



**HEMANG RESOURCES LIMITED**

# **ANNUAL REPORT**

**2021-22**



**PARTNERING TOMORROW**





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## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Ms. Shikha Jain	Independent Women Director
Mr. Sumit Upadhyay (upto 29.06.2021)	Independent Director
Mr. Surinder Singh Bhaia (w.e.f 13.02.2021 to 25.08.2021)	Non-Executive Director
Mr. Nikhil Dhanotiya ( w.e.f. 29.06.2021)	Independent Director
Ms. Komal Jitendra Thakker (w.e.f. 25.08.2021)	Whole Time Director

### KEY MANAGERIAL PERSONNEL

Ms. Komal J Thakker	Chief Executive Officer
Mr. Dharmendra Soyal (upto 19 <sup>th</sup> April, 2021)	Company Secretary & Compliance Officer and Chief Financial Officer
Ms. Saloni Kochar (w.e.f. 11 <sup>th</sup> June, 2021)	Company Secretary & Compliance Officer and Chief Financial Officer

### AUDITORS

M/s Sathish Kumar & Associates, (Upto 19.07.2021)\*  
Chartered Accountants,  
Chennai

M/s A V Ratnam & Co.\*  
Chartered Accountants,  
Chennai

\* ( M/s Sathish Kumar & Associates merged with M/s A V Ratnam & Co. w.e.f. 19.07.2021)

### SECRETARIAL AUDITOR

M/s Ajit Jain & Co.  
Company Secretaries,  
Indore

### BANKERS

Bank of India  
Central Bank of India  
Shinhan Bank

## **REGISTERED OFFICE**

Plot No. 4, 6<sup>th</sup> Avenue Harington Road, Chetpet, Chennai Tamil Nadu – 600031\*

Flat A2, Harington Court, 99, Harington Road, Chetpet, Chennai, Tamil Nadu – 600031\*

(\*The Registered Office of the Company has been shifted within the local limits of the same city w.e.f. 29<sup>th</sup> June, 2021)

## **REGISTRAR & SHARE TRANSFER AGENT**

**M/s Link Intime India Private Limited**

C-101, 247 Park, L.B.S. Marg,

Vikhroli (West), Mumbai – 400 083

Tel.: +91 22 49186270; Fax: +91 22 49186060

E-mail: [rnt.helpdesk@linktime.co.in](mailto:rnt.helpdesk@linktime.co.in)

Website: [www.linkintime.co.in](http://www.linkintime.co.in)

