

Piombino Steel Limited

Annual Report

Financial Year - 2022-23

PIOMBINO STEEL LIMITED

6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098
Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653
Website: <https://www.jsw.in/groups/piombino-steel-limited>

INDEX ANNUAL REPORT F.Y. 2022-23

Board of Directors	Sr. No.	Particulars	Page No.
1. Mr. Anil Kumar Singh Non-Executive Director Chairman-Director	1.	Notice of 5 th Annual General Meeting alongwith Statement annexed thereto	1-24
2. Mr. Divyakumar Vimalkumar Bhair Non-Executive Director Director	2.	Board of Directors' Report	25-48
3. Mr. Manoj Kumar Mohta Non-Executive Director Director	3.	Independent Auditors' Report on Standalone Financial Statement for FY 2022-23	49-57
4. Dr. (Mrs) Rakhi Jain Non-Executive Director Independent Director	4.	Standalone Financial Statement for FY 2022-23	58-72
5. Mr. Anunay Kumar Non-Executive Director Independent Director	5.	Independent Auditors' Report on Consolidated Financial Statements for FY 2022-23	73-80
Chief Executive Officer Mr. Kaustubh Sudhakar Kulkarni	6.	Consolidated Financial Statement for FY 2022-23	81-114
Chief Financial Officer Mr. Mohit Goyal			
Company Secretary & Compliance Officer Mr. Alok Kumar Mishra			
Statutory Auditors Shah Gupta & Co., Chartered Accountants			
Secretarial Auditors Sunil Agarwal & Co., Company Secretaries			

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Regd Office: 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

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①

AGM NOTICE

Notice is hereby given that the 05th **Annual General Meeting** of the Shareholders of **Piombino Steel Limited** will be held on Thursday, July 20, 2023 at 02.30 pm at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400051 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Financial Statements (Audited Balance Sheet, Statement of Profit & Loss and Cash Flow Statement) for the year ended 31st March, 2023, together with the Reports of the Board of Directors and the Auditors thereon, and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Auditors thereon as circulated to the Members be and are hereby received, considered and adopted".

2. To appoint a Director in place of Mr. Manoj Kumar Mohta (DIN 02339000), who retires by rotation and being eligible, offers himself for re-appointment, and in this regard, to consider and if thought fit, to pass the following resolution as **Ordinary Resolution:**

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Manoj Kumar Mohta (DIN 02339000), who retires by rotation as a Director at this Annual General Meeting, and being eligible, offer himself for re-appointment, be and is hereby re-appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation".

SPECIAL BUSINESS:

3. **Approval for undertaking Material Related Party Transactions (MRPTs) with JSW Steel Limited.**

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

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2

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("**SEBI Listing Regulations**"), the applicable provisions of the Companies Act, 2013 ("Act") and the rules framed thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), other applicable statutory provisions and regulations, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Memorandum and Articles of Association of Piombino Steel Limited ("the **Company** or **PSL**"), PSL's Policy on Related Party Transactions basis, approval and recommendation of the Audit Committee and Board of Directors of PSL and subject to such other necessary registrations, consents, permissions, approvals and sanctions required, if any, from any authorities under any laws or regulations or guidelines, approval of the members of PSL be and is hereby accorded to continue with the existing contract(s)/arrangement(s)/transaction(s) and/or enter into execute new contract(s)/ arrangement(s) / transaction(s) (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise) as mentioned in the explanatory statement, with JSW Steel Limited ("**JSWSL**"), holding of PSL and accordingly a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations and within the meaning of Section 2(76) of the Companies Act, 2013, on such terms and conditions as may be agreed to between PSL and JSWSL for :

- (1) additional funding to the extent of Rs.3,300 crores in the form of investment / loan;
- (2) the extension of maturity of earlier extended loan facility by JSWSL to PSL amounting Rs.200 crores for a further period of two years;
- (3) expenditure on investment / loan to the extent of Rs.800 crores over a period of two years; and
- (4) purchase of steel products and other transactions as set out in the explanatory statement to the extent of Rs.1,450 crores

for an aggregate value upto Rs.5,750 crores during the financial year 2023-24 and 2024-25, subject to such contract(s) / arrangement(s) / transaction(s) being carried out at arm's length and in the ordinary course of business of PSL.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "**Board**", which term shall include any duly authorised Committee constituted by the Board), be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and

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3

conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities including Governmental / regulatory authorities, as applicable, in this regard and to deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Executive Officer or Chief Financial Officer or Company Secretary & Compliance Officer or any other Officer(s) / Authorised Representative(s) of PSL, to do all such acts and to take such steps, as may be considered necessary or expedient, to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

4. **Approval for Material Related Party Transactions (MRPTs) between Bhushan Power & Steel Limited, a wholly owned subsidiary of the Company and JSW Coated Steel Products Limited, a wholly owned subsidiary of JSW Steel Limited.**

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

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") and the rules framed thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), other applicable statutory provisions and regulations, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Memorandum and Article of Association of Piombino Steel Limited ("the **Company** or **PSL**"), PSL's Policy on Related Party Transactions, basis the approval and recommendation of Audit Committee and Board of Directors of PSL

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④

and subject to such other necessary registrations, consents, permissions, approvals and sanctions required, if any, from any authorities under any laws or regulations or guidelines, approval of the Members of PSL be and is hereby accorded for related party contract(s) / arrangement(s) / transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement, to be entered into and/or to be executed and/or to be continued between Bhushan Power & Limited (BPSL), a wholly owned subsidiary company of PSL (a "Related Party" within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations) and JSW Coated Steel Products Limited (JSW Coated), (a wholly owned subsidiary Company of JSW Steel Limited) for:

- (1) Purchase of Hot Rolled Coils, Cold Rolled Full Hard coils and steel products, spares & other products by JSW Coated from BPSL;
- (2) Sale of spares / zinc dross / equipment / other products by JSW Coated to BPSL;

for an aggregate value upto Rs.7,166 crores during financial year 2023-24 and 2024-25 subject to such contract(s) / arrangement(s) / transaction(s) being carried out at arm's length and in the ordinary course of business of BPSL and JSW Coated.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "**Board**", which term shall include any duly authorised Committee constituted by the Board), be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representation in respect thereof and seek approval from relevant authorities, including Governmental / regulatory authorities, as applicable, in this regard and to deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Executive Officer or Chief Financial Officer or Company Secretary or any other Officer(s) /

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5

Authorised Representative(s) of PSL, to do all such acts and to take such steps, as may be considered necessary or expedient, to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

**By Order of the Board
For Piombino Steel Limited**

Sd/-

Alok Kumar Mishra

Company Secretary & Compliance Officer

Membership No.: A-15967

Place: Jharsuguda

Date: May 10, 2023

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Website: <https://www.jsw.in/groups/piombino-steel-limited>

6

NOTES FOR MEMBERS' ATTENTION:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument(s) appointing the proxy, if any, shall be deposited at the Registered Office of the Company at 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098 by not less than forty-eight (48) hours before the commencement of the Meeting and in default, the instrument of proxy shall be treated as invalid. Proxies shall not have any right to speak at the meeting.

2. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slip along with their copy of the Annual Report to the Meeting.
3. In case of Joint Holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. Members who hold shares in dematerialised form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
5. Corporate Members are entitled to appoint authorized representatives to attend the AGM and vote on their behalf. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned certified copy (PDF/JPG Format) of their Board or governing body's Resolution/Authorisation, authorising their representative to attend the AGM and vote on their behalf.
6. The statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of the business under Item Nos. 2 to 4 set out above and clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the persons seeking appointment/ re-appointment as Director at the AGM, is annexed hereto.
7. In compliance with MCA Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20 dated May 5, 2020, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members

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whose email addresses are registered with the Company. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website at <https://www.jsw.in/group/piombino-steel-limited>.

8. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice or statement will be available for inspection at the Registered office of the Company during all working day from 11.00 A.M to 1.00 P.M. till the date of Annual General Meeting.
9. Members having any queries relating to the Annual Report are requested to send their question at the registered office of the Company at least 7 days before the date of Annual General Meeting.
10. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty-four (24) hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than three (3) days in writing of the intention to inspect the proxies lodged shall be required to be provided to the Company.
11. Route Map is annexed to this Notice.

PIOMBINO STEEL LIMITED

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Website: <https://www.jsw.in/groups/piombino-steel-limited>

8

EXPLANATORY STATEMENT

(Pursuant to Section 230(3) of the Companies Act, 2013 read with Section 102(1) of the Companies Act, 2013)

ITEM NO. 3 & 4 :

Post listing of Non-Convertible Bonds (NCBs) on June 17, 2022, the Company has become high value debt listed entity and various provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") have been applicable to it.

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**SEBI Listing Regulations**), any transaction with a related party shall be considered material, if the transaction(s) entered into / to be entered into individually or taken together with previous transactions during a financial year exceeds Rs.1,000 crores or 10% of the annual consolidated turnover of the company as per the last audited financial statements of the company, whichever is lower. All Material Related Party Transactions ("**MRPTs**") shall require prior approval of the shareholders by means of an ordinary resolution, even if the transactions are in the ordinary course of business of the concerned company and on arm's length basis.

The provisions of Regulation 23(4) requiring approval of the shareholders are not applicable for the Material RPTs ("**MRPT**") entered into between a holding Company and its wholly owned subsidiary and MRPTs entered into between two wholly owned subsidiaries of the listed holding company, whose accounts are consolidated with such holding company and placed before the shareholders at the general meeting for approval. Further Regulation 2(1)(zc) of the SEBI Listing Regulations has also enhanced the definition of related party transaction which now includes a transaction involving a transfer of resources, services or obligations between; (i) a listed entity or any of its subsidiaries on the one hand and a related party of the listed entity or any of its subsidiaries on the other hand; or (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged.

Accordingly, RPTs of Piombino Steel Limited ("Company" or "PSL") and RPTs of its holding company and subsidiary company exceeding the aforesaid threshold of Rs.1000 crores or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower, shall be treated as Material Related Party Transaction ("**MRPTs**") and are placed for approval of the shareholders of the Company vide item No. 3 & 4.

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9

The Company has provided the Audit Committee with the relevant details, of the proposed RPTs, as required under the regulations, including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has unanimously granted approval for entering into the below mentioned RPTs. The Audit Committee has further noted that the transactions will be at arm's length basis and in the ordinary course of business of the Company. Accordingly, basis the approval of the Audit Committee, the Board of Directors recommended the resolutions contained in Item Nos 3 & 4 of the accompanying Notice to the shareholders for approval.

In terms of the provisions of SEBI Listing Regulations, the related parties as defined thereunder (whether such related party or parties are a party to the aforesaid transactions or not) shall not vote to approve resolutions under item no. 3 & 4.

ITEM NO. 3

Approval for undertaking material related party transaction(s) with JSW Steel Limited

On March 26, 2021, JSW Steel Limited through the Company completed the acquisition of Bhushan Power & Steel Limited ("**BPSL**") by implementing the resolution plan approved under IBC Code, basis an agreement entered into with the erstwhile Committee of Creditors. BPSL has state-of-art steel production facilities in Odisha catering to both domestic and international market. BPSL operates with an existing capacity of 3.50 MTPA. BPSL has expanded its capacity from 2.75 MTPA to 3.50 MTPA in Phase-1 and is further expanding its capacity from 3.50 MTPA to 4.50 MTPA in Phase-II. The Phase-II expansion is expected to be completed by March 2024.

BPSL has taken the following steps to revive and turnaround its operations:

- Completed the Phase I expansion and increased the capacity from 2.75 MTPA to 3.5 MTPA.
- Restarted the beneficiation plants which helps in consumption of lower grade fine as against procurement of high-grade iron ore resulting in saving in procurement of cost of iron ore.
- Replaced LPG with coke oven gas and sale of surplus coke with the commissioning of coke oven-2.
- Modified converter shell size that increased the in-heat-size and steel production.
- Commissioned filter press enabling increased pellet production and reducing pellet procurement from third parties.

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Website: <https://www.jsw.in/groups/piombino-steel-limited>

10

- Improved capacity utilisation of wire rod mill and other downstream products resulting in higher margins due to enriched product mix.
- Improved efficiencies across all plants due to adoption of best practices.
- Improved product quality and yields leading to better customer satisfaction.

Piombino Steel Limited ("**PSL**") is a subsidiary of JSW Steel Limited (JSWSL) which was incorporated to facilitate the acquisition of Bhushan Power & Steel Limited ("**BPSL**"). JSWSL holds 83.28% of equity in PSL and the remaining equity i.e. 16.72% is held by JSW Shipping & Logistics Private Limited (JSLPL).

JSWSL had invested a sum of Rs.5,087 crores in equity linked instruments in PSL. PSL had received additional equity contribution from JSLPL amounting to Rs.1,027 crores and raised debt through issuance of Non-Convertible Bonds ("**NCBs**") aggregating Rs.2,500 crores which were subscribed by bond investors. In March 2023, JSWSL purchased NCBs from the original subscribers. The NCBs are due for redemption on 22nd March 2024.

BPSL has been generating cash from operations, which is used for expanding the capacity from 3.5 MTPA to 4.5 MTPA and for repayment of debt availed at BPSL at the time of acquisition. Funds from BPSL may be up-streamed after the requirements of BPSL has been met and the ongoing litigation surrounding the acquisition has been disposed off. Hence PSL does not have any source of income to repay the NCBs and accordingly support is required from JSWSL to redeem its NCBs. The amount payable on redemption of NCBs which are due on 22nd March 2024 coupled with other working capital requirement, PSL needs funds in the form of investment / loan from JSWSL. Accordingly, PSL requested JSWSL to extend support upto Rs.3,300 crores by way of further investment in form of equity / preference shares / warrants / and intercompany loans. Further PSL has availed unsecured loan amounting to Rs.112 crores against facility of Rs.200 crores from JSWSL, the repayment of which is due on March 31, 2024. The maturity of the loan is required to be extended for a further period of two years.

An investment by JSWSL is in the form of equity / preference shares / warrants would be made in accordance with applicable law i.e. on the back of an independent valuation report.

In case of loan, it would be repaid after two years from the date of disbursement with interest rate determined based on prevailing market interest rates and linked to SBI Marginal Cost Lending Rates plus a mark up to cover the credit risk. The transaction is said to meet arm's length requirements since interest is based on market driven borrowing rates.

