

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L85110KA1954PLC000759

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACT7495D

(ii) (a) Name of the company

THE SANDUR MANGANESE AN

(b) Registered office address

SATYALAYA Door No.266 (Old No.80), Ward No 1  
behind taluk office, Sandur  
Bellary  
Bellary  
Karnataka  
582110

(c) \*e-mail ID of the company

secretarial@sandurgroup.com

(d) \*Telephone number with STD code

08395260301

(e) Website

www.sandurgroup.com

(iii) Date of Incorporation

18/01/1954

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U65993TG1986PTC006936

Pre-fill

Name of the Registrar and Transfer Agent

VENTURE CAPITAL AND CORPORATE INVESTMENTS PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

12-10-167  
BHARAT NAGAR

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 28/09/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 3

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	B	Mining and quarrying	B3	Mining of Metal Ores	37
2	C	Manufacturing	C7	Metal and metal products	20
3	C	Manufacturing	C5	Coke and refined petroleum products	43

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	SKAND PRIVATE LIMITED	U60210KA1974PTC002491	Holding	51.52
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#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	114,000,000	9,001,941	9,001,941	9,001,941
Total amount of equity shares (in Rupees)	1,140,000,000	90,019,410	90,019,410	90,019,410

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	114,000,000	9,001,941	9,001,941	9,001,941
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,140,000,000	90,019,410	90,019,410	90,019,410

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	100,000	0	0	0
Total amount of preference shares (in rupees)	10,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
B Series 16% redeemable cumulative preference sh				
Number of preference shares	100,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	10,000,000	0	0	0

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

###### (d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	86,987	8,914,954	9001941	90,019,410	90,019,410	
<b>Increase during the year</b>	0	13,771	13771	137,710	137,710	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	13,771	13771	137,710	137,710	0
Dematerialization of shares						
<b>Decrease during the year</b>	13,771	0	13771	137,710	137,710	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	13,771	0	13771	137,710	137,710	
Dematerialization of Shares						
<b>At the end of the year</b>	73,216	8,928,725	9001941	90,019,410	90,019,410	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE149K01016

**(ii) Details of stock split/consolidation during the year (for each class of shares)**

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

22,487,414,959.47

**(ii) Net worth of the Company**

16,592,204,661.21

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	333,055	3.7	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	6,248,963	69.42	0	
10.	Others    Persons acting in concert	5,741	0.06	0	
	<b>Total</b>	6,587,759	73.18	0	0

**Total number of shareholders (promoters)**

17

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,910,881	21.23	0	
	(ii) Non-resident Indian (NRI)	48,460	0.54	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	70,000	0.78	0	



4.	Banks	0	0	0	
5.	Financial institutions	2,350	0.03	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	312,217	3.47	0	
10.	Others FPI, clearing members, trust	70,274	0.78	0	
	<b>Total</b>	2,414,182	26.83	0	0

**Total number of shareholders (other than promoters)**

12,699

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

12,716

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	17	17
Members (other than promoters)	9,603	12,699
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	2	0	2	0	3.12	0
<b>B. Non-Promoter</b>	0	6	0	6	0.01	0
(i) Non-Independent	0	2	0	2	0.01	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	6	3.13	0

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date** 10

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAGHUNANDAN RAGH	03637265	Director	1,000	
BAHIRJI AJAI GHORPA	08452844	Managing Director	278,485	
SESHAGIRI RAO SATT	00150816	Director	0	
GURURAJ PANDURAN	02256516	Director	0	
LATHA PILLAI	08378473	Director	0	
JAGADISH RAO KOTE	00521065	Director	0	
HEMENDRA LAXMIDA	00996888	Director	0	
MOHAMMED ABDUL S	00061497	Whole-time directo	2,727	
UTTAM KUMAR BHAG	AJFPB3869E	CFO	0	
BIJAN KUMAR DASH	AJJPD2208D	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SACHIN SANU	BAJPS9193Q	CFO	15/09/2021	Cessation
UTTAM KUMAR BHAG	AJFPB3869E	CFO	15/09/2021	Appointment
GURURAJ PANDURAN	02256516	Director	22/09/2021	Re-appointment