## **CIN & WEBSITE**

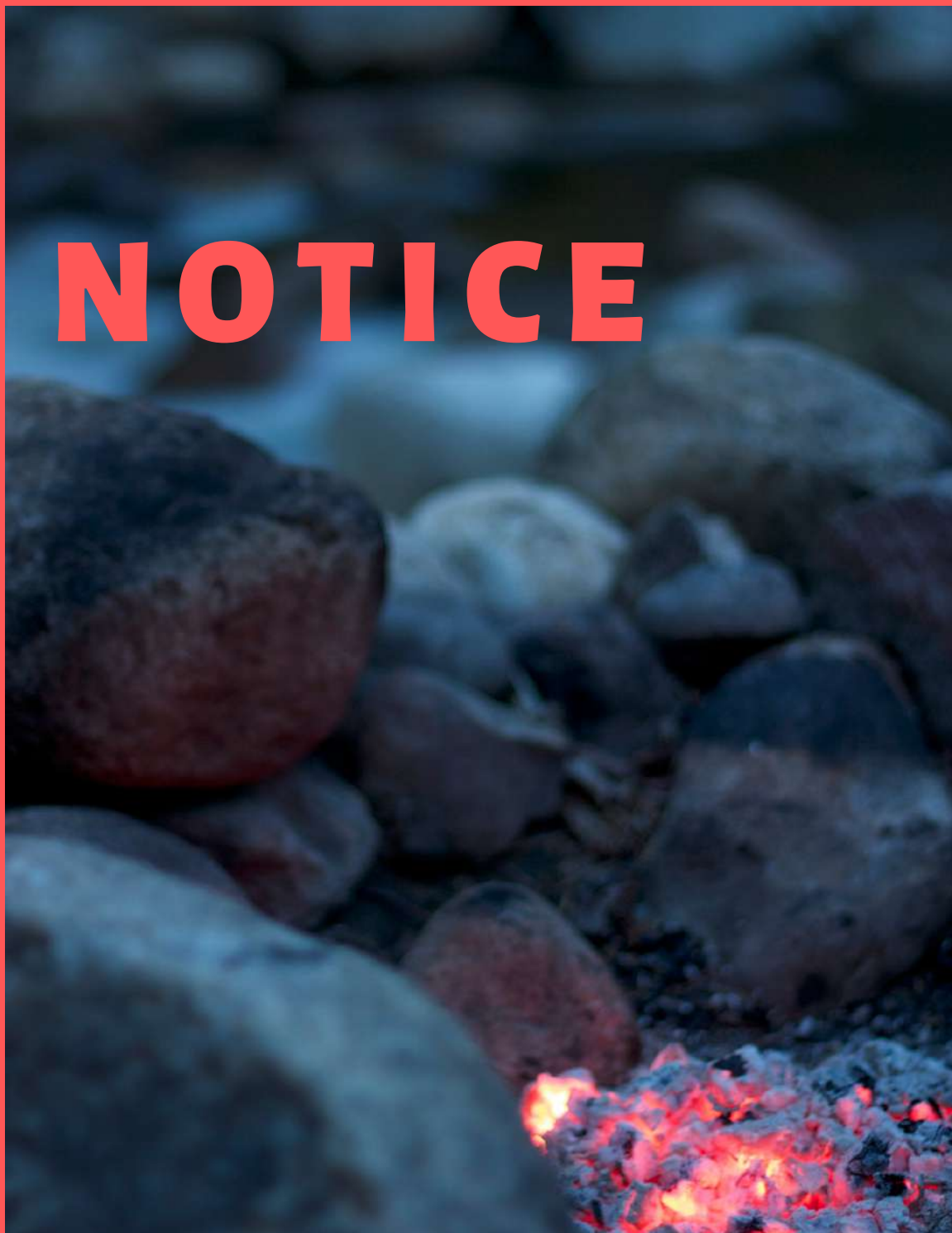
CIN - L65922TN1993PLC101885

Website: <http://bhatiacoalindia.com/BIIL/Index.htm>

### Important Communication to Member

- The Ministry of Corporate Affairs (MCA) has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating services of notice/documents including Annual Report can be sent by e-mail to its member. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Participants. Member who hold shares in physical form are requested to register their e-mail id with Company/ Registrar and Transfer and Agent, M/s. Link Intime India Private Limited.
- **RELAXATION FROM REQUIREMENT OF SENDING PHYSICAL COPIES OF ANNUAL REPORT TO SHAREHOLDERS:** In view of the CoVID-19 pandemic and Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 followed by Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”) and ‘SEBI’ Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 followed by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 (hereinafter referred to as “SEBI Circulars”) had provided relaxations to listed entities, from compliance with the requirements of Regulations 36 (l)(b) and (c) and Regulation 58 (l)(b) &(c) of the SEBI (LODR) for listed entities who conduct their AGMs during the calendar year 2021 (i.e. till December 31, 2021). Hence Annual Report will be sent to shareholders who have registered their e-mail id with Company Registrar and Transfer Agent.
- **Demat Your Shares:** Members are requested to convert their physical shareholding to demat/ electronic form through any of the nearest depository participants (DPs) to avoid the hassles as possibility of loss, mutilation, etc. and also to ensure safe and speedy transactions in the securities. Shares of the company compulsorily required to be traded in demat form. If you have not dematerialized your shares, you are requested to get the shares dematerialized at the earliest in your interest.
- **Register Nominations:** To help your successors get the shares transmitted in their favour, please register your nomination. Members desirous of availing this facility may submit nomination form which can be obtained from Link Intime India Private Limited. Members holding shares in dematerialized form are requested to register their nomination directly with their respective DPs.

# NOTICE





# HEMANG RESOURCES LIMITED

CIN: L65922TN1993PLC101885

Regd Office: "Flat A2, Harington Court 99, Harington Road, Chetpet, Chennai, Tamil Nadu-600031"

Email: [cs@bhatiacoalindia.com](mailto:cs@bhatiacoalindia.com) website: <http://bhatiacoalindia.com/BIII/Index.htm>.