PIOMBINO STEEL LIMITED

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Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

11

Further, PSL also purchases steel products for its trading activities which is supplied by JSWSL.

The aggregate value of the proposed RPTs is estimated to be Rs.4,625 crores in financial year which exceeds the threshold of Rs.1,000 crores for FY 2023-24 resulting in such transactions being termed as MRPTs under SEBI Listing Regulations and PSL's policy on material RPTs. Accordingly, prior approval of the shareholders of PSL is required to enter into such MRPTs.

Details of the proposed RPT between PSL and JSWSL including information pursuant to SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2021/662 dated 22 November 2021, as set out below:

Sr. No	Description	Details
1. Details of Summary of information provided by the Management to the Audit Committee		
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	JSW Steel Limited (JSWSL) JSWSL is holding Company of Piombino Steel Limited. JSWSL holds 83.28% equity stake in PSL. The balance equity stake is held by JSW Shipping & Logistics Private Limited.
b.	Category of Related Party	RPT with Holding company JSWSL under section 2(76) (viii) of the Companies Act, 2013.
c.	Name of the director or key managerial personnel who is related, if any and nature of relationship	None of the Directors/KMPs of JSWSL are Directors or KMPs of the Company.
d.	Nature of primary transaction	To availing funding from JSWSL, extend the maturity date of existing loans, expenditure on loan / investment and purchase of steel products.
e.	Proposed transaction with JSWSL	Proposal for unsecured funding of Rs. 3,300 crores from JSWSL in the form of equity / preference shares / warrants / or intercompany loan, extend the tenure of existing loan facility amounting to Rs.200 crores for a further period of 2 years, expenditure on loan / investment amount to Rs.800 crores and purchase of steel

PIOMBINO STEEL LIMITED

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Website: <https://www.jsw.in/groups/piombino-steel-limited>

12

		products amount to Rs.1,400 crores and others amounting to Rs.50 crores.
f.	Nature, material terms, monetary value and particulars of contracts or arrangement	Provided in Table B below
g.	Value of the proposed transactions for which approval is sought from shareholders	Rs.5,750 Crores
h.	Amount paid as advance if any	Not Applicable
g.	Transactions with the related party for the past three financial Years	FY 2022-23 : <u>Rs. 105 crores</u> FY 2021-22 : <u>Rs. 877 crores</u> FY 2020-21 : <u>Rs. 5,086 crores</u>
i.	Percentage of annual consolidated turnover of counter party considering FY 2022-23 as the immediately preceding financial year represented by the value of the proposed transaction	<u>JSWSL's consolidated turnover for FY 2022-23: Rs. 1,63,646 crores.</u> <u>Proposed Transaction value for FY 2023-24 : Rs. 4,625 crores.</u> <u>Percentage ; 2.82%</u>
j.	Percentage of annual consolidated turnover considering FY 2022-23 as the immediately preceding financial year represented by the value of the proposed RPT	The Company's Consolidated Turnover: Rs. 20,002 crore Proposed transaction value for FY 2023-24: Rs. 4,625 crores % of Consolidated turnover: 23.12%
k.	Consolidated total revenue, assets and net worth of the counter party for FY 2022-23	For JSWSL: Total revenue: Rs. 1,63,646 Crores Total assets: Rs. 2,11,078 Crores Net worth: Rs. 67,039 Crores
2 Justification / economic benefits from the RPTs		
a.	Justification as to why the RPT is in the interest of the listed Entity	Please refer to "Background, details and benefits of the transaction" given under item no. 3 of the explanatory statement forming part of the Notice above.
b.	Economic benefits	Please refer to "Background, details and benefits of the transaction" given under item no. 3 of the explanatory statement forming part of the Notice above.
3. Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:		

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Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

13

a.	Details of the source of funds in connection with the proposed Transaction	Not applicable
b.	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - - nature of indebtedness; - cost of funds; and - tenure	Not applicable
c.	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	<ul style="list-style-type: none"> • Tenure of the Loan: Fresh loan would be for a period of two years and the existing loan facility would be extended for a further period of two years. • Repayment of Loan: Repayment of loan along with interest at the end of tenor of loan. • The inter corporate loan would be unsecured. • The interest rate on the inter corporate loan is determined based on the prevailing market interest rate and linked to SBI Marginal Cost Lending Rates plus a mark up to cover the credit risk.
d.	Purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	The funds would be utilized by PSL for repayment of Non-Convertible Bonds, working capital purposes and for general corporate purposes.
e.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	Not applicable
f.	Any other information that may be relevant:	An investment by JSWSL in the form of infusion of equity / preference shares / warrants would be made in accordance

PIOMBINO STEEL LIMITED

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Website: <https://www.jsw.in/groups/piombino-steel-limited>

14

	<p>with applicable law i.e. on the back of an independent valuation report.</p> <p>In case of loan, it would be repaid after two years from the date of disbursement with interest rate determined based on the prevailing market interest rates and linked to SBI Marginal Cost Lending Rates plus a mark upto cover the credit risk. The transaction is said to meet arm's length requirements since interest rate is based on market driven borrowing rates.</p> <p>The price for purchase of steel products is determined based on JSWSL's price list finalized from time to time considering the market conditions, global steel prices and the prevalent prices offered by third parties.</p> <p>Reimbursement of expenses at actual.</p>
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Taking into the consideration the proposed transaction, the Indicative limits proposed to be approved for FY 2023-24 to 2024-25 will be as follows [**Table B**]

Nature of Transactions	Amount of transactions in a financial year (in Rs. Crores)	Total amounts of transactions for which approval is sought (Rs in Crores)	Period of the transactions and information on contractual arrangement
Investment / Loan (Fresh infusion)	3,300	The value of transaction is expected to Rs. 400 crores till July 2023 and Rs. 2,900 crores from August 2023 to March 2025	Post approval of shareholders, the Company will enter into contractual arrangement with JSWSL.
Purchase of steel products	700	The value of transactions is expected to Rs. 233 crores till July 2023 and Rs. 1,167 crores from	

PIOMBINO STEEL LIMITED

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Website: <https://www.jsw.in/groups/piombino-steel-limited>

15

		August 2023 till March 2025	
Renewal of Loan	200	The value of transactions is expected to be Rs. Nil till July 2023 and Rs. 200 crores from August 2023 till March 2025	
Expenditure on Investment / loan	400	The value of transactions is expected to be Rs. 10 crores till July 2023 and Rs. 790 crores from August 2023 till March 2025	
Others (include sale/purchase of allied products, availing and rendering services in the nature of business auxiliary services, leasing of property, allocation of common expenses)	25	The value of transactions is expected to be Rs. 8 crores till July 2023 and Rs. 42 crores from August 2023 till March 2025	
	4,625		5,750

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested either directly or indirectly, financially or otherwise in the resolution set out at Item No. 3 of the Notice.

Yours Directors recommend the Resolution as at Item No. 3 for your approval.

ITEM NO. 4: APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN BHUSHAN POWER & STEEL LIMITED, WHOLLY SUBSIDIARY OF THE COMPANY AND JSW COATED STEEL PRODUCTS LIMITED, WHOLLY OWNED SUBSIDIARY OF JSW STEEL LIMITED

JSW Steel Coated Products Limited ("**JSW Coated**"), a wholly owned subsidiary of JSW Steel Limited (JSWSL), is the largest manufacturer and exporter of coated and colour coated steel products in India. JSW Coated has state-of-art manufacturing facilities in Vasind, Tarapur, Kalmeshwar and Khopoli in the State of Maharashtra, Bawal in the State of Haryana and Rajpura in the State of Punjab.

PIOMBINO STEEL LIMITED

Regd Office: 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

16

JSW Coated along with Asian Colour Coated Ispat Limited, Vardhman Industries Limited and JSW Vallab Tinplate Private Limited has a Galvanised Iron (**GI**) Galvalume (**GL**) capacity of 3.84 MTPA and colour coating capacity of 1.86 MTPA and tinplate capacity of 0.50 MTPA.

JSW Coated procures its Hot Rolled Coils (**HRC**) and Cold Rolled Full Hard (**CRFH**) requirements from JSWSL plants of Dolvi and Vijayanagar and Jharsuguda Plant of BPSL, a subsidiary of the Company, based on mix of customer required mill specification and freight optimisation.

Accordingly, JSW Coated has approached BPSL to supply the required HRC/CRFH requirements. The proposed arrangement has the following advantages:

- Supply from BPSL to JSW Coated Steel Kalmeshwar, JSW Coated yard at Dhar and Bawal would have the freight advantage as compared to supply from Dolvi.
- The requisite quantity of CRFH coils is available in surplus at BPSL and accordingly it ensures seamless supply to JSW Coated at its Bawal unit.
- BPSL has been selling HRC products in the domestic market. With the commissioning of GI/GL and PPGI/PPGL lines at Vasind and Tarapur, the capacity of JSW Coated has increased. In this arrangement, JSW Coated would process HR products to value added products like GI/GL and PPGI/GL which not only enables the JSWSL group to widen the basket of value-added products compared to the sale of direct sale of HRC products by BPSL in the open market but also helps achieve optimum utilization of plant capacities.

BPSL has state-of-art steel production facilities in Odisha catering to both domestic and international market. BPSL operates with an existing capacity of 3.50 MTPA. BPSL has expanded its capacity from 2.75 MTPA to 3.50 MTPA in Phase-1 and is further expanding its capacity from 3.50 MTPA to 4.50 MTPA in Phase-II. The Phase-II expansion is expected to be completed by March 2024.

The proposed RPTs are for (a) the purchase of HRC/CRFH coils by JSW Coated from BPSL for a value of Rs.3,473 crores; and (b) for the sale of store spares / zinc dross / and other products by JSW Coated to BPSL for a value of Rs.110 crores. The RPTs are valued at a total of Rs.3,583 crores. BPSL purchases spares, consumables, zinc and other products from the open market. Since these materials are also procured by JSW Coated for their use, JSW Coated may sale such materials to BPSL as per urgent requirement, un-availability of materials in open market (as it can take around 5-7 months in procuring it from market) and surplus material available at JSW Coated.

PIOMBINO STEEL LIMITED

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Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

17

The estimated value of the RPTs is Rs.3,583 crores for each for FY 2023-24 and FY 2024-25 aggregating to Rs.7,166 crores for FY 2023-24 and FY 2024-25 which exceeds the threshold of Rs.1,000 crores for FY 2023-24 resulting in such transactions being termed as material RPTs under SEBI Listing Regulations and PSL's policy on material RPTs. Accordingly, prior approval of the shareholders of PSL is required to enter into such RPTs.

Details of the proposed RPT between JSW Coated and BPSL including information pursuant to SEBI circular no. SEBI/HO/CFD/CMDI/CIR/P/2021/662 dated 22 November 2021, are set out below

Sr. No	Description	Details
1. Details of Summary of information provided to the Audit Committee		
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or Interest (financial or otherwise);	JSW Coated Steel Products Limited (JSW Coated) JSW Coated is a wholly owned subsidiary of JSWSL. BPSL is wholly owned subsidiary of PSL. JSWSL holds 83.28% in PSL.
b.	Category of the related party transactions	The transaction is by a wholly owned subsidiary of the Company, JSW Coated with a subsidiary of the Company, BPSL.
c.	Name of the director or key managerial personnel who is related, if any and nature of relationship	None of the Directors/KMPs of JSW Coated are Directors or KMPs of the BPSL.
d.	Nature of primary transaction	The purchase of HRC/CRFH coils by JSW Coated from BPSL and other transactions as detailed in Table C below.
e.	Proposed transactions by JSW Coated with BPSL	The proposed RPTs are for: (a) the purchase of HRC/ CRHF coils by JSW Coated from BPSL for a value of Rs. 3,473 Crores; and (b) for the sale of store spares/ zinc dross/ and other products by JSW Coated to BPSL for a value of Rs. 110 Crores. The estimated value of the RPT's is Rs.3,583 crores for each for FY 2023-24 and FY 2024-25 aggregating to Rs.7,166 crores for FY 2023-24 and FY 2024-25
f.	Nature, material terms, monetary value and	Provided in Table C below

PIOMBINO STEEL LIMITED

Regd Office: 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

18

	particulars of contracts or arrangement	
g.	Value of the proposed transactions for which approval is sought from the shareholders	Rs.3,583 crores for each financial year i.e aggregating Rs.7,166 crores from FY 2023-24 and 2024-25
h.	Amount paid as advance if any	No advance has been paid.
I.	Transaction with the related party for the past three financial years	FY 2022-23 : Rs. 961 crores FY 2021-22 : Rs. 971 crores FY 2020-21 : Rs. Nil
j.	Percentage of JSW Coated's annual consolidated turnover considering FY 2022-23 as the immediately preceding financial year represented by the value of the proposed RPT.	JSW Coated's consolidated turnover for FY 2022-23 : Rs.28,633 crores Proposed transaction value for FY 2023-24 : Rs.3,583 crores. Percentage : 12.51%
k.	Percentage of JSW Coated's annual standalone turnover considering FY 2022-23 as the immediately preceding financial year represented by the value of the proposed RPT.	JSW Coated's standalone turnover for FY 2022-23: Rs. 28,633 crores Proposed transaction value for FY 2023-24 : Rs. 3,583 crores Percentage : 12.51%
l.	Percentage of BPSL's annual consolidated turnover considering FY 2022-23 as the immediately preceding financial year represented by the value of the proposed transaction.	BPSL's consolidated turnover for FY 2022-23: Rs.20,065 crores. Proposed Transaction value for FY 2022-23: Rs.3,583 crores Percentage : 17.86%
m.	Total revenue, assets and net worth of BPSL for FY 2022-23	Total Revenue : Rs.19,957 crores Total assets : Rs.23,842 crores Total Net Worth : Rs.12,136 crores
2 Justification / economic benefits from the RPTs		
a.	Justification as to why the RPT is in the interest of the listed Entity	Please refer to "Background, details and benefits of the transaction" given under item No. 4 of the explanatory statement forming part of the Notice.
b.	Economic benefits	Following are the economic benefits from these RPTs:

PIOMBINO STEEL LIMITED

Regd Office: 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

(19)

		<ul style="list-style-type: none"> • Increased margin of JSW Coated due to reduction in freight cost. • Seamless supply of CRFH coils to JSW Coated Bawal Plant. • Higher capacity utilization at JSW Coated Vasind and Tarapur Plant. • Enriched product mix in terms of supply of value added products by JSW Steel group.
<p>3. Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:</p>		
a.	Details of the source of funds in connection with the proposed Transaction	Not applicable
b.	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - - nature of indebtedness; - cost of funds; and - tenure	Not applicable
c.	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Not Applicable
d.	Purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable
e.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	Not applicable
f.	Any other information that may be relevant: Pricing	For purchase of HR & CR coils and steel products – The price per tonne of finished goods will be determined by BPSL basis

PIOMBINO STEEL LIMITED

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Website: <https://www.jsw.in/groups/piombino-steel-limited>

20

	methodology / Arm's length assessment	<p>the price offered to its unrelated customers. Therefore, the transaction will be concluded on an arm's length basis.</p> <p>For sale of other miscellaneous products, pricing formula has been mutually decided between BPSL and JSW Coated considering prevailing market price, hence the transaction will be concluded on an arm's length basis.</p>
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Taking into the consideration the proposed transaction, the indicative limits proposed to be approved for FY 2023-24 to 2024-25 will be as follows: [Table C]

Nature of the transactions	Amount of transactions in a financial year (in Rs Crores)	Total amounts of transactions for which approval is sought (in Rs Crores)	Period of the transactions and information on contractual arrangement
Purchase of hot rolled coils, cold rolled full hard coils and other steel products	3,473	The value of transactions is expected to be Rs. 1,158 crores till July 2023 and Rs. 5,788 crores from August 2023 till March 2025	Post approval of shareholders, JSW Coated will enter into contractual arrangements with BPSL upto March 2025
Sale of stores, spares and other products	110	The value of transactions is expected to be Rs. 37 crores till July 2023 and Rs. 183 crores from August 2023 till March 2025.	
	3,583	7,166	

The members may note that in terms of the provisions of the SEBI Listing Regulations, the related Parties defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under item No. 4.