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
67th Annual General Meeting	22/09/2021	12,126	54	74.39

### B. BOARD MEETINGS

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/06/2021	8	8	100
2	05/07/2021	8	8	100
3	12/08/2021	8	8	100
4	08/09/2021	8	8	100
5	09/11/2021	8	7	87.5
6	10/11/2021	8	8	100
7	09/02/2021	8	8	100

### C. COMMITTEE MEETINGS

Number of meetings held

17

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	28/06/2021	6	6	100
2	Audit Committee	12/08/2021	6	6	100
3	Audit Committee	08/09/2021	6	6	100
4	Audit Committee	10/11/2021	6	6	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
5	Audit Committee	09/02/2022	6	6	100
6	Nomination and Remuneration	24/06/2021	6	6	100
7	Nomination and Remuneration	08/09/2021	6	6	100
8	Stakeholders Forum	24/06/2021	5	5	100
9	Stakeholders Forum	12/08/2021	5	5	100
10	Stakeholders Forum	09/11/2021	5	4	80

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	28/09/2022
								(Y/N/NA)
1	RAGHUNAND	7	7	100	13	13	100	Yes
2	BAHIRJI AJAI	7	7	100	9	9	100	Yes
3	SESHAGIRI R	7	7	100	13	13	100	Yes
4	GURURAJ PA	7	7	100	15	15	100	Yes
5	LATHA PILLA	7	7	100	15	15	100	Yes
6	JAGADISH RA	7	6	85.71	16	14	87.5	Yes
7	HEMENDRA L	7	7	100	16	16	100	Yes
8	MOHAMMED	7	7	100	4	4	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	BAHIRJI AJAI GHOSH	Managing Director	16,970,788	2,500,000	0	1,354,320	20,825,108
2	MOHAMMED ABDUL KADIR	Whole-time Director	9,000,931	2,500,000	0	716,040	12,216,971
	Total		25,971,719	5,000,000	0	2,070,360	33,042,079

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	UTTAM KUMAR BHATTACHARYA	CFO	8,065,422	0	0	326,457.6	8,391,879.6
2	BIJAN KUMAR DAS	Company Secretary	2,376,951	0	0	88,272	2,465,223
	Total		10,442,373	0	0	414,729.6	10,857,102.6

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAGHUNANDAN RAO	Director	0	2,500,000	0	760,000	3,260,000
2	SESHAGIRI RAO SIVAKUMAR	Director	0	2,500,000	0	780,000	3,280,000
3	GURURAJ PANDURANGA	Director	0	2,500,000	0	820,000	3,320,000
4	LATHA PILLAI	Director	0	2,500,000	0	820,000	3,320,000
5	JAGADISH RAO KODURU	Director	0	2,500,000	0	750,000	3,250,000
6	HEMENDRA LAXMAN	Director	0	2,500,000	0	820,000	3,320,000
	Total		0	15,000,000	0	4,750,000	19,750,000

## XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

## XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

☒ Yes ☐ No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

N D SATISH

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

12400

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...

16

dated

10/11/2021

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

To be digitally signed by

Director

BAHIRJI  
AJAY  
GHORPADE  
Digitally signed by  
BAHIRJI AJAY  
GHORPADE  
Date: 2022.11.23  
12:40:01 +05'30'

DIN of the director

08452844

To be digitally signed by

Bijan Kumar  
Dash  
Digitally signed by  
Bijan Kumar Dash  
Date: 2022.11.23  
12:42:38 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 17222

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

Committee Details\_signed.pdf

Shareholders list\_31032022\_Signed.pdf

MGT-8 signed.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



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**Form No. MGT-8**

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11 (2) of  
Companies (Management and Administration) Rules, 2014]