Tel.: 044-45590053, 044-28362127 Fax: 044-45590057

## NOTICE OF 29<sup>th</sup> ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 29<sup>TH</sup> ANNUAL GENERAL MEETING OF HEMANG RESOURCES LIMITED WILL BE HELD ON FRIDAY, 23<sup>rd</sup> SEPTEMBER, 2022, AT 11:00 A.M. IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS:-

### ORDINARY BUSINESS

**Item No. 1:** To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.

**Item No. 2:** To appoint a director in place of Ms. Komal Jitendra Thakker (DIN: 00038545), who retires by rotation and being eligible, offers herself for re-appointment.

**Item No.3:** To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s A V Ratnam & Co., Chartered Accountants, (FRN: 003028S), be re-appointed as Statutory Auditors of the Company, to hold office from conclusion of Twenty Nineth (29<sup>th</sup>) Annual General Meeting till the conclusion of Twenty Eighth (34<sup>th</sup>) Annual General Meeting of the Company, at such remuneration and out of pocket expenses, as may be agreed upon between the Board of Directors or any Committee thereof and Auditors."

By Order of the Board of Director  
For, Hemang Resources Limited

Sd/-

Saloni Kochar

Company Secretary & Compliance Officer

Place: Indore

Date: 09.08.2022

## NOTES:

1. Amidst the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 followed by Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 followed by Circular No. 21/2021 dated 5<sup>th</sup> May, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”) and ‘SEBI’ Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 followed by Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 (“SEBI Circular”) (hereinafter referred to as “SEBI Circulars”) physical attendance of the Members to the Annual General Meeting (AGM) venue is not required and AGM be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM.
2. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with, accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not Annexed hereto. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. 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 1,000 members on first come first served basis. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated 08<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 05<sup>th</sup> May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an



agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.

6. Since the AGM would be held through VC/OAVC, the venue route map is not annexed to this Notice.
7. The Notice calling the AGM has been uploaded on the website of the Company in the Investor Relations Section under Annual Reports tab. The complete Annual Report is also available in the same section. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://www.evoting.nsdl.com>
8. This AGM has been convened through VC/ OAVM in compliance with applicable provisions of the Companies Act, 2013 read with the MCA Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and MCA Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, MCA Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 and MCA Circular No. 2/2021 dated 13<sup>th</sup> January, 2021 and MCA Circular No.
9. The recorded transcript of the forthcoming AGM on 23<sup>rd</sup> September, 2022 shall also be made available on the website of the Company [www.bhatiacoalindia.com](http://www.bhatiacoalindia.com) in the Investor Relations Section, as soon as possible after the Meeting is over.
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.
11. The register of members and Share Transfer Books of the Company will remain closed from 15<sup>th</sup> September, 2022 to 23<sup>rd</sup> September, 2022 (both days inclusive).
12. The Members who are holding equity shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083, E-mail ID: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).
13. The Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or email address immediately to their respective Depository Participants.

14. In terms of circulars issued by Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN card to the Company or its RTA in the following cases viz. deletion of name, transmission of shares and transposition of shares.
15. In case of Joint-holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
16. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made thereunder, Shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form SH.13, which is available on the website of the Company.
17. The Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company at least 14 days before the meeting (i.e. on or before 9<sup>th</sup> September, 2022) through email on [cs@bhatiacoalindia.com](mailto:cs@bhatiacoalindia.com). The same will be replied by the Company suitably.
18. Corporate members are encouraged to attend through their authorized representatives by submitting board resolution/power of attorney/appropriate authorization letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through email at [ajitjain84@gmail.com](mailto:ajitjain84@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) to attend the AGM through VC/ OAVM and participate there at and cast their votes through e-voting.
19. Pursuant to the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Corporate Governance and secretarial standard on general meetings, the information about the Directors proposed to be appointed/re-appointed at the Annual General Meeting is given in the Annexure to the Notice.
20. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [cs@bhatiacoalindia.com](mailto:cs@bhatiacoalindia.com).

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

- (i) The remote e-voting period begins on Tuesday, 20<sup>th</sup> September, 2022 at 10.00 A.M. IST and ends on Thursday, 22<sup>nd</sup> September, 2022 at 05.00 P.M. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 16<sup>th</sup> September, 2022 i.e. cut-off date (record date), may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 16<sup>th</sup> September, 2022.