Except as mentioned above, none of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise in the resolution set out at item No. 4 of the Notice.

PIOMBINO STEEL LIMITED

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21

Your Directors recommend the resolution as at item No. 4 for your approval.

**By Order of the Board
For Piombino Steel Limited**

Place: Jharsuguda

Date: May 10, 2023

Sd/-

Alok Kumar Mishra

Company Secretary & Compliance Officer

Membership No.: A-15967

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22

ANNEXURE TO NOTICE:

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTH COMING ANNUAL GENERAL MEETING

(Pursuant to Clause 1.2.5 of the Secretarial Standard-2)

Name of the Director	Mr. Manoj Kumar Mohta
Date of Birth	26.01.1971
Date of first Appointment on the Board	01.12.2021
Qualification	Commerce Graduate and Fellow member of Institute of Chartered Accountants of India.
Experience/ Expertise in specific functional areas/Brief resume of the Director	Mr. Manoj Kumar Mohta worked in premier corporate-houses in India for over 27 years and has gained very rich professional experience in the fields of Corporate Finance, Treasury, Taxation, Corporate Strategy, M&A, Procurement, Secretarial, Legal, and other allied functions. Presently associated with JSW Group since November 2004.
Terms & conditions of appointment / re-appointment	Tenure as a Director is subject to retirement of Directors by rotation in terms of Section 152 of the Companies Act, 2013.
Details of remuneration sought to be paid and remuneration last drawn.	NIL
Remuneration proposed	NIL
Disclosure of Relationship with other Directors, Manager and Key Managerial Personnel of the Company.	Not inter-se related to any other Director, or Key Managerial Personnel. The Company does not have a Manager.
Number of meetings of the Board of Directors attended during the F.Y. 2022-23.	3 out of 4
Other Directorships held as on 31.03.2023	JSW Holdings Ltd. Rohne Coal Company Pvt. Ltd.

PIOMBINO STEEL LIMITED

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23

	Vasind Farm & Dairy Products Pvt. Ltd. JTPM Atsali Ltd. JSW Multiventures Pvt Ltd JSW Sports Pvt Ltd Gopal Traders Pvt Ltd Vividh Finvest Pvt Ltd Sahyog Holdings Pvt Ltd Echelon Properties Pvt Ltd JSW GMR Cricket Pvt Ltd Sapphire Airlines Pvt Ltd JSW Bengal Steel Limited JSW Green Mobility Private Limited
Chairman/Membership of Committees in other Indian Public Limited Companies as on 31.03.2023* (C = Chairman; M = Member)	Stakeholder Relationship Committee Member – JSW Holdings Limited
Shareholding in the Company.	NIL

*only two Committees namely, Audit Committee, Stakeholders Relationship Committee have been considered.

PIOMBINO STEEL LIMITED

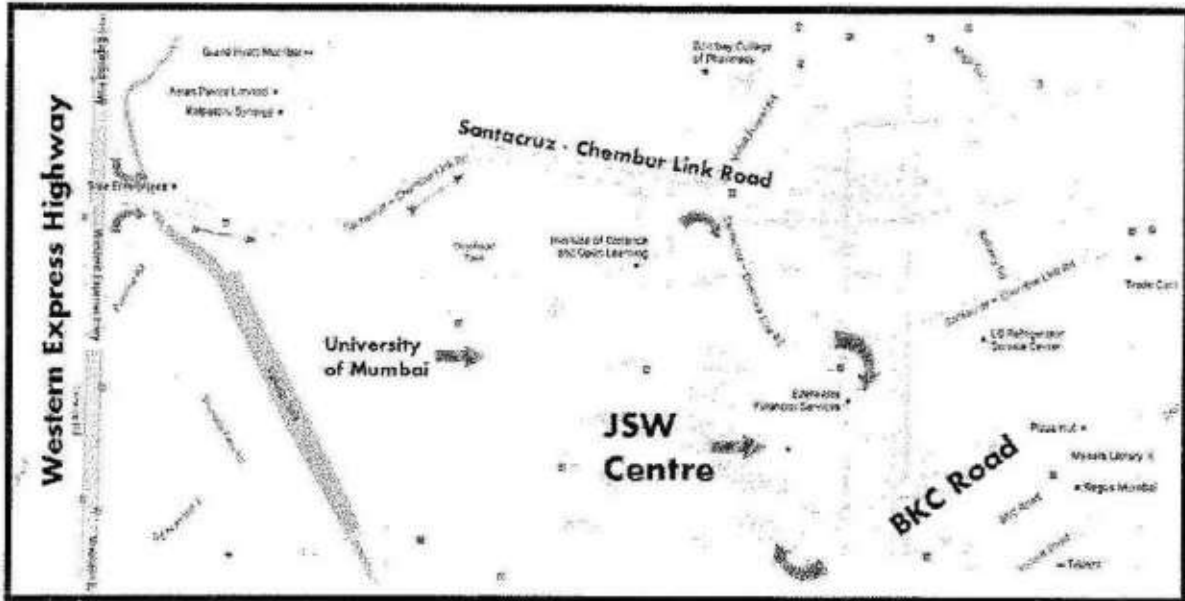
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24

Route Map to JSW Centre



PIOMBINO STEEL LIMITED

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Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

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25

DIRECTORS' REPORT

The Members,
PIOMBINO STEEL LIMITED,

Your Directors take pleasure in presenting the **FIFTH ANNUAL REPORT** of your Company, together with the Audited Financial Statements for the year ended March 31, 2023.

1. FINANCIAL SUMMARY:

Particulars	(Amount in Crores)	
	FY 2022-23	FY 2021-22
i. Revenue from operations	45.46	560.36
ii. Other income	537.94	507.00
iii. Total Income (I+ii)	583.40	1,067.36
iv. Expenses:		
Purchase of Stock-in-trade	49.89	559.55
Finance Cost	311.98	434.98
Change in Inventory of Stock-in trade	(4.18)	-
Other expenses	1.02	1.97
Total Expenses	358.71	996.50
v. Profit/ (Loss) before Tax (iii-iv)	224.69	70.86
vi. Tax expenses		
Current tax	56.69	26.39
Deferred tax	(0.04)	(40.90)
Profit/ (Loss) for the year (v-vi)	168.04	85.38

2. FINANCIAL HIGHLIGHTS AND OPERATIONAL PERFORMANCE:

The Company is engaged in the business of buying, selling and otherwise trading or dealing in steel and its allied products, iron ore, coal, coke, brick-earth, res, minerals and mineral substance, alloys and metal scraps of all kinds. The Company earned revenue of Rs.45.46 crores from trading of coal and Rs. 537.94 crores from interest for the financial year under review. The Company has reported net profit for the F.Y. 2022-23 of Rs.168.04 crores after providing for tax expense as compared to Rs. 85.38 crores in FY 2021-22.

3. CHANGE IN THE NATURE OF BUSINESS:

There were no changes in the nature of business during the period under review.

4. CHANGE OF THE REGISTERED OFFICE

During the year under review, the Registered Office of the Company has been changed from JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 to 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098 w.e.f July 15, 2022.

5. DIVIDEND:

To maintain the liquidity of funds for meeting the future financial requirements of the Company, the Board of Directors has decided not to declare any dividend for the financial year 2022-23.

6. TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (j) OF THE COMPANIES ACT, 2013:

Your directors do not propose to carry any amount to any reserves during the period under review.

7. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE

PIOMBINO STEEL LIMITED

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Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

26

COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT:

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

8. DEPOSITS:

Your Company has not accepted or renewed any deposits within the meaning of section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposit) Rules, 2014 and the rules made thereunder.

9. SHARE CAPITAL:

The Authorised Share Capital of the Company is Rs.17000,00,00,000/- (Rupees Seventeen Thousand Crores Only) divided into 1200,00,00,000 (One Thousand Two Hundred Crores only) Equity Shares of Rs.10/- each (Rupees Ten only) and 500,00,00,000 (Five Hundred Crores only) Preference Shares of Rs.10/- (Rupees Ten only) each. The Paid-Up Share Capital of the Company is Rs. 6100,00,00,000/- (Rupees Sixty-One Hundred Crore only) divided into 610,00,00,000 (Six Hundred Ten Crore) Equity Shares of Rs. 10/- each.

Issue of Equity Shares:

During the year under review, the Company has not issued equity shares.

Warrants:

The Company had issued 350,00,00,000 warrants having face value of Rs. 10/- at an issue price of Rs. 0.02/- each to JSW Steel Limited and JSW Shipping & Logistics Pvt Limited on 24th March, 2021.

Subsidiary of JSW Steel Limited:

Pursuant to the conversion of OFCDs, JSW Steel Limited holds 83.28% equity and JSLPL holds 16.72% equity in the Company. Subsequent to the aforesaid conversion, the Company has now a Subsidiary of JSW Steel Limited.

a) Issue of Equity Shares with Differential Rights

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

b) Issue of Sweat Equity Shares

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

c) Issue of Employee Stock Options

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

10. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

1. BOARD OF DIRECTORS:

a) COMPOSITION & CONSTITUTION OF BOARD OF DIRECTORS:

PIOMBINO STEEL LIMITED

Regd Office: 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

27

The Board of your Company currently comprises of five Directors, namely Mr. Anil Kumar Singh (DIN: 02059903), Mr. Divyakumar Vimalkumar Bhair (DIN: 08568679), Mr. Manoj Kumar Mohta (DIN: 02339000), Mr. Anunay Kumar (DIN: 01647407), Independent Director and Dr. Rakhi Jain (DIN: 07138042), Independent Director.

According to the provisions of Section 152(6) of the Companies Act, 2013, Mr. Manoj Kumar Mohta (DIN: 02339000) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible have offered himself for reappointment. The necessary resolution proposing the appointment of aforesaid Director has been incorporated in the Notice of the ensuing Annual General Meeting for your approval.

b) BOARD MEETING & ATTENDANCE:

During the period under review, meeting of the Board of Directors was held 4 times on 24.05.2022, 15.07.2022, 14.10.2022 and 13.01.2023. The detail of the participation of Directors thereat is enumerated as below:

Sr. No.	Name of Director	No. of Meeting held during tenure	No. of Meeting Attended
1..	Mr. Anil Kumar Singh	04	04
2.	Mr. Manoj Kumar Mohta	04	03
3.	Mr. Divyakumar Vimalkumar Bhair	04	04
4.	Mr. Anunay Kumar	04	04
5.	Dr. Rakhi Jain	04	04

The intervening gap between the Board meetings was within the period prescribed under the Companies Act, 2013.

c) DECLARATION BY THE INDEPENDENT DIRECTORS

The Board comprised of Mr. Anunay Kumar and Dr. Rakhi Jain as Independent Directors. The Company has received the necessary declaration from each of the Independent Directors in accordance with Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence as laid out in Section 149(6) of the Act. The Independent Directors had 01 (One) Meeting during the period under review.

d) CHANGES IN KEY MANAGERIAL PERSONNEL

During the period under review, there is no change in Key Managerial Personnel (KMP) of the Company.

11. COMPOSITION OF VARIOUS BOARD COMMITTEES

i. Audit Committee

Audit Committee comprises of Mr. Anunay Kumar as Chairman, Mr. Divyakumar Vimalkumar Bhair and Dr. Rakhi Jain as members of Audit Committee. The Board has approved the charter for the functioning of the Audit Committee. The Company Secretary acts as the Secretary to the Committee.

During the period under review, meeting of the Audit Committee was held 05 times on 24.05.2022, 15.07.2022, 14.10.2022, 13.01.2023 and 30.03.2023. The detail of the participation of members thereat is enumerated as below:

PIOMBINO STEEL LIMITED

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Website: <https://www.jsw.in/groups/piombino-steel-limited>

28

Sr. No.	Name of Director	No. of Meeting held during tenure	No. of Meeting Attended
1.	Mr. Anunay Kumar	05	05
2.	Mr. Divyakumar Vimalkumar Bhair	05	05
3.	Dr. Rakhi Jain	05	05

ii. Nomination and Remuneration Committee

Nomination and Remuneration Committee comprises of Mr. Anunay Kumar as Chairman, Mr. Anil Kumar Singh and Dr. Rakhi Jain as members of the Committee. The Board has approved the charter for the functioning of the Committee. The Company Secretary acts as the Secretary to the Committee.