I have examined the registers, records and books and papers of **THE SANDUR MANGANESE AND IRON ORES LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made thereunder for the financial year ended on 31 March 2022. In my opinion and to the best of my information and according to the books of accounts, audited financials, documents and statutory registers maintained and made available by the Company and examinations carried out by me and as certified by the management and explanations furnished to me by the Company, its officers and agents, I certify:

- A. That the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. That during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
  - 1. its status under the Act as a Listed Public Limited Company, (Category: Company limited by shares; Sub Category: Indian Non-Government Company) registered under the Indian Companies Act, 1913;
  - 2. the Company has maintained the requisite registers/records and made the necessary entries therein within the time prescribed thereof;
  - 3. the Company has filed the e-forms and returns as stated in the Annual Return, with the Registrar of Companies within the prescribed due date and wherever there was a delay in filing, additional fee as prescribed has been paid. During the financial year, the Company has not filed any Petitions, e-forms and returns with the Regional Director, Central Government, the Tribunal Court or other Authorities;
  - 4. On the basis of the written representations from the Management, calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the Annual General Meeting of the members of the Company on due dates as stated in the annual return in respect of which meeting, proper notices were given and the proceedings, including circular resolutions, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;





5. In our opinion and according to the information and explanations given to us, the Company closed Register of Members from 16 September 2021 to 22 September 2021 for the purpose of determining the entitlement of final dividend to Members at 67<sup>th</sup> Annual General Meeting.
6. In our opinion and according to the information and explanations given to us, that the Company has not advanced any loans to its Directors or persons or firms or companies referred to under Section 185 of the Act, as per the books and entries in the Statutory Register maintained by the Company;
7. the Company has entered into contracts/arrangements with related parties referred to in sub-Section (1) of section 188 of the Companies Act, 2013 and provisions of Act, have been duly complied;
8. there were no issue or allotment or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates during the year. In our opinion and according to the information and explanations given to us, transfer and transmission of shares have duly made during the financial year in compliance with the provisions of Act;
9. In our opinion and according to the information and explanations given to us, there was no instance of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the year;
10. As per the verification of records, registers and as confirmed by the Management, the Company has declared dividend amount during the aforesaid period to its shareholders and provisions of Act have been duly complied. During the period INR 1,31,307/- of unpaid/ unclaimed dividend has been transferred to the Investor Education and Protection Fund as per the applicable provisions of Companies Act, 2013;
11. the signing of audited financial statement is as per the provisions of section 134 of the Act and Report of Directors is as per sub - sections (3), (4) and (5) thereof;
12. the Company has complied with the provisions of the Act in respect to constitution/ appointment/ re-appointments/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. The Company has complied with the provisions of the Act in respect to appointment of auditors as per the provisions of section 139 of the Act and there was no re-appointment or filling up of Casual vacancies for the financial year ended 31 March 2022;
14. As represented by the Management, there were no other instances of obtaining approvals of



the Central Government, National Company Law Tribunal, Regional Director, Registrar and/or such Authorities prescribed under the various provisions of the Act during the financial year except, the receipt of final decree Order from the Hon'ble National Company Law Tribunal Bengaluru Bench for amalgamation Star Metalics and Power Private Limited with the Company on 24 March 2022.

15. As represented by the Management, there were no instances of invitation / acceptance/ renewal/ repayment of any deposits falling within the purview of Sections 73 of the Act and other applicable Rules thereunder during the financial year;
16. As certified by the Management, during the financial year, the Company has not borrowed from its Directors, Members, Banks, Public Financial Institutions or any other Corporate entities except borrowed term loan amount of INR 400 Crore and INR 496 Crore non-fund-based working capital as a part of Syndicated loan facility agreement executed between the Company and Axis Trustee Services Limited as Security Trustee, acting on behalf of HDFC Bank Limited, ICICI Bank Limited, Axis Bank Limited, IndusInd Bank Limited, RBL Bank Limited and Yes Bank Limited;
17. During the financial year, the Company has not given loans/guarantee and made investments, or providing of securities to other bodies corporate or persons under the provisions of the Section 186 of the Act;
18. The Company has not altered the provisions of the Memorandum and/ or Articles of Association of the Company.

