for the year ended 1. Current Service Cost 2. Interest Cost/ Interest on obligation 3. Expected return on plan assets 4. Net Actuarial (gains)/losses 5. Total Expenses	- 0.496 - - -	- 0.443 - - -
II	Net (Asset)/ Liability recognized in the balance sheet as on 31-03-2024 1. Present Value of funded Obligations 2. Present Value of unfunded Obligations 3. Fair Value of plan assets as at 31-03-2024 4. Unrecognized past service cost 5. Net liability as at 31-03-2024	- 7.468 - - 7.468	- 6.525 - - 6.525
III	<u>Changes in Benefit obligations during the year ended</u> 1. Present Value of Defined Benefit Obligation at the beginning of the year 2. Current Service Cost 3. Interest Cost 4. Actuarial(Gains)/losses 5. Benefit payments 6. Present Value of Defined Benefit Obligation at the end of the year	6.625 1.494 0.496 -1.147 NIL 7.468	6.332 1.447 0.443 -1.597 NIL 6.625
IV	<u>Changes in Asset during the year ended</u> 1. Plan assets at the beginning of the year 2. Expected return on plan assets 3. Contribution by the Employer 4. Actual Benefits paid 5. Actuarial gains/(losses) 6. Plan assets at the end of the year	- - - - - -	- - - - - -
V	<u>Category of Plan Assets:</u> 1. Government of India Securities 2. High Quality Corporate Bonds 3. Equity Shares of Listed Companies Property 4. Funds Managed by Insurer 5. Bank Balance	- - - - -	- - - - -
VI	Principal Actuarial Valuation 1. Discount Rate 2. Expected rate of Return on plan assets 3. Annual Increase in Salary Costs 4. Mortality Table 5. Withdrawal Rate	7.25% - 7.25% IALM(2012- 14) Ult. 5% at younger age reducing gradually to 1% at older age	7.50% - 7.25% ILAM(2012-14) Ult. 5% at younger age reducing gradually to 1% at older age
VII	Table Showing Surplus/ (Deficit) Defined Benefit Obligation Plan Assets Surplus/ (Deficit)	7.468 -7.468	6.625 -6.625

- (iv) Company has sought confirmation of balance letters to/from sundry debtors & advance parties / sundry creditors. In the absence of negation, the balances appearing the books are taken as confirmed.
- (v) CIF Value of Imports: Nil (Previous year: Rs. Nil)
- (vi) Earnings in Foreign Currency Rs. Nil (Previous year Rs. Nil)
- (vii) Expenditure in Foreign Currency Rs. Nil (Previous year Nil)
- (viii) The Company has opted for payment of income-tax under Section 115BAA of the Income-tax Act, 1961, which provides for taxation at lower rates upon foregoing certain deductions. The tax for the current year has been calculated accordingly.

(ix) RELATED PARTY DISCLOSURES

Details of related parties including summary of transactions entered into by the Branch during the year ended March 31, 2025 are summarized below:

Names of related parties and description of relationship:		
Key Managerial Personnel	R Natarajan M Saravanan N Ramakrishnan J Rathna Jayasheela (Appointed w.e.f. 26/03/2025) Mohan Chitra (Up to 26/03/2025) K Karthikeyan Babu Kumaran (Up to 31/10/2024) M Balamurugan (Appointed w.e.f. 16/12/2024)	
Other Related Parties	Gita Renewable Energy Limited ASAS Industries Private Limited OPG Renewable Energy Private Limited Avanti Metals Private Limited Tamilnadu Enterprises & Investments Private Limited Poleman Steels Private Limited Apollo Ventures LLP Brics Hydro Power LLP Bee Solar Energy LLP Ujjain Enterprises & Holdings LLP	ASAS Vidyut Infra LLP Avanti Electric LLP Avanti Hydro LLP Bee Wind Power LLP Park Power Generation LLP Samriddhi Solar Power LLP T.G.I. Board & Box LLP Olympus Ventures LLP Brics Solar power LLP Bee Solar Power LLP
Other Related Parties (Promoter & Promoter Group)	Sudha Gupta Arvind Gupta Avantika Gupta Vandana Gupta Alok Gupta Ravi Kumar Gupta Subhash Chandra Saraff Laxmi Devi Gupta Renu Devi Jalan Ravi Gupta HUF Samriddhi Bubna Arvind Kumar HUF Nivedita Gupta	Ameena Begum S Taminadu Property Developers Private Limited Tamilnadu Enterprises and Investments Private Limited Dhanvarsha Enterprises and Investments Pvt Ltd Goodfaith Vinimay Private Limited Assam Mercantile Co Limited Indian Corporate Business Centre Ltd Radiant Solutions Ltd

Note: Related party relationship is as identified by the Company and relied upon by the Auditors

Related party transactions: (Amount in Lakhs)

Particulars	Amount transacted during the year	Amount Outstanding as on 31.03.2025
Directors Salary Paid to R Natarajan	5.26	Nil
Amount Paid to Avanti Metals Private Ltd	419.77	350.08
Amount Received from Avanti Metals Private Ltd	0.075	350.08
Amount Paid to ASAS Industries Private Limited	0.038	Nil
Amount Received from ASAS Industries Pvt Ltd	0.038	Nil

(x) SEGMENT INFORMATION FOR THE YEAR ENDED MARCH 31, 2025.

(a) Business Segment:

The Company operates in Single Business Segment of 'Trading of iron and coal related products'. Therefore, the Company is of the view that the disclosure requirement of Indian Accounting Standard (IND AS- 108) issued by the Institute of Chartered Accountants of India is not applicable to the Company.

b) Earnings Per Share:	2024-25	2023-24
a) Weighted Average No. of Equity Shares of Rs.10/- Each		
I. No. of Shares at the beginning of the year	36,04,509	36,04,509
II. No. of Shares at the end of the year	36,04,509	36,04,509
Weighted average number of equity shares outstanding during the year	36,04,509	36,04,509
b) Net profit After Tax available for equity shareholders (Rs. Lakhs)	401.08	279.16
c) Basic and Diluted earnings per share (Rs.)	11.13	7.74

(x) The Company do not have any parent company and accordingly, compliance with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable for the year under consideration.

(xi) Financial Ratios: As per the Attachment

(xii) Previous year figures:

Previous year's figures have been regrouped /reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per books of accounts produced

For S.K GULECHA & ASSOCIATES
Chartered Accountants
FRN 013340S

For Chennai Ferrous Industries Limited

R. Natarajan
Chairman & Managing Director

N. Ramakrishnan
Director

SANDEEP KUMAR GULECHA
(MNR: 226263)
PLACE: Chennai
Date: 28.05.2025
UDIN No: 25226263BMHXGJ8917

K. Karthikeyan
Chief Financial Officer

M. Balamurugan
Company Secretary