During the period under review, meeting of the Nomination & Remuneration Committee was held 02 times on 24.05.2022 and 15.07.2022. The detail of the participation of members thereat is enumerated as below:

Sr. No.	Name of Director	No. of Meeting held during tenure	No. of Meeting Attended
1.	Mr. Anunay Kumar	02	02
2.	Mr. Anil Kumar Singh	02	02
3.	Dr. Rakhi Jain	02	02

iii. Corporate Social Responsibility Committee

Corporate Social Responsibility Committee comprises of Dr. Rakhi Jain as Chairperson, Mr. Anil Kumar Singh and Mr. Anunay Kumar as members of the Committee. The Board has approved the charter for the functioning of the Committee. The Company Secretary acts as the Secretary to the Committee.

During the period under review, the meeting of the CSR Committee of Board of Directors was held 01 times on 24.05.2022. The detail of the participation of members thereat is enumerated as below:

Sr. No.	Name of Director	No. of Meeting held during tenure	No. of Meeting Attended
1.	Dr. Rakhi Jain	01	01
2.	Mr. Anil Kumar Singh	01	01
3.	Mr. Anunay Kumar	01	01

iv. Finance Committee

The Finance Committee of the Board of Directors comprises of Mr. Anil Kumar Singh as Chairman, Mr. Manoj Kumar Mohta and Mr. Divyakumar Vimalkumar Bhair as members of the Committee. The Board has approved the charter for the functioning of the Committee. The Company Secretary acts as the Secretary to the Committee.

During the period under review, the meeting of the Finance Committee of Board of Directors was held 01 times on 31.05.2022. The detail of the participation of members thereat is enumerated as below:

Sr. No.	Name of Director	No. of Meeting held during tenure	No. of Meeting Attended
1.	Mr. Anil Kumar Singh	01	01
2.	Mr. Manoj Kumar Mohta	01	01

PIOMBINO STEEL LIMITED

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Website: <https://www.isw.in/groups/piombino-steel-limited>

29

3.	Mr. Divyakumar Vimalkumar Bhair	01	01
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v. Risk Management Committee

Risk Management Committee of Board of Directors was constituted on May 24, 2022 and presently comprises of Mr. Anunay Kumar as Chairman, Mr. Anil Kumar Singh and Dr. Rakhi Jain as members of the Committee. The Board has approved the charter for the functioning of the Committee. The Company Secretary acts as the Secretary to the Committee.

During the period under review, the meeting of the Risk Management Committee of Board of Directors was held 02 times on 12.01.2023 and 21.03.2023. The detail of the participation of members thereat is enumerated as below:

Sr. No.	Name of Director	No. of Meeting held during tenure	No. of Meeting Attended
1.	Mr. Anunay Kumar	02	02
2.	Mr. Anil Kumar Singh	02	02
3.	Dr. Rakhi Jain	02	02

vi. Stakeholders Relationship Committee

Stakeholders Relationship Committee of Board of Directors was constituted on May 24, 2022 and presently comprises of Dr. Rakhi Jain as Chairperson, Mr. Anunay Kumar and Mr. Anil Kumar Singh as members of the Committee. The Board has approved the charter for the functioning of the Committee. The Company Secretary acts as the Secretary to the Committee.

During the period under review, the meeting of the Stakeholders Relationship Committee of Board of Directors was held 01 time on 12.01.2023. The detail of the participation of members thereat is enumerated as below:

Sr. No.	Name of Director	No. of Meeting held during tenure	No. of Meeting Attended
1.	Dr. Rakhi Jain	01	01
2.	Mr. Anunay Kumar	01	01
3.	Mr. Anil Kumar Singh	01	01

12. HOLDING & SUBSIDIARY COMPANY:

JSW Steel Limited holds 83.28% equity and JSW Shipping & Logistics Private Limited holds 16.72% equity in the Company. The Company is now a Subsidiary of JSW Steel Limited.

Bhushan Power & Steel Limited is wholly owned subsidiary of your Company w.e.f. March 26, 2021.

During the period under review, West Waves Maritime & Allied Services Private Limited has been amalgamated with your Company w.e.f. May 07, 2022.

Presently, the Company neither has any Joint Venture nor Associate company.

13. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES:

The Company had filed an application with Regional Director, Western Region, Mumbai for approval of Amalgamation Scheme of West Waves Maritime & Allied Services Private Limited with the Company. Regional Director, Western Region, Mumbai vide its order dated May 06, 2022 has approved the Amalgamation Scheme of the Company and accordingly West Waves Maritime & Allied

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30

Services Private Limited has been merged with the Company w.e.f. May 07, 2022 and accordingly ceased to be wholly owned subsidiary.

No other companies have become or ceased to be subsidiaries, joint ventures or associate companies.

14. PERFORMANCE AND FINANCIAL POSITION OF THE SUBSIDIARY COMPANY:

The members may refer to the financial statements forming part of the Annual Report as required under the provisions of Section 129(3) of the Companies Act, 2013 for financial position of all Subsidiaries.

A statement containing salient features of the financial statements of the Subsidiary Company in Form AOC-1 is given in 'Annexure-A' to this Report.

15. INTERNAL CONTROL SYSTEM & INTERNAL FINANCIAL CONTROLS:

a) Overview

The Company has a robust system of internal control, commensurate with the size and nature of its business and complexity of its operations.

b) Internal Control:

The Company has a proper and adequate system of Internal Control.

c) Internal Audit:

The Company has a strong and independent internal audit function that inculcates global best standards and practices of international majors into the Indian operations. The Internal Audit team consists of professionally qualified accountants and engineers at the group level. The Internal Auditors reports directly to the Chairman of the Audit Committee.

d) Audit Plan and Execution

At start of the year, the Internal Audit Department prepares an Annual Audit Plan after considering Business and Process Risks. The frequency of the audit is decided by risk ratings of areas/functions. The audit plan is carried out by the Internal team and reviewed periodically to include areas that have assumed significant importance in line with the emerging industry trend.

e) Internal Financial Controls

As per Section 134(5)(e) of the Companies Act, 2013, the Directors have an overall responsibility for ensuring that the Company has implemented a robust system and framework of internal financial controls.

The Company has already developed and implemented a framework for ensuring internal controls over financial reporting. During the year, controls were tested and no reportable material weakness in design and effectiveness was observed.

16. AUDITORS AND AUDITORS' REPORT:

A. STATUTORY AUDITORS:

M/s. Shah Gupta & Co., Chartered Accountants (Firm Registration No. 109574W) has been appointed as the Statutory Auditors of the Company in the 01st Annual General Meeting for a period of 5 years until the conclusion of 6th Annual General Meeting to be held in the calendar year 2024.

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Comment on Auditors' Report:

The report of the Auditors along with notes to Schedules forms part of this Annual Report. The observations made by the Auditors in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

The Auditors' Report for the year under review does not contain any qualification, reservation, adverse remark or disclaimer.

No fraud has been reported by the Auditors under Section 143(12) of the Companies Act, 2013 requiring disclosure in Board's Report.

B. SECRETARIAL AUDITORS:

In terms of Section 204 of the Act, Board of Directors of the Company in their Meeting held on December 01, 2021 had appointed M/s. Sunil Agarwal & Co., Practicing Company Secretaries, as secretarial auditor to conduct a secretarial audit of the Company for the financial year 2022-23.

The Secretarial Audit report for financial year 2022-23 is annexed to this report in form MR-3 (**Annexure - B1**). The Secretarial Audit report for financial year 2022-23 of Bhushan Power & Steel Limited, wholly owned Subsidiary of the Company is also annexed to this report in Form MR-3 (**Annexure - B2**)

The Board, at its meeting held on May 10, 2023 has on the recommendation of the Audit Committee appointed M/s Sunil Agarwal & Co., Practicing Company Secretaries, as Secretarial Auditor to conduct the Secretarial Audit of the Company for the financial year 2023-24.

17. RELATED PARTY TRANSACTIONS:

All related party transactions entered into with Related Parties as defined under the Companies Act, 2013 during the financial year were in the ordinary course of business and on an arms' length basis and are in accordance with provisions of Section 177, 188 of the Companies Act, 2013. The details of contracts or arrangement as prescribed in Form AOC-2 attached as **Annexure - C**.

Suitable disclosure on related party transactions, as required by the Accounting Standards has been made in the notes to the Financial Statements.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS U/S 186:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the financial statements.

19. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS:

During the year under review, the Company had filed an application with Regional Director, Western Region, Mumbai for approval of Amalgamation Scheme of West Waves Maritime & Allied Services Private Limited with the Company. Regional Director, Western Region, Mumbai vide its order dated May 6, 2022 has approved the Amalgamation Scheme of the Company and accordingly West Waves Maritime & Allied Services Private Limited has been merged with the Company w.e.f. May 7, 2022.

No other orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations.

20. PARTICULARS OF EMPLOYEES:

The Disclosures pertaining to particulars of employees as required in terms of the Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable to the Company and hence, the disclosure on

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32

particulars of employees in terms of the aforesaid Section and Rules is not attached to the Directors' Report.

21. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

Being part of JSW group, your Company follows an Anti-Sexual Harassment JSW Group Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up at group level to redress complaints received regarding sexual harassment. No complaints pertaining to sexual harassment were received during the FY 2022-23.

22. WHISTLE BLOWER POLICY / VIGIL MECHANISM

The Company has in place a mechanism in the form of the Whistle Blower Policy / Vigil Mechanism to deal with instances of fraud and mismanagement, if any.

23. RISK MANAGEMENT:

The Company has in place a mechanism to inform the Board members about the risk assessment and mitigation plans and periodical reviews to ensure that the critical risks are controlled by the management.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Corporate Social Responsibility Policy is available on the website of the Company. Annual report on Corporate Social responsibility is enclosed as **Annexure - D**.

25. SECRETARIAL STANDARDS

The applicable Secretarial Standards, i.e., SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been complied with by the Company during the financial year under review.

26. BOARD EVALUATION

The Board carried out an annual evaluation of its own performance, the performance of the Independent Directors individually as well as an evaluation of the working of the Committees of the Board. The performance evaluation of all the Directors was carried out by the Nomination and Remuneration Committee. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors.

27. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company is not engaged in any manufacturing activity, particulars under section 134(3)(m) of the Companies Act, 2013, regarding the conservation of energy, technology absorption are not applicable.

There were no foreign exchange earnings / outgo during the year under review.

28. COPY OF ANNUAL RETURN

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copy of the Annual Return of the Company prepared in accordance with Section 92(1) of the Act read with Rule 11 of the Companies (Management and Administration) Rules, 2014 is placed on the website of the Company and are accessible at the web-link: <https://www.jsw.in/groups/piombino-steel-limited>.

PIOMBINO STEEL LIMITED

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33

29. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) such accounting policies have been applied 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 at the end of the financial year and of the profit and loss of the company for that period;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts have been prepared on a going concern basis; and
- e) proper systems were devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

APPRECIATION:

Your Directors would like to express their appreciation for co-operation and assistance received from Government authorities, financial institutions, banks, vendors, customers, shareholders and other business associates during the year under review. The Directors also wish to place on record their deep sense of appreciation for the committed services by all the employees of the Company.

**For and on behalf of the
Board of Directors of Piombino Steel Ltd.**

Place: **Jharsuguda**
Date: **May 10, 2023**

Sd/-
Anil Kumar Singh
Chairman
DIN: 02059903

PIOMBINO STEEL LIMITED

Regd Office: 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

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ANNEXURE A

FORM NO. AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(in Lakhs)

Sl. No.	1 (One)
Name of the subsidiary	Bhushan Power & Steel Limited
The date since when subsidiary was acquired	26.03.2021
Financial Year ending on	31.03.2023
Reporting Currency	INR
Exchange Rate on the last day of the financial year	N.A
Share capital	10,000.00
Reserves & Surplus	12,03,642.00
Total Assets	23,84,193.00
Total Liabilities	23,84,193.00
Investments	Nil
Turnover	20,07,715.00
Profit/(Loss) before tax	16,030.00
Provision for tax	Nil
Profit/(Loss) after tax	16,030.00
Proposed Dividend	Nil
% of shareholding	100.00

* The WWMASPL was acquired on 24 November 2021 and got amalgamated with Piombino Steel Limited on 1 December 2021 pursuant to order dated 6 May 2022 of Regional Directorate (WR) of Ministry of Corporate Affairs thereby approving the scheme of amalgamation.

Notes:

1. No subsidiary is yet to commence operations.
2. No subsidiary has been liquidated or sold during the year.

For and on behalf of the
Board of Directors of Piombino Steel Ltd.

Place: Jharsuguda
Date: May 10, 2023

Sd/-
Anil Kumar Singh
Chairman
DIN: 02059903

SUNIL AGARWAL & CO.

COMPANY SECRETARIES

124-125, Ostwal Ornate, Building No. 1, 'A' Wing, Opp. Jain Temple, Bhayander (East),
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Email: sunilcs_mumbai@rediffmail.com, agarwalcs_mumbai@yahoo.co.in

35

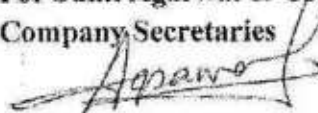
Annexure- BI

To,
The Members,
PIOMBINO STEEL LIMITED
6th Floor, Grande Palladium,
175, CST Road, Kalina, Santacruz (East),
Mumbai 400098

My Secretarial Audit 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. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records, we believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company. I relied on the statutory report provided by the Statutory Auditor of the company for the financial year ending 31 March, 2023.
4. Wherever 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 provision and other applicable laws, rules, regulations, standards are the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Sunil Agarwal & Co.
Company Secretaries


Sunil Agarwal (Proprietor)

FCS No. 8706

C.P. No. 3286

Place: Mumbai

Date: 25/04/2023

UDIN number: F008706E000192318

Peer Review Unit No. 788/2020



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COMPANY SECRETARIES

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Email: sunilcs_mumbai@rediffmail.com, agarwalcs_mumbai@yahoo.co.in

36

Form No. MR-3

SECRETARIAL AUDIT REPORT

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the
Companies (Appointment and Remuneration Personnel) Rules, 2014]*

To,
The Members,
PIOMBINO STEEL LIMITED
6th Floor, Grande Palladium,
175 CST Road, Kalina, Santacruz
(East),
Mumbai 400098

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Piombino Steel Limited** bearing CIN U27320MH2018PLC374653 (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 by and large appears to have complied with the statutory provisions listed hereunder and also that the Company has proper Board-process and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:-

1. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished and representations made to me by the Company, its officers and agents, I hereby report that the Company has complied with the provisions of The Companies Act, 2013 (the Act) and the rules made there under and the Memorandum and Articles of Association of the Company with regard to:
 - (a) Maintenance of various statutory registers and documents and making necessary entries therein;
 - (b) Forms, returns, documents and resolutions required to be filed with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities;



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37

- (c) Service of documents by the Company on its Members, Auditors and the Registrar of Companies;
- (d) Notice of Board meetings of Directors in compliance of the "ACT" as well as Secretarial Standard - 1 (SS 1);
- (e) Meetings of Directors and passing of circular resolutions;
- (f) Notice and convening of General Meetings held Secretarial Standard - 2 (SS - 2).
- (g) Minutes of the proceedings of the Board Meetings and General Meetings;
- (h) Approvals of the Board of Directors, Members and government authorities, wherever required;
- (i) Constitution of the Board of Directors and appointment, retirement and reappointment of Directors including Managing Directors and Executive Directors, Independent Directors.
- (j) Payment of remuneration to Directors, Managing Director and Executive Directors;
- (k) Appointment and remuneration of Statutory Auditors;
- (l) Report of the Board of Directors;
- (m) Generally, all other applicable provisions of the Act and the Rules there under.