NERLAHADDA  
DATTATREYA  
SATISH

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NERLAHADDA  
DATTATREYA SATISH  
Date: 2022.11.23  
10:47:44 +05'30'

**ND Satish**  
Company Secretary in Practice  
C.P No.: 12400  
Membership No.: F10003  
UDIN: F010003D002045971  
Peer Review Certificate No.1737/2022

Place: Bangalore  
Date: 23 November 2022

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



**ND SATISH**  
**Practicing Company Secretary**

No. 160 "Abhyudaya" First floor, 2<sup>nd</sup> Main,  
10<sup>th</sup> Cross, Nrupattunganagar,  
NGEF layout, Nagarbhavi,  
Bangalore 560 072  
Mobile: 08971403035, 09480709752  
e-mail: cs.ndsatish@gmail.com

**Annexure A**

My Certificate 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. My responsibility is to express an opinion on these secretarial records based on my verification of records;
- 2) I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion;
- 3) I have not verified the correctness and appropriateness of financial records and Books of Account of the Company;
- 4) Where ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.;
- 5) The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of records on test basis and limited to Companies Act, 2013;
- 6) This Certificate neither an assurance to the future viability of the Company nor of the effectiveness with which the management has conducted the affairs of the Company.

NERLAHADDA  
DATTATREYA  
SATISH

Digitally signed by  
NERLAHADDA  
DATTATREYA SATISH  
Date: 2022.11.23  
10:48:21 +05'30'

**ND Satish**  
Company Secretary in Practice  
C.P No.: 12400  
Membership No.: F10003  
UDIN: F010003D002045971  
Peer Review Certificate No.1737/2022

Place: Bangalore

Date: 23 November 2022

# *The Sandur Manganese & Iron Ores Limited*

(An ISO 9001:2015; ISO 14001:2015 and 45001:2018 certified company)  
CIN:L85110KA1954PLC000759; Website: www.sandurgroup.com

## **REGISTERED OFFICE**

'SATYALAYA', No.266  
Ward No.1, Palace Road  
Sandur – 583 119, Ballari District  
Karnataka, India  
Tel: +91 8395 260301/ 283173-199  
Fax: +91 8395 260473



## **CORPORATE OFFICE**

'SANDUR HOUSE', No.9  
Bellary Road, Sadashivanagar  
Bengaluru – 560 080  
Karnataka, India  
Tel: +91 80 4152 0176 - 79 / 4547 3000  
Fax: +91 80 4152 0182

## **LIST OF COMMITTEE MEETINGS** (Continued....)

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11	Stakeholders Relationship Committee	09/02/2022	5	5	100.00
12	Risk Management Committee	24/06/2021	8	8	100.00
13	Risk Management Committee	12/08/2021	8	8	100.00
14	Risk Management Committee	09/02/2022	8	8	100.00
15	Corporate Social Responsibility Committee	24/06/2021	5	5	100.00
16	Corporate Social Responsibility Committee	09/11/2021	5	4	80.00
17	Corporate Sustainability Committee	09/11/2021	5	5	100.00

*For The Sandur Manganese & Iron Ores Limited*

Bijan Kumar Dash  
Digitally signed by  
Bijan Kumar Dash  
Date: 2022.11.23  
10:08:56 +05'30'

*Bijan Kumar Dash*  
*Company Secretary & Chief Compliance Officer*  
*Flat No. 101, Emerald Residency, Gayatri Nagar Godavari Homes,*  
*Quthbullapur, K V Rangareddy, Telengana*  
*Membership No. 17222*  
*Date :23-11-2022*

**MINES OFFICE:** Deogiri - 583112, Sandur Taluk, Ballari District  
Tel: +91 8395 271025 / 28 / 29 / 40; Fax: +91 8395 271066

**PLANT OFFICE:** Metal & Ferroalloy Plant, Vyasankere, Mariyammanahalli – 583 222, Hosapete Taluk, Ballari District  
Tel: +91 8394 244450 / 244335