

46th
ANNUAL REPORT
2022-23



TMT (India) Limited



INDEX

Contents	Page Nos.
Company Information	2
Notice of Annual General Meeting	3
Directors Report	16
Secretarial Audit Report	27
Auditors Report	39
Balance Sheet	50
Statement of Profit and Loss Account	52
Cash Flow Statement	53
Significant Accounting Policies and notes on accounts	65
Form of Proxy and Attendance slip	87 & 89



CORPORATE INFORMATION

BOARD OF DIRECTORS

• Mr. Tumbalam Gooty Veera Prasad	Managing Director
• Mr. Venu Krishna Kishore Babu Pasam	Wholetime Director
• Mr. Bhim Shankaram Kanda	Non Executive Director
• Mr. Bondili Bala Prasad Singh	Independent Director
• Mrs. Sunitha Markonda	Independent Director
• Mr. Ambati Venkata Ramana Murthy	Chief Financial Officer
• Mr. Pankaj Kumar Rawat	Company Secretary

CIN L99999TG1976PLC002002

ISIN INE182E01010

REGISTERED OFFICE A-28, 2nd Floor, Journalist Colony, Road No.70, Jubilee Hills Hyderabad, TG - 500033

LISTED AT The BSE Ltd.

AUDITORS M/s. Sathish Ramdeni & Co
Chartered Accountants
#Flat No. 401, S Choice Residency,
Beside Dena Bank, East Maredpally,
Secunderabad - 500 026, Telangana.

REGISTRARS & SHARE TRANSFER AGENTS M/s. Venture Capital and Corporate Investments Private Limited
Door No. 4-50/P-II/57/4 & 5th Floors,
Plot No. 57, Jayabheri Enclave,
Phase II, Gachibowli, Seri Lingampally,
Hyderabad - 500 032, Telangana.

BANKERS

- State Bank of India, MJJ Road Branch, Nampally, Hyderabad.
- Axis Bank Limited, CTO Extn. Counter, Nampally, Hyderabad.
- Citibank N.A., Hyderabad

**NOTICE**

NOTICE IS HEREBY GIVEN THAT THE 46th ANNUAL GENERAL MEETING OF THE MEMBERS OF TMT (INDIA) LIMITED WILL BE HELD ON SATURDAY, THE 30th SEPTEMBER, 2023 AT 03:00 PM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT A-28, 2nd FLOOR, JOURNALIST COLONY, ROAD NO.70, JUBILEE HILLS, HYDERABAD 500033, TELANGANA, IN, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2023, the Statement of Profit and Loss Account and Cash Flow Statement for the Financial Year ended on that date along with the Report of Directors and the Auditors thereon.
2. To appoint a Director in the place of Mr. Bhim Shankaram Kanda (DIN: 00334059) who retires by rotation and upon being eligible offers himself for re-appointment.
3. To appoint M/s. Sathish Ramdeni & Co, (FRN: 015229S), Chartered Accountants, Hyderabad as Statutory Auditors of the Company and fix their remuneration.

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 141 and 142 of the Companies Act, 2013, M/s. Sathish Ramdeni & Co, Chartered Accountants, Hyderabad, (FRN: 015229S) be and are hereby appointed as Statutory Auditors of the Company for a period of 5 years commencing from conclusion of 46th Annual General Meeting till the conclusion of 51st Annual General Meeting of the Company and that Board of Directors of the Company be and are hereby authorized to fix their remuneration as per the recommendations from Audit Committee of the Company and such remuneration may be paid on progressive billing including the Goods & service tax, as may be mutually agreed.

SPECIAL BUSINESS:

4. **To re-appoint Mr. Venu Krishna Kishore Babu Pasam (DIN: 06734586):**

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

"RESOLVED THAT pursuant to provisions of Section 196, 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to Articles of Association of the Company and as recommended by Nomination Remuneration Committee and subject to the approval of members in ensuing General Meeting and such other approvals as may be required, approval of the Board be and is hereby accorded for re- appointment of Mr. Venu Krishna Kishore Babu Pasam (DIN No. 06734586) as Whole Time Director of the Company for a period of 3 years from 01st of June, 2023 at a remuneration of Rs. 50,000/- (Rupees Fifty Thousand Only) CTC per month and other entitlements as per Schedule V of the Companies, Act 2013 and HR policy of the Company.