2. I further report that:

- (a) The Directors have complied with the requirements as to disclosure of interests and concerns in contracts and arrangements, shareholdings and directorships in other Companies and interest in other entities;
- (b) The Directors have complied with the disclosure requirements in respect to their eligibility of appointment, their being independent, compliance with the code of conduct for Directors and;
- (c) The Company has obtained all necessary approvals under various provisions of the Act where necessary;
- (d) There was no prosecution initiated against or show cause notice received by the Company during the year under review under the Companies Act, 2013 regulations and guidelines under these Acts.

3. I further report that

- (i) The Securities Contracts (Regulation) Act, 1956 ("SCRA") as amended from time to time and the rules made there under as amended from time to time are not applicable, as the company is an unlisted public Company.
- (ii) The Depositories Act, 1996 as amended from time to time and the Regulations and Bye-laws framed there under are not applicable, as the Company is an unlisted public Company.
- (iii) Foreign Exchange Management Act, 1999 as amended from time to time and the rules and regulations made there under to the extent of Foreign Direct

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38

- Investment, Overseas Direct Investment and External Commercial Borrowings are not applicable during the period of Audit;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
- (a.) The Securities and Exchange Board of India (Substantial acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time are not applicable, as the Company is an unlisted public company.
 - (b.) SEBI (Prohibition of Insider Trading) Regulations, 2015 are not applicable as the company is an unlisted public company.
 - (c.) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended as from time to time are not applicable as the company is an unlisted public company
 - (d.) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as amended from time to time are not applicable, as the company is an unlisted public company.
 - (e.) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 as amended from time to time are not applicable, as the company is an unlisted public company;
 - (f.) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and dealing with client are not applicable, as the company is an unlisted public company;
 - (g.) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 are not applicable, as the company is an unlisted public company; and;
 - (h.) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended from time to time are not applicable, as the company is an unlisted public company;

We have also examined compliance with the applicable clauses of

the following: Secretarial Standards

The Secretarial Standards issued and notified by the Institute of Company Secretaries of India have been generally complied with by the Company to the extent applicable during the year under review;

4. I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.



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39

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

5. **I further report that** in my opinion there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with other applicable laws, rules, regulations and guidelines as provided by the management hereunder;

1. Employees' Provident Fund Scheme, 1952 & Rules Made there under

2. Professional Tax Act

3. Shop & Establishment Act

6. **I further report that during** the year under review, pursuant to order dated May 06, 2022 of Regional Director, Western Region, Mumbai, West Waves Maritime & Allied Services Private Limited has been amalgamated with the Company w.e.f. appointed date. Pursuant to the approved amalgamation scheme, the Company has issued 25,000 Listed, Rated, Redeemable, Private Placement, Non-Convertible Bonds (NCBs) of Rs.10 lakhs each aggregating to Rs.2,500 crore to existing NCBs holder. These NCBs are listed at BSE Ltd. and received its final trading approval effective from June 20, 2022.

7. **I further report that during** the year under review a loan of Rs.2,500 crores, taken from West Waves Maritime & Allied Services Private Limited, has been cancelled due to amalgamation of West Waves Maritime & Allied Services Private Limited with the company, pursuant to approved amalgamation scheme.



SUNIL AGARWAL & CO.

COMPANY SECRETARIES

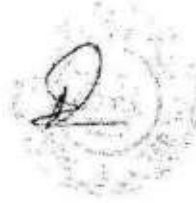
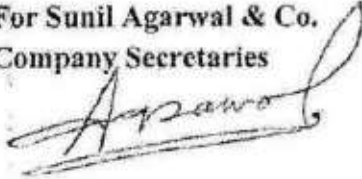
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Thane-401105, web: www.cssunilagarwal.com

Email: sunilcs_mumbai@rediffmail.com, agarwalcs_mumbai@yahoo.co.in

(L6)

- 8 I further report that during the year under review the company has not given any loans or given guarantees to other bodies corporate or persons falling under the provisions of Section 186 of the Act.

For Sunil Agarwal & Co.
Company Secretaries



Sunil Agarwal

(Proprietor)

FCS No. 8706

C.P. No. 3286

Place: Mumbai

Date 25/04/2023

UDIN number: F008706E000192318

Peer Review Unit No. 788/2020



S. Srinivasan & Co.,
Company Secretaries

Office No. 8, 4th floor,
AC Market Building CHS Ltd.,
Tardeo Road, Mumbai-400 034
Tel no.: 022-4979 0842
Mobile: +91 93210 25730
E-mail: mumbaissandco@yahoo.com

(41)

Annexure-B

FORM NO. MR- 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

*[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,
The Members,
BHUSHAN POWER & STEEL LIMITED
4th Floor, A-2, NTH Complex
Shaheed Jeet Singh Marg USO Road,
Qutab Institutional Area, New Delhi
DL 110067.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BHUSHAN POWER & STEEL LIMITED** bearing CIN: U27100DL1999PLC108350 (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 by and large appears to have complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- i. The Companies Act, 2013, (the Act) and the rules made there under.
- ii. The Securities Contracts (Regulation) Act, 1956, ("SCRA") and the rules made there under **(Not Applicable to the Company during the period under review).**

Registered office address: Hari Krupa" Building, Ground Floor, 71/1, McNicholas Road, (off Poonam Road), Chetpet, Chennai- 600 031, Tamil Nadu, India.
Mobile: +91 9841092661 | E-mail: ssrin150@gmail.com



- iii. The Depositories Act, 1996, and the Regulations and Byelaws framed there under.
- iv. Foreign Exchange Management Act, 1999, and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
(Not Applicable to the Company during the period under review).
- v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992; ('SEBI Act') are not applicable to the Company during the period under review as the Company is an unlisted company.
- vi. All other relevant applicable laws including those specifically applicable to the Company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes are in place to monitor and ensure compliance with those laws.

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

The Secretarial Standards issued and notified by the Institute of Company Secretaries of India SS- 1 & SS- 2 has been generally complied with by the Company during the financial year under review.

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

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notices are given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days 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.
- Decisions at the meetings of the Board of Directors were carried through based on majority and there were no dissenting views by any Member of the Board during the year under review.



We further report that,

Based on the information provided and the representation made by the Company and on the review of the compliance reports of Company Secretary/ Chief Financial Officer/ Whole-time Director taken on record by the Board of Directors of the Company, in our opinion 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.

The compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that, during the audit period, except contains the event listed below no other events occurred which had any major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, and standards etc.

During the year, there were no significant or material orders passed by the Regulators/Courts/Tribunals that could impact the going concern status of the Company and its future operations except as mentioned hereunder:

"In respect of acquisition of the Company the former Promoters of the Company, certain operational creditors and the Directorate of the Enforcement have filed appeals against the NCLAT judgement dated February 25, 2020 which are still pending for consideration before Hon'ble Supreme Court ("SC Appeals"). On March 6, 2020, the SC admitted the SC Appeals, and clubbed the same with CoC's SLP. The matter continues to be pending before SC resulting in company maintaining status quo."

Place: Mumbai
Date: 21.04.2023

For *S. Srinivasan & Co.*,
Company Secretaries



S. Srinivasan
Practicing Company Secretary
FCS: 2286 | CP. No.: 748
UDIN: F002286E000162754

Annexure A

To,
The Members,
BHUSHAN POWER & STEEL LIMITED
4th Floor, A-2, NTH Complex
Shaheed Jeet Singh Marg USO Road,
Qutab Institutional Area, New Delhi
DL 110067.

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

For *S. Srinivasan & Co.,*
Company Secretaries



S. Srinivasan

Practising Company Secretary

FCS: 2286 | CP. No.: 748

UDIN: F002286E000162754

Place: Mumbai
Date: 21.04.2023

PIOMBINO STEEL LIMITED

Regd Office: 6th Floor, Grande Palladium, 175, CST Road, Kalina, Santacruz (East), Mumbai 400 098

Ph. No: +91 22 6854 2400 CIN: U27320MH2018PLC374653

Website: <https://www.jsw.in/groups/piombino-steel-limited>

45

ANNEXURE C

FORM NO. AOC-2

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

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

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

No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
(Nil)								
(All contracts or arrangements or transactions with related parties were at arm's length basis)								

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

No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	date(s) of approval by the Board	Amount paid as advances, if any
1.	JSW Steel Limited	Trading of Steel Products	Annual	Rs. 49.89 Crores	Approved by Audit Committee	Nil
2.	JSW Steel Coated Products Limited	Trading of Steel Products	Annual	Rs. 23.38 Crores	Approved by Audit Committee	Nil

Note: Refer the related party transactions under Ind AS at Note No 25 of the financial statements of 2022-23.

**For and on behalf of the
Board of Directors of Piombino Steel Ltd.**

Place: **Jharsuguda**
Date: **May 10, 2023**

Sd/-
Anil Kumar Singh
Chairman
DIN: 02059903

PIOMBINO STEEL LIMITED

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46

Annexure D to Directors Report Annual Report on Corporate Social Responsibility Activities

1. Brief outline on CSR Policy of the Company.

CSR policy, reflecting ethos of the Company, broad areas of CSR interest and overview of activities, proposes rural focus and woman empowerment.

Policy states the list of activities/projects undertaken/to be undertaken in future.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Dr. (Mrs.) Rakhi Jain	Chairperson	01	01
2.	Mr. Anil Kumar Singh	Member	01	01
3.	Mr. Anunay Kumar	Member	01	01

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company. www.jsw.in/groups/piombino-steel-limited.
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable **Not Applicable**
5. (a) Average net profit of the Company as per sub-section (5) of Section 135 **₹. 22 Cr**
 (b) Two percent of average net profit of the Company as per sub-section (5) of Section 135 **₹ 44 Lac**
 (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years. **Nil**
 (d) Amount required to be set-off for the financial year, if any **Nil**
 (e) Total CSR obligation for the financial year [(b)+(c)-(d)]. **₹ 44,00,000**
6. (a) Amount spent on CSR Projects (both ongoing Project and other than Ongoing Project): **₹ 44,00,000/-**
 (b) Amount spent in Administrative Overheads : **Nil**
 (c) Amount spent on Impact Assessment, if applicable. **Nil**
 (d) Total amount spent for the Financial Year [(a)+(b)+(c)]. **₹ 44,00,000/-**
 (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as sub-section (6) of Section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section(5) of Section 135		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.

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₹44,00,000/-	Nil	NA	NA	NA	NA
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(f) Excess amount for set-off, if any:

Sl. No	Particular	Amount (in Rs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135	₹ 44,00,000
(ii)	Total amount spent for the Financial Year	₹44,00,000
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl No	Proceeding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in Rs)	Balance Amount in Unspent CSR Account under sub - section (6) of Section 135 (in Rs)	Amount spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub - section (5) of Section 135, if any	Date of Transfer	Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
1.	FY-1	NIL	NIL	NIL	NIL	NA	NIL	NA
2.	FY-2							
3.	FY-3							

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

Yes	No
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If yes, enter the number of Capital assets created / acquired :

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

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48

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity / Authority / beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration number, if applicable	Name	Registered address

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

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per sub-section (5) of Section 135. **Not Applicable**

For and on behalf of the Board of Directors

Sd/-
Dr. Rakhi Jain
(Chairperson CSR Committee)

Sd/-
Anil Kumar Singh
(Director)

49

INDEPENDENT AUDITORS' REPORT

To the Members of Piombino Steel Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **Piombino Steel Limited** ("the Company"), which comprise the balance sheet as at March 31, 2023, and the statement of profit and loss, (including the statement of other comprehensive income), the cash flow statement and the statement of changes in equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, ("the 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, 2023, and its profit and other comprehensive income, its cash flow and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under sub-section (10) of Section 143 of the Act. Our responsibilities under those SAs are further described in the 'Auditor's Responsibilities for the Audit of the Standalone 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 standalone 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 audit opinion on the standalone financial statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

Responsibilities of the Management and Board of directors for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in sub-section (5) of Section 134 of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and financial performance including other comprehensive income, change in equity and cash flows 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 Standards) 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

Our objectives are to obtain reasonable assurance about whether the Standalone 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 standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone 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 clause (f) of sub-section (3) of Section 143 of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements 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 and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statement 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by sub-section (3) of Section 143 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 other 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 standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of sub-section (2) of Section 164 of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B.
 - g. The Company has not paid / not provided for managerial remuneration in the books of accounts. Accordingly, provisions of Section 197 of the Act is not applicable to the Company.
 - 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position in the standalone financial statements – Refer Note 29 of the standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall,

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented that, to the best of its knowledge and belief, no funds (which are either material either individually or in aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall,
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures that have been considered reasonable and appropriate on the circumstances, nothing has come to our notice that has caused us to believe that the representation under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared and paid dividend during the year.
- vi. 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, 2023.

For **SHAH GUPTA & CO.,**
 Chartered Accountants
 Firm Registration No.: 109574W

Sd/-
Parth P Patel
 Partner
 M. No.172670
 UDIN: 23172670BGXTN/369
 Place: Mumbai
 Date: May 10, 2023

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Piombino Steel Limited of even date)

- (i) (a) (A) The Company does not have property, plant and equipment's and accordingly, reporting under paragraph 3 (i) (a) (A) of the Order is not applicable.
- (B) According to the information and explanations given to us and the records of the Company examined by us, the Company does not have any Intangible assets and accordingly, reporting under paragraph 3 (i) (a) (B) of the Order is not applicable.
- (b) The Company does not have property, plant and equipment's and accordingly, reporting under paragraph 3 (i) (b) of the Order is not applicable to the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not hold any immovable property during the year. Accordingly, reporting under paragraph 3 (i) (c) of the Order is not applicable to the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or Intangible assets during the year.
- (e) Based on the information and explanations furnished to us, no proceedings have been initiated during the year or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- (ii) (a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory by the Management, as compared to book records were not material and have been appropriately dealt with in the books of account. No discrepancies of 10% or more in aggregate for each class of inventory were noticed in respect of such physical verification.
- (b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.
- (iii) The Company has not made any investments, granted secured/ unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties during the year. Accordingly, reporting under paragraph 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities granted during the year in respect of which provisions of Section 185 and 186 of the Act are applicable to the Company. Accordingly, reporting under paragraph 3 (iv) of the Order is not applicable to the Company.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of Section 73 to Section 76 of the Act and the Rules framed there under to the extent notified.
- (vi) The Central Government has not prescribed the maintenance of cost records under sub section (1) of section 148 of the Act for any of the products by the Company. Accordingly, reporting under paragraph 3(vi) of the Order is not applicable to the Company.
- (vii) (a) According to the information and explanations given to us, and the records of the company examined by us, the Company is generally regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, service tax, goods and service tax, cess and other material statutory dues applicable to it. According to the information and explanations given to us, there are no undisputed amounts payable in respect of income tax, service tax, goods and service tax, cess and other material statutory dues which were outstanding, at the year end, for a year of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of sales tax, wealth tax, service tax, goods and service tax, income tax, duty of excise, duty of excise, value added tax, and cess which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us and the records of the Company examined by us, there is no income surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

- (ix) (a) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Willful Defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, the money raised by way of the term loans have been applied by the Company during the year for the purpose for which it was raised.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Standalone Financial Statements of the Company, the Company has not obtained any short-term loans during the year. Accordingly, reporting under paragraph 3 (ix) (d) is not applicable to the Company.
- (e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3 (x) (a) of the Order is not applicable to the Company.
- (b) 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, reporting under paragraph 3 (x) (b) of the Order is not applicable to the Company.
- (xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under sub-clause (12) of Section 143 of the Act, in Form ADT-4, was not required to be filed. Accordingly, reporting under clause 3 (xi) (b) of the Order is not applicable to the Company.
- (c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- (xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given by the management and audit procedures performed by us, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.
- (xiv) (a) The internal audit of the Company is covered under the group internal audit pursuant to which an internal audit is carried out every year. In our opinion, the Company's internal audit system is commensurate with the size and nature of its business.
- (b) The reports of the Internal Auditor for the year under audit have been considered by us.
- (xv) 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 any non-cash transactions with Directors or persons connected with him. Accordingly, reporting under paragraph 3 (xv) of the Order is not applicable to the Company.
- (xvi) (a) The Company's financial assets are more than 50 per cent of its total assets (netted off by intangible assets) and income from financial assets is more than 50 per cent of the gross income. Accordingly, the tests for determining 'Principal Business' mentioned in Reserve Bank of India, non-banking financial company (NBFC) regulations are met. As informed to us, the Company is in the process of obtaining experts advice for complying with the registration under Section 45-IA of the Reserve Bank of India Act, 1934.

- (b) The Company has not conducted non-banking financial / housing finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3 (xvi) (b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause 3 (xvi) (c) of the Order is not applicable to the Company.
- (d) We have been informed by the management that as per the definition of Group under Core Investment Companies (Reserve Bank) Directions 2016, there is one Core Investment Company (CIC) which is registered and three CICs which are not required to be registered with the Reserve Bank of India, forming part of the promoter group.
- (xvii) The Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly, reporting under clause (xviii) is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios (Also refer Note 1B (II) and Note 33 to the Standalone Financial Statements), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a year of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a year of one year from the balance sheet date will get discharged by the Company as and when they fall due.
- (xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of Order is not applicable for the year.
- (b) There are no unspent amounts towards Corporate Social Responsibility (CSR) on ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (6) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(b) of Order is not applicable for the year.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For SHAH GUPTA & CO.,
Chartered Accountants
Firm Registration No.: 109574W

Sd/-
Parth P Patel
Partner
M. No.172670
UDIN: 23172670BGXTNJ369
Place: Mumbai
Date: May 10, 2023

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT**Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (l) of sub-section (3) of Section 143 of the Act**

We have audited the internal financial controls over financial reporting of **Piombino Steel Limited** ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these standalone financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with reference to these Standalone financial statements

A Company's internal financial control over financial reporting with reference to these standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting with reference to these standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of the standalone 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 (3) 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 standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these Standalone financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to these standalone financial statements and such internal financial controls were operating effectively as at March 31, 2023, based on the internal financial controls with reference to these standalone financial statements 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 **SHAH GUPTA & CO.,**
Chartered Accountants
Firm Registration No.: 109574W

Sd/-
Parth P Patel
Partner
M. No.172670
UDIN: 231726708GXTNJ369
Place: Mumbai
Date: May 10, 2023

PIOMBINO STEEL LIMITED
Standalone Balance Sheet as at March 31, 2023
CIN No. - U27320MH2018PLC374653

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
Rs. in crores			
I ASSETS			
(1) Non-current assets			
(a) Investment in a subsidiary	2	8,550.00	8,550.00
(b) Financial assets			
(i) Other financial assets	3	-	0.27
(c) Deferred tax assets (net)	24	0.04	-
(d) Current tax assets (net)	4	23.84	26.83
Total non-current assets		8,573.88	8,577.10
(2) Current assets			
(a) Inventories	5	4.18	-
(b) Financial assets			
(i) Trade receivables	6	36.91	445.36
(ii) Cash and cash equivalents	7	0.03	4.23
(iii) Other financial assets	8	951.37	464.13
(c) Other current assets	9	24.93	15.02
Total current assets		1,017.42	928.74
Total Assets		9,591.30	9,505.84
II EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	6,092.92	6,092.92
(b) Other equity	11	261.05	93.00
Total Equity		6,353.96	6,185.92
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	112.27	2,525.22
(ii) Other financial liabilities	13	6.09	230.63
Total non-current liabilities		118.36	2,755.85
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	14	2,481.36	-
(ii) Trade payables			
(a) Total outstanding due of micro and small enterprises	15	-	-
(b) Total outstanding due of creditors other than micro and small enterprises		45.10	447.17
(iii) Other financial liabilities	16	592.51	116.46
(b) Other current liabilities	17	-	0.44
Total current liabilities		3,118.97	564.07
Total Liabilities		3,237.33	3,319.92
Total Equity and Liabilities		9,591.30	9,505.84

See accompanying notes to the standalone financial statements

As per our attached report of even date
For Shah Gupta & Co.
 Chartered Accountants
 Firm Registration No.: 109574W

For and on behalf of the Board of Directors

Sd/-
Parth P Patel
 Partner
 Membership No.: 172670
 UDIN: 23172670BGXTNJ7369
 Place: Mumbai
 Date: 10 May, 2023

Sd/-
Kaustubh Kulkarni
 Chief Executive Officer

Sd/-
Divyakumar Bhair
 Director
 DIN: 08568679

Sd/-
Anil Kumar Singh
 Director
 DIN: 02059903

Sd/-
Alok Kumar Mishra
 Company Secretary
 M. No. A15967

Sd/-
Mohit Goyal
 Chief Financial Officer

PIOMBINO STEEL LIMITED
Standalone Statement of Profit and Loss for the year ended March 31, 2023
CIN No. - U27320MH2018PLC374653

Particulars	Note No.	Rs. in crores	
		For the year ended March 31, 2023	For the year ended March 31, 2022
I. Revenue from operations	18	45.46	560.36
II. Other income	19	537.94	507.00
III. Total income (I+II)		583.40	1,067.36
IV. Expenses			
Purchase of stock-in-trade	20	49.89	559.55
Finance costs	21	311.98	434.98
Change in Inventory of Stock-in trade		(4.18)	-
Other expenses	22	1.02	1.97
Total expenses		358.71	996.50
V. Profit before tax (III-IV)		224.69	70.86
VI. Tax expense/(credit)	24		
Current tax		56.69	26.39
Deferred tax		(0.04)	(40.90)
		56.65	(14.52)
VII. Profit for the year (V-VI)		168.04	85.38
VIII. Other comprehensive income/ (loss)		-	-
IX. Total comprehensive income for the year (VII+VIII)		168.04	85.38
X. Earnings per equity share of Rs. 10 each			
Basic	23	0.28	0.21
Diluted		0.28	0.08

See accompanying notes to the standalone financial statements

As per our attached report of even date
For Shah Gupta & Co.
Chartered Accountants
Firm Registration No.: 109574W

Sd/-
Parth P Patel
Partner
Membership No.: 172670
UDIN: 231726708GXTNJ7369
Place: Mumbai
Date: 10 May, 2023

Sd/-
Kaustubh Kulkarni
Chief Executive Officer

For and on behalf of the Board of Directors

Sd/-
Divyakumar Bhair
Director
DIN: 08568679

Sd/-
Anil Kumar Singh
Director
DIN: 02059903

Sd/-
Alok Kumar Mishra
Company Secretary
M. No. A15967

Sd/-
Mohit Goyal
Chief Financial Officer

60

PIOMBINO STEEL LIMITED
Standalone Statement of Cash Flows for the year ended March 31, 2023
CIN No. - U27320MH2018PLC374653

Rs. In crores

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	224.69	70.86
Adjustments for :		
Finance costs	311.98	434.98
Interest income	(537.94)	(507.00)
Loss from operating activities	(1.27)	(1.16)
Changes in working capital		
Adjustments for:		
Decrease/(Increase) in trade receivables	408.12	(435.18)
(Decrease) in other assets	36.58	13.80
(Decrease)/Increase in trade payables and other liabilities	(402.52)	393.90
Cash generated/(used) in operations	40.18	(28.64)
Direct taxes paid	(53.70)	(1.25)
Net cash used in operating activities (A)	(12.78)	(29.90)
B. Cash flow from investing activities		
Investment in equity shares	-	(0.31)
Net cash used in investing activities (B)	-	(0.31)
C. Cash flow from financing activities		
Proceeds from non-current borrowings	56.27	56.00
Finance costs paid	-	(37.50)
Annual fees paid	(47.69)	(43.75)
Net cash generated/(used) in financing activity (C)	8.58	(25.25)
Net decrease in cash and cash equivalents (A+B+C)	(4.20)	(55.45)
Cash and cash equivalents at the beginning of the year	4.23	59.66
Cash and cash equivalents received on acquisition (refer note 30)	-	0.03
Cash and cash equivalents at the end of the year	0.03	4.23

Note:

i. The statement of cash flows is prepared using the "indirect method" set out in Ind AS 7 "Statement of Cash Flows".

ii. Reconciliations part of cash flows

Particulars	Borrowings	Equity	Total
Balance as on March 31, 2022	2,525.22	6,092.92	8,618.14
Unamortised upfront fees	12.14	-	12.14
Loan from a related party	56.27	-	56.27
Balance as on March 31, 2023	2,593.63	6,092.92	8,686.55

See accompanying notes to the standalone financial statements

As per our attached report of even date

For **Shah Gupta & Co.**

Chartered Accountants

Firm Registration No.: 109574W

Sd/-

Parth P Patel

Partner

Membership No.: 172670

UDIN: 23172670BGXTN17369

Place: Mumbai

Date: 10 May, 2023

For and on behalf of the Board of Directors

Sd/-
Kaustubh Kulkarni
 Chief Executive Officer

Sd/-
Divyakumar Bhair
 Director
 DIN: 08568679

Sd/-
Anil Kumar Singh
 Director
 DIN: 02059903

Sd/-
Alok Kumar Mishra
 Company Secretary
 M. No. A15967

Sd/-
Mohit Goyal
 Chief Financial Officer

PIOMBINO STEEL LIMITED
Standalone Statement of changes in equity for the year ended March 31, 2023
 CIN No. - U27320MH2018PL1C374653

(a) Equity share capital	Rs. in crores
Particulars	
As at March 31, 2021	1,667.29
Shares issued during the year	2,797.55
Reclassification of equity component within equity	1,628.08
As at March 31, 2022	6,092.92
Shares issued during the year	-
Reclassification of equity component within equity	-
As at March 31, 2023	6,092.92

(b) Other equity	Reserves & Surplus					Total
	Equity component of financial instruments	Retained earnings	Debtenture Redemption Reserve	Capital Reserve on account of business combination	Money received against share warrants	
Nature						
Opening balance as at April 1, 2021	1,322.91	(6.84)	-	-	-	1,316.07
Profit for the year	-	85.38	-	-	-	85.38
Arising on account for business combination (refer note 30)	-	-	-	0.47	-	0.47
Reversal of deferred tax liability on conversion of OFCDs	305.17	-	-	-	-	305.17
Reclassification of equity component within equity	(1,628.08)	-	-	-	14.00	(1,614.08)
Closing balance as at March 31, 2022	-	78.54	-	0.47	14.00	93.01
Profit for the period	-	168.04	-	-	-	168.04
Transfer to debtenture redemption reserve	-	(246.58)	246.58	-	-	-
Closing balance as at March 31, 2023	-	-	246.58	0.47	14.00	261.05

See accompanying notes to the standalone financial statements

As per our attached report of even date
 For Shah Gupta & Co.
 Chartered Accountants
 Firm Registration No.: 109574W

Sd/-
 Parth P Patel
 Partner
 Membership No.: 172670
 UDIN: 23172670B0XIN/7369
 Place: Mumbai
 Date: 10 May, 2023

Sd/-
 Kaustubh Kulkarni
 Chief Executive Officer

Sd/-
 Divyakumar Bhalir
 Director
 DIN: 08566679

Sd/-
 Anil Kumar Singh
 Director
 DIN: 02059903

Sd/-
 Alok Kumar Mishra
 Company Secretary
 M. No. A15967

Sd/-
 Mohit Goyal
 Chief Financial Officer

For and on behalf of the Board of Directors

PIOMBINO STEEL LIMITED
Notes forming part of the standalone financial statements

Particulars	Outstanding for following periods from due date of payment as at 31 March 2022					
	Not yet due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	Total
Undisputed trade receivables - considered good	-	445.36	-	-	-	445.36
Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed trade receivables - credit impaired	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-
Disputed trade receivables - credit risk	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-

The credit period on sales of goods ranges from 7 to 90 days with or without security. Trade receivables does not include any receivables from directors and officers of the Company. Details of trade receivables from related parties has been described in note 25.