FURTHER RESOLVED THAT the salary of Rs. 50,000 (Rupees Fifty Thousand Only) CTC per month shall be paid and allowed as a minimum remuneration during the tenure of his appointment as the Whole Time Director, notwithstanding the absence or inadequacy of profits



in any financial year as long as the remuneration is, within the prescribed limits under Schedule V of the Companies Act 2013.

RESOLVED FURTHER THAT Sri TG Veera Prasad, the Managing Director of the Company be and is hereby authorized to do all necessary acts, deeds and things, which may be required to give effect to this resolution including filing of relevant returns with the Registrar of Companies.

**BY THE ORDER OF THE BOARD
For TMT (India) Limited**

**Sd/-
T G Veera Prasad
Chairman & Managing Director
(DIN: 01557951)**

Place : Hyderabad
Date : 14.08.2023



EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**Item No. 2**

This is to inform you that Mr. Bhim Shankaram Kanda (DIN: 00334059) is the Non- Executive Director of the Company. Pursuant to Section 152 of the Companies Act, 2013 and the Rules made thereunder, Mr. Bhim Shankaram Kanda who retires by rotation and upon being eligible offers himself for re-appointment as the Director of the Company.

Mr. Bhim Shankaram Kanda holds an Associate in Chemical Technology. He is considered as an valuable asset for the Company for the diverse experience of over 37 years across diverse sectors such as Paper, Machinery Manufacture, IMFL blending and bottling, Renewable Power, Textiles, Sleep Products, etc., He is presently a Management and Financial Consultant operating out of Hyderabad.

Hence, he is proposed to be appointed as Director of the Company liable to retire by rotation.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the said Resolution. The Directors recommend the aforesaid Resolution for the approval by the Members as Special Resolution.

Item No. 3

This is to inform you that M/s. Sathish Ramdeni & Co., (FRN: 015229S), Chartered Accountants, Hyderabad have been appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by M/s. Venugopal & Chenoy, Chartered Accountants, Hyderabad, (FRN: 004671S) at the Extra Ordinary General Meeting held on 10.03.2023 till the ensuing Annual General Meeting of the Company.

It is proposed to appoint M/s. Sathish Ramdeni & Co., (FRN: 015229S), Chartered Accountants, Hyderabad as Statutory Auditors for a period of five (5) years commencing from the conclusion of 46th Annual General Meeting till the conclusion of 51st Annual General Meeting of the Company.

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

Item No. 4

This is to inform you that the Board of Directors of the Company through a resolution passed in Meeting held on 30th of May, 2023, based on the recommendation of Nomination and Remuneration Committee had re- appointed Mr. Venu Krishna Kishore Babu Pasam (DIN: 06734586) as a Whole Time Director of the Company for a period of 3 years with effect from 1st of June, 2023.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for the re- appointment of Mr. Venu Krishna Kishore Babu Pasam (DIN: 06734586) as a Whole Time Director of the Company

Accordingly, the Board recommends the resolution no. 4, in relation to the re- appointment of Mr. Venu Krishna Kishore Babu Pasam, for the approval of shareholders of the Company by way of Special Resolution.

Except for the appointee Director, None of the Directors, Key Managerial Persons, or their relatives, in any way, concerned or interested financially or otherwise in the said resolution.

**BY THE ORDER OF THE BOARD
For TMT (India) Limited**

Sd/-

**T G Veera Prasad
Chairman & Managing Director
(DIN: 01557951)**

Place : Hyderabad
Date : 14.08.2023



NOTES FOR MEMBERS:

- (1) Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of him/her and such a proxy need not be a Member of the Company. A proxy shall not vote except on a poll. Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the meeting. A person cannot act as proxy for more than 50 members and holding in aggregate not more than 10% of the total share capital of the Company
- (2) Additional information in respect of Item No. 2 and 4 is annexed herewith as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) and Secretarial Standards.
- (3) The Explanatory Statement as required under Section 102 of the Companies Act, 2013 is annexed hereto. Further, additional information with respect to Item No. 2, 3 and 4 is also annexed hereto.
- (4) The Register of Members and Transfer Books of the Company will be closed from Sunday, the 24th of September, 2023 to Saturday, the 30th of September, 2023 (both days inclusive).
- (5) Members / Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting.
- (6) Members are requested to quote their Registered Folio No/ Client ID on all correspondence with the Company;
- (7) Members are requested to send all communication relating to shares to the Company's Registered Office situated at A-28, 2nd Floor, Journalist Colony, Road No.70, Jubilee Hills, Hyderabad, TG- 500033, Telangana.
- (8) Members holding shares in physical form are requested to immediately notify change in their address, if any, to the Registrar and Share Transfer Agents of the Company namely M/s. Venture Capital and Corporate Investments Private Limited having its Office at Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally, Hyderabad - 500 032, Telangana quoting their folio Numbers;
- (9) To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified;
- (10) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank details by every participant in securities market. Members holding shares in electronic and physical form are, therefore, requested to submit the PAN and Bank details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and Bank details to the Registrar and Share Transfer Agents of the Company namely M/s. Venture Capital and Corporate Investments Private Limited having its Office at Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally, Hyderabad - 500 032, Telangana quoting their folio Numbers;



- (11) Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares;
- (12) The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circular stating that service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry's green initiative. Accordingly, the Members are requested to inform their e-mail addresses to the Company at its Registered Office;
- (13) Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon;
- (14) In case of joint holders attending the meeting, 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;
- (15) SEBI has decided that securities of listed companies can be transferred only in dematerialised form. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form.
- (16) All the documents referred to in the Notice and explanatory statement will be available to the Members at the Registered Office of the Company between 10.30 A.M to 12.30 PM on all working days from the date hereof up to the date of the Meeting;
- (17) Members may also note that the Notice of the 46th Annual General Meeting and the Annual Report for 2022-23 will also be available on the Company's website at www.tmtindia.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during 10:30 A.M to 12:30 P.M on all working days till date of AGM. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the Members may also send requests to the Company's email id: cstmtindia@gmail.com;
- (18) Members/Proxies should fill the attendance slip for attending the meeting and bring their attendance slip along with their copy of Annual Report to the meeting;
- (19) Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing such a representative to attend and vote on their behalf at the meeting;
- (20) As per the provisions of the Companies Act, 2013 facility for making nominations is available for shareholders, in respect of the shares held by them. Nomination forms can be obtained from the Company.
- (21) Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with the Rules framed thereunder, the Notice calling the Annual General Meeting along with the Annual Report 2022-23 would be sent by electronic mode to those Members whose e-mail addresses are registered



with the Depository or the Company/RTA. Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialised form) or with RTA (in case of Shares held in physical form). For any communication, the Members may also send requests to the Company's email id: cstmtindia@gmail.com.

22. Members are requested to:-

- (a) intimate to RTA, changes, if any, in their registered addresses at an early date, in case of shares held in physical form;
- (b) intimate to the respective Depository Participant, changes, if any, in their registered addresses at an early date, in case of shares held in dematerialised form;
- (c) quote their folio numbers/Client ID/DP ID in all correspondence;
- (d) Consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names; and
- (e) register their Permanent Account Number (PAN) with their Depository Participants, in case of Shares held in dematerialised form and RTA/ Company, in case of Shares held in physical form, as directed by SEBI.

CDSL e-Voting System – For e-voting

- a) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide Members facility to exercise their right to vote on Resolutions proposed to be considered at the 46th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic e-voting system from a place other than venue of the 46th Annual General Meeting (AGM) ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

The facility for voting through polling paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The members who have cast their vote by remote e-voting prior to the 46th Annual General Meeting (AGM) may also attend the 46th Annual General Meeting (AGM) but shall not be entitled to cast their vote again

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 www.tmtindia.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING

- (i) The voting period begins on Wednesday, 27th of September, 2023 at 09:00 hrs and ends on Friday, 29th of September at 17:00 hrs. During this period shareholders of the Company, holding