7. Cash and cash equivalents

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Balances with bank in current accounts	0.03	4.23
	<u>0.03</u>	<u>4.23</u>

8. Other current financial assets (unsecured)

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Interest receivable on CCDs	951.09	463.87
Other financial assets	0.01	0.26
Security deposit	0.27	-
Less: Allowance for doubtful receivables	-	-
	<u>951.37</u>	<u>464.13</u>

9. Other current assets

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Balance with government authorities	24.93	15.00
Others	-	0.02
Less: Allowance for doubtful receivables	-	-
	<u>24.93</u>	<u>15.02</u>

10. Equity share capital

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount	No. of shares	Amount
(a) Authorised:				
Equity shares of Rs. 10 each	12,000,000,000	12,000.00	12,000,000,000	12,000.00
(b) Issued and subscribed				
Outstanding at the beginning of the year, fully paid up	2,000,000,000	1,667.29	2,000,000,000	1,667.29
Add: Shares issued pursuant to conversion of optionally fully convertible debentures (OFCDs)	4,100,000,000	2,797.55	4,100,000,000	2,797.55
Add: Reclassification of equity component within equity	-	1,628.08	-	1,628.08
Outstanding at the end of the year, fully paid up	<u>6,100,000,000</u>	<u>6,092.92</u>	<u>6,100,000,000</u>	<u>6,092.92</u>

(c) Rights, preferences and restrictions attached to equity shares

The Company has single class of equity shares. Each holder of equity shares is entitled for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

(d) Details of shareholders holding more than 5% shares in the Company are set out below:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	% of Shares	No. of Shares	% of Shares
JSW Steel Limited (JSW Steel) (including nominees)	5,080,000,000	83.28%	5,080,000,000	83.28%
JSW Shipping & Logistics Private Limited	1,020,000,000	16.72%	1,020,000,000	16.72%

(e) Change in Promoter's shareholding as on March 31, 2023:

Promoter Name	As at March 31, 2023		As at March 31, 2022		% change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
JSW Steel Limited, the Holding Company	5,080,000,000	83.28%	5,080,000,000	83.28%	0.00%
JSW Shipping & Logistics Private Limited	1,020,000,000	16.72%	1,020,000,000	16.72%	0.00%

PIOMBINO STEEL LIMITED
Notes forming part of the standalone financial statements
11. Other equity

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Surplus/ (deficit) in retained earnings	-	78.54
Capital reserve	0.47	0.47
Money received against share warrants	14.00	14.00
Debenture redemption reserve	246.58	-
	261.05	93.00

(a) Retained earnings

Retained earnings are the profits/(losses) that the Company has earned till date. It is a free reserve available to the Company.

(b) Capital reserve

Reserve is created primarily on merger (refer note 30) as per statutory requirement. This reserve is utilised in accordance with the specific provision of the Companies Act, 2013.

(c) Money received against share warrants

The Company has issued 3,500,000,000 share warrants each to JSW Steel and JSW Shipping respectively with a subscription price of Rs. 0.02 per warrant. The exercise period is five years from the days of issue of the warrants and the warrant holders at their discretion shall be entitled to purchase one equity share of the face value of Rs. 10 each at an exercise price of Rs 10.

(d) Debenture redemption reserve

The Indian Companies Act requires Companies that issue debentures to create a debenture redemption reserve from annual profits until such debentures are redeemed. Companies are required to maintain 10% as a reserve of outstanding redeemable debentures. Debenture redemption has been created to the extent of available reserve in the Company.

12. Borrowings

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Non-current borrowings (Unsecured)		
(i) Debentures		
Borrowings through Non convertible bonds (NCBs)	2,500.00	2,500.00
Less: Unamortised upfront fees on borrowings	(18.64)	(30.78)
	2,481.36	2,469.22
Less: Current maturities of long term debt from a related party classified as short term borrowings	(2,481.36)	-
	-	2,469.22
(ii) Term loans		
From related party	112.27	56.00
	112.27	2,525.22

(a) Borrowings through NCBs

Particulars	As at March 31, 2023	As at March 31, 2022	Term of repayment
Non-Convertible Bonds (NCBs)	2,500	2,500	Unsecured NCBs of Rs. 10,00,000 each aggregating to Rs. 2,500 crores and are redeemable on March 22, 2024 at a premium of 9% to be compounded annually and payable at redemption.

(b) Loan from JSW Steel Limited

The Company has borrowed from JSW Steel amounting to Rs. 40,000,000 bearing an interest rate of 10.75% and is repayable on March 31, 2024 however as per management intention to extend the maturity by another two years, the same has been classified as non-current only. The principal and accrued interest thereon shall be unsecured obligations of the Company, and rank pari passu with any other unsecured and unsubordinated creditors of the Company.

The Company has borrowed from JSW Steel amounting to Rs. 520,000,000 bearing an interest rate of 11.25% and is repayable on March 31, 2024 however as per management intention to extend the maturity by another two years, the same has been classified as non-current only. The principal and accrued interest thereon shall be unsecured obligations of the Company, and rank pari passu with any other unsecured and unsubordinated creditors of the Company.

The Company has borrowed from JSW Steel amounting to Rs. 562,712,500 bearing an interest rate of 11.25% and is repayable on March 31, 2024 however as per management intention to extend the maturity by another two years, the same has been classified as non-current only. The principal and accrued interest thereon shall be unsecured obligations of the Company, and rank pari passu with any other unsecured and unsubordinated creditors of the Company.

13. Other non-current financial liabilities

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Interest accrued but not due on borrowings	6.09	0.31
Premium on redemption of non-convertible debentures	-	230.32
	6.09	230.63

14. Borrowings

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Current borrowings		
Current maturities of non convertible debenture (Refer note 12)	2,481.36	-
	2,481.36	-

PIOMBINO STEEL LIMITED
Notes forming part of the standalone financial statements

15. Trade payables

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
(a) Total outstanding, dues of micro and small enterprises	-	-

Disclosure pertaining to micro, small and medium enterprises (as per information available with the Company)

Description	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Principal amount due outstanding as at end of year	-	-
Principal amount overdue more than 45 days	-	-
Interest due on above and unpaid as at end of year	-	-
Interest paid to the supplier	-	-
Payments made to the supplier beyond the appointed day during the year	-	-
Interest due and payable for the year of delay	-	-
Interest accrued and remaining unpaid as at end of year	-	-
Amount of further interest remaining due and payable in succeeding year	-	-

(b) Total outstanding, dues of creditors other than micro and small enterprises

Payable for operational creditors	-	-
Others	45.10	447.17
	45.10	447.17

Ageing as at March 31, 2023

Particulars	Outstanding for following periods from due date of payment				
	Unbilled	Less than 1 year	1-2 years	2-3 years	Total
MSME	-	-	-	-	-
Others	0.13	43.94	1.03	-	45.10
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

Ageing as at March 31, 2022

Particulars	Outstanding for following periods from due date of payment				
	Unbilled	Less than 1 year	1-2 years	2-3 years	Total
MSME	-	-	-	-	-
Others	0.96	446.21	-	-	447.17
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

Payables are normally settled within 180 days.

16. Other current financial liabilities

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Interest accrued and due on borrowings	116.46	116.46
Premium on redemption of non-convertible debentures	476.06	-
	592.52	116.46

17. Other current liabilities

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Statutory dues	-	0.44
	-	0.44

18. Revenue from operations

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale of traded goods	45.46	560.36
	45.46	560.36

Piombino Steel Limited
Notes forming part of the standalone financial statements

Ind AS 115 (Revenue from contracts with customers)

The Company has assessed and determined the following categories for disaggregation of revenue in addition to that provided under segment disclosure :

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue from contracts with customer - sale of products		
Trading of steel products	45.46	560.36
Total revenue from operations	45.46	560.36
India	45.46	560.36
Outside India	-	-
Total revenue from operations	45.46	560.36
Timing of revenue recognition		
At a point in time	45.46	560.36
Total revenue from operations	45.46	560.36

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Trade receivables	36.91	445.36

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest Income earned on financial assets	537.92	507.00
Other Miscellaneous Income	0.02	-
	537.94	507.00

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Purchase of traded goods	49.89	559.55
	49.89	559.55

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Premium on redemption of non-convertible debentures	245.73	227.12
Interest on borrowings	6.42	6.59
Unwinding of interest on financial liabilities carried at amortised cost	12.14	157.32
Other borrowing costs	47.69	43.95
	311.98	434.98

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Legal and professional fees	0.51	0.57
Miscellaneous expenses	0.51	1.39
	1.02	1.97

a) Remuneration to auditors included in legal and professional Fees

As Statutory audit fees (including limited reviews)	0.25	0.24
For certification and other services	-	0.04

b) Corporate social responsibility (CSR)

Particular	For the year ended 31 March ,2023		For the year ended 31 March ,2022	
	In- Cash	Yet to be paid in cash	In- Cash	Yet to be paid in cash
(a) Gross amount required to be spent by the Company during the year	0.44	-	-	-
(b) Amount spent on:				
(i) Construction / acquisition of assets				
(ii) On purposes other than (i) above (for CSR projects)	-	0.44	-	-

(c) Details of related party transactions

Amount paid to JSW Foundation, a related party in relation to CSR expenditure(refer note 25)

(d) Nature of CSR activities

1. Public health infrastructure, capacity building & support programs
2. Project management cost

PIOMBINO STEEL LIMITED
Notes forming part of the standalone financial statements

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Net profit/(loss) attributable to equity shareholders for the year (A)	168.04	85.38
Weighted average number of equity shares for the purpose of calculating basic earnings per share (B)	6,100,000,000	4,044,383,562
Weighted average number of equity shares for the purpose of calculating diluted earnings per share (C)	6,100,000,000	11,044,383,562
Earnings per share		
Basic (Face value of Rs. 10 each) (A/B)	0.28	0.21
Diluted (Face value of Rs. 10 each) (A/B)	0.28	0.08

24. Income Tax

A. Income Tax expense

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Current tax	56.69	26.39
Deferred tax	(0.04)	(40.90)
Total tax expense	56.65	(14.52)

A reconciliation of income tax expense applicable to accounting profit before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Effective tax rate reconciliation		
Profit before tax	224.69	70.86
Enacted tax rate in India	25.17%	25.17%
Expected income tax expense at statutory tax rate	56.65	17.83
Tax effect of expenses not deductible in determining taxable profits		
Deferred tax assets not recognized	0.04	8.55
Tax expense for the year	56.69	26.39
Effective Income tax rate	25.23%	37.24%

B. Deferred tax asset (net)

Deferred tax balance in relation to	Rs. in crores			
	As at 31-Mar-22	Recognised /reversed through profit and loss	Recognised /reclassified from other comprehensive income	As at 31-Mar-23
Others	-	0.04	-	0.04
Total tax expense	-	0.04	-	0.04

25. Related party disclosures as required by Ind AS 24

A. Relationships

1. Holding Company

JSW Steel Limited (with effect from October 1, 2021)

2. The investing party in respect of which the reporting enterprise is a joint venture

JSW Steel Limited (upto September 30, 2021)

JSW Shipping & Logistics Private Limited (upto September 30, 2021)

3. Subsidiary Company

Bhushan Power & Steel Limited (with effect from March 26, 2021)

West Waves Maritime & Allied Services Private Limited (with effect from November 24, 2021)

4. Fellow Subsidiary Company

JSW Steel Coated Products Limited

Asian Color Coated Ispat Limited (amalgamated with JSW Steel Coated Products Limited with effect from February 24, 2023)

JSW Vallabh Tinplate Private Limited

PIOMBINO STEEL LIMITED
Notes forming part of the standalone financial statements

5. Key Management Personnel

Mr. Kaustabh Kulkarni (with effect from January 19, 2022)	Chief Executive Officer
Mr. Mohit Goyal (with effect from January 19, 2022)	Chief Financial Officer
Mr. Alok Kumar Mishra	Company Secretary

6. Board of Directors

Mr. Manoj Kumar Mohhta (with effect from December 1, 2021)	Non-Independent Non-Executive Director
Mr. Anil Kumar Singh (with effect from December 1, 2021)	Non-Independent Non-Executive Director
Mr. Divyakumar Bhair (with effect from December 1, 2021)	Non-Independent Non-Executive Director
Mr. Anunay Kumar (with effect from December 1, 2021)	Independent Non-Executive Director
Dr. (Mrs.) Rakhi Jain (with effect from December 1, 2021)	Independent Non-Executive Director
Mr. Bhushan Prasad (upto December 1, 2021)	Non-Independent Non-Executive Director
Mr. Sundeeep Jain (upto December 1, 2021)	Non-Independent Non-Executive Director
Mr. Sriram K.S.N. (upto December 1, 2021)	Non-Independent Non-Executive Director

7. Other related party

JSW Shipping & Logistics Private Limited (with effect from October 01, 2021)
West Waves Maritime & Allied Services Private Limited (upto November 23, 2021)

B. Transactions with related parties

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Bhushan Power & Steel Limited		
Interest income	537.92	507.00
JSW Steel Limited		
Loan received	56.27	56.00
Finance costs	6.42	157.66
Purchase of steel products	41.81	663.65
Rent expense	0.01	-
JSW Steel Coated Products Limited		
Trading of steel products	23.39	341.04
Aslan Color Coated Ispat Limited		
Trading of steel products	-	63.06
JSW Vallabh Tinplated Private Limited		
Trading of steel products	-	73.09
West Waves Maritime & Allied Services Private Limited		
Advance given	-	0.05
Reimbursement of expenses incurred on our behalf	-	0.81
Finance costs	-	181.12
JSW Foundation		
CSR expenditure	0.44	-
Director Remuneration		
Remuneration to Kaustabh Kulkarni*	0.00	0.00

*Rs. 1000

Notes:

1. Transactions are inclusive of taxes wherever applicable.

2. The Independent Non-Executive Directors are paid remuneration by way of sitting fees. The Company paid to them by way of sitting fees during current year is ₹ 0.018 crores (previous year ₹ 0.012 crores), which is not included above.

Terms and conditions

Sales

The sales to related parties are made on terms equivalent to those that prevail in arm's length transactions and in the ordinary course of business. Sales transactions are based on prevailing price lists and memorandum of understanding signed with related parties. For the year ended 31 March, 2023, the Company has not recorded any impairment of receivables relating to amounts owed by related parties

Purchases

The purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions and in the ordinary course of business. Purchase transactions are based on made on normal commercial terms and conditions and market rates

The transactions other than mentioned above are also in the ordinary course of business and at arms' length basis.

PIOMBINO STEEL LIMITED
Notes forming part of the standalone financial statements

C. Balances with related parties

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Bhushan Power & Steel Limited		
Interest receivable	951.09	515.30
JSW Steel Limited		
Loan outstanding	112.27	56.00
Interest payable	122.08	116.30
Trade payables	43.59	445.65
JSW Steel Coated Products Limited		
Trade receivables	23.38	340.75
Asian Color Coated Ispat Limited		
Trade receivables	-	31.51
JSW Vallabh Tinplated Private Limited		
Trade receivables	-	48.03
JSW Shipping & Logistics Private Limited		
Interest payable	0.47	0.47
JSW Foundation		
CSR expenditure	0.44	-

26. Financial Instruments

26.1 Capital Risk Management

The Company maintains a strong credit rating through optimum mix of debt and equity. The principal source of funding of the Company is from inter corporate loans, capital markets and investors. The Company is not subject to any externally imposed capital requirements. The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio. The Company monitors its capital using gearing ratio, which is net debt, divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents and current investments.

Particulars	Rs. in crores	
	As at March 31, 2023	As at March 31, 2022
Borrowings	2,593.63	2,525.22
Less: Cash and cash equivalent	(0.03)	(4.23)
Net debt	2,593.60	2,520.99
Total equity	6,353.96	6,185.92
Gearing ratio	0.41	0.41

Equity includes all capital and reserves of the Company that are managed as capital and debt is defined as long and short term borrowings.

26.2 Categories of financial instruments

The accounting classification of each category of financial instruments and their carrying amounts are set out below:

As at March 31, 2023

Particulars	Rs. in crores			
	Amortised cost	Fair value through profit and loss	Total carrying value	Total fair value
Financial assets				
Trade receivables	36.91	-	36.91	36.91
Cash and cash equivalents	0.03	-	0.03	0.03
Other financial assets	951.37	-	951.37	951.37
Total	988.31	-	988.31	988.31
Financial liabilities				
Long term borrowings (including current maturities)	2,593.63	-	2,593.63	2,593.63
Trade payables	45.10	-	45.10	45.10
Other financial liabilities	598.60	-	598.60	598.60
Total	3,237.33	-	3,237.33	3,237.33

As at March 31, 2022

Particulars	Rs. in crores			
	Amortised cost	Fair value through profit and loss	Total carrying value	Total fair value
Financial assets				
Trade receivables	445.36	-	445.36	445.36
Cash and cash equivalents	4.23	-	4.23	4.23
Other financial assets	464.40	-	464.40	464.40
Total	913.99	-	913.99	913.99
Financial liabilities				
Long term borrowings	2,525.22	-	2,525.22	2,525.22
Trade payables	447.17	-	447.17	447.17
Other financial liabilities	347.09	-	347.09	347.09
Total	3,319.48	-	3,319.48	3,319.48

PIOMBINO STEEL LIMITED

Notes forming part of the standalone financial statements

27. Fair value hierarchy of financial instruments

The carrying amounts of trade receivables, trade payables, cash and cash equivalents, other financial assets and other financial liabilities (other than those specifically disclosed) are considered to be the same as their fair values, due to their short-term nature. A significant part of the financial assets is classified as Level 2. The fair value of these assets is marked to an active market or based on observable market data. The financial assets carried at fair value by the Company are mainly investments in debt securities, accordingly, any material volatility is not expected.

Details of financial assets/liabilities measured at amortised cost but fair value disclosed in category-wise

Particulars	Level and valuation techniques	Rs. in crores	
		As at March 31, 2023	As at March 31, 2022
Long term borrowings (Including current maturities)	Level 2, estimated by discounting expected future cash flows using a discount rate equivalent to the risk-free rate of return adjusted for credit spread considered by lenders for instruments of similar maturities.		
Carrying value		2,593.63	2,525.22
Fair value		2,593.63	2,525.22

27.1 Market risk management

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

27.2 Interest risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk because funds are borrowed at fixed interest rates. The borrowings of the Company are principally denominated in rupees with fixed rates of interest.

27.3 Liquidity risk management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing.

As at March 31, 2023

Particulars	Rs. in crores			Total
	< 1 year	1-5 years	> 5 years	
Financial assets				
Trade receivables	36.91	-	-	36.91
Cash and cash equivalents	0.03	-	-	0.03
Other financial assets	951.37	-	-	951.37
Total	988.31	-	-	988.31
Financial liabilities				
Long term borrowings	2,481.36	112.27	-	2,593.63
Trade payables	45.10	-	-	45.10
Other financial liabilities	592.51	6.09	-	598.60
Total	3,118.97	118.36	-	3,237.33

As at March 31, 2022

Particulars	Rs. in crores			Total
	< 1 year	1-5 years	> 5 years	
Financial assets				
Trade receivables	445.36	-	-	445.36
Cash and cash equivalents	4.23	-	-	4.23
Other financial assets	464.13	0.25	0.02	464.40
Total	913.72	0.25	0.02	913.99
Financial liabilities				
Long term borrowings	-	2,525.22	-	2,525.22
Trade payables	447.17	-	-	447.17
Other financial liabilities	116.46	230.63	-	347.09
Total	563.63	2,755.85	-	3,319.48

27.4 Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Currently, the Company has limited customer base. The Company selects customers after due diligence based on creditworthiness as a means of mitigating the risk of financial loss from defaults.

28. Segment reporting

The Company is in the business of coal and steel products trading activity, primarily operated in India and regularly reviewed by the Chief Operating Decision Maker for assessment of

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Domestic	45.46	560.36
	45.46	560.36

Revenue from operations have been allocated on the basis of location of customers.

b. Non-current assets

All non-current assets of the Company are located in India.

c. Customer contributing more than 10% of revenue

Particulars	Rs. in crores	
	For the year ended March 31, 2023	For the year ended March 31, 2022
JSW Steel Coated Products Limited	23.39	-
Namco Industries Private Limited	13.52	-
Apl Apollo Tubes Limited	-	-
Elamrin Mercantile Private Limited	-	560.36
	36.91	560.36

PIOMBINO STEEL LIMITED

Notes forming part of the standalone financial statements

29. Contingent Liabilities

The Company does not have any contingent liabilities as on March 31, 2023 (March 31, 2022 : Nil).

30. Previous year's figures have been reclassified/regrouped, wherever necessary, to confirm with the current period classification in comply with requirements of the amended Schedule III to the Companies Act, 2013.

31. West Waves Maritime & Allied Services Private Limited became a wholly owned subsidiary of the Company with effect from November 24, 2021, upon acquisition of its entire equity shareholding from Magnificent Merchandise and Advisory Services Private Limited for a premium of Rs. 9.17 per share. The Company had earlier availed financial assistance from West Waves Maritime & Allied Services Private Limited amounting to Rs. 2500 crores in relation to the acquisition of the Bhushan Power and Steel Limited.

32. The Board of Directors of the Company in their meeting held on the January 19, 2022 considered and approved the Scheme of Amalgamation pursuant to Section 233 and other applicable provisions of the Companies Act 2013, providing for the merger of its wholly owned subsidiary West Waves with the Company. The Regional Director of Ministry of Corporate Affairs, Western Region vide order dated May 6, 2022 approved the scheme of amalgamation of West Waves with the Company. Pursuant to receiving all the necessary regulatory and other approvals, West Waves merged with the Company with effect from December 1, 2021. Accordingly, the Company in the previous year had accounted for the merger under the pooling of interest method as prescribed in Ind AS 103 – Business Combination of entity under common control.

Particulars	Amount in Rs. Crore
Assets	
Loans	2500.00
Other financial assets	155.59
Trade receivables	0.01
Cash and cash equivalents	0.03
Other current assets	30.90
Total (A)	2686.52
Liabilities	
Borrowings	2500.00
Other financial liabilities	155.34
Trade payable	0.01
Other financial liabilities	0.01
Other current liabilities	30.38
Total (B)	2,685.75
Total identifiable net assets acquired at book value (C) = (A-B)	0.78
Investments (D)	0.31
Capital reserve arising on merger (C-D)	0.47

33. Ratio Analysis

S No	Ratios	Numerator	Denominator	FY 22-23	FY 21-22	Change	% Change	Change in ratio in excess of 25% compared to preceding year
1	Current Ratio (In times)	Current Assets	Current Liabilities	0.33	1.65	(1.32)	-80.19%	Change is mainly due to reclassification of borrowings in the current maturity and repayment has to be made in the next year
2	Debt Equity Ratio (In times)	Total Borrowings	Total Equity	0.41	0.41	(0.00)	-0.01%	
3	Debt service coverage ratio (In times)	Profit before Tax, Exceptional Items, Depreciation, Net Finance Charges	Net Finance Charges	0.19	1.16	(0.97)	-83.59%	Change is mainly due to reclassification of borrowings in the current maturity and repayment has to be made in the next year
4	Return on Equity (%)	Profit after tax	Average Shareholder's equity	2.58%	1.86%	0.82%	44.14%	Increase was primarily on account of increase in profit after tax.
5	Inventory Turnover	Cost of Goods Sold	Average Inventory	21.88	-	21.88	100.00%	Change is due to goods lying in the inventory during the current year.
6	Debtors Turnover (In times)	Gross sales	Average Trade receivables	0.19	2.46	(2.27)	-92.28%	Quantum of change is due to decrease in turnover is more than decrease in trade receivables.
7	Trade payables turnover (In times)	Purchases of stock-in-trade + change in inventory	Average trade payables	0.19	2.44	(2.26)	-92.40%	Quantum of change is due to decrease in purchases is more than decrease in trade payables.
8	Net capital turnover (In times)	Net Sales	Working Capital	(0.02)	1.54	(1.56)	-101.41%	Decrease was primarily on account of decrease in revenue from operations.
9	Net Profit Margin (%)	Net profit for the year	Total Income	28.80%	8.00%	20.81%	260.11%	Higher profit margin attributable to increase in profit after tax and increase in total income.
10	Return on capital employed (%)	Profit before Tax, Exceptional Items, Depreciation and Finance Cost	Capital employed	6.00%	5.81%	0.19%	3.29%	
11	Return on Investment [^]	NA	NA	NA	NA	NA	NA	-

Note: Above ratios are based on the standalone financial statements of the Company.

[^] The Company has neither made any new investment, nor declared any dividend in the current year. Further, all the investments of the Company are unquoted. Thus, this ratio is not applicable.

34. Qualitative disclosures pertaining to Schedule III

- (i) The Company do not have Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.
- (ii) The Company do not have any transactions with companies struck off.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto or Virtual Currency during the year ended March 31, 2023.
- (v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - 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);
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries);
 - provide any guarantee, security or the like on the behalf of the Ultimate Beneficiaries.
- (vii) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or any other relevant provisions of the Income Tax Act, 1961.
- (viii) The Company has complied with the number of layers prescribed under clause (B7) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules,
- (ix) The Company is not declared wilful defaulter by and bank or financial institution or lender during the year.
- (x) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.
- (xi) The are no title deeds as the Company does not have any immovable property.

As per our attached report of even date

For Shah Gupta & Co.
Chartered Accountants
Firm Registration No.: 109574W

For and on behalf of the Board of Directors

Sd/-
Parth P Patel
Partner
Membership No.: 172670
UDIN: 231726706GXTN17369
Place: Mumbai
Date : 10 May, 2023

Sd/-
Kaustubh Kulkarni
Chief Executive Officer

Sd/-
Divyakumar Bhaier
Director
DIN: 08568679

Sd/-
Anil Kumar Singh
Director
DIN: 02059903

Sd/-
Alok Kumar Mishra
Company Secretary
M. No. A15967

Sd/-
Mohit Goyal
Chief Financial Officer



INDEPENDENT AUDITORS' REPORT

To the Members of Piombino Steel Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of **Piombino Steel Limited** ("the Holding Company"), and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), comprising of consolidated balance sheet as at March 31, 2023, the consolidated statement of profit and loss including statement of other comprehensive income, consolidated cash flow statement and consolidated statement of changes in equity and for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate financial statements and on the other financial information of the subsidiary, referred to in sub – paragraph (a) of the "Other Matters" section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023 and their consolidated profit, including other comprehensive income, their consolidated cash flows and their consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under sub-section (10) of Section 143 of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group in accordance with the 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 consolidated 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 obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraph of the "Other Matters" sections below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's reports thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries, is traced from their financial statements audited by the other auditor. 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.

Responsibilities of the Management and Board of Directors for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors is responsible for the matter stated in sub-section (5) of Section 134 of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under clause (l) of sub-section (3) of Section 143 of the Act, we are also responsible for expressing our opinion on whether the Holding company and the subsidiary company has adequate internal financial controls with reference to financial statements 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 and Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required

to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Other Matters

We did not audit the financial statements and other financial information of one subsidiary, whose financial statements and other financial information reflect total assets of Rs.23,841.93 Crores as at March 31, 2023, and total revenues of Rs.20,077.15 Crores and net cash inflows amounting to Rs.589.93 Crores for the year ended on that date as considered in the consolidated financial statements. These financial statement and other financial information have been audited by other auditor, which financial statements, other financial information and auditor's report have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditor.

Our opinion on the above consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary, incorporated in India, as noted in the "Other Matters" paragraph we give in the "Annexure A" a statement on the matters specified in paragraph 3 (xxi) of the Order.
2. As required by sub-section (3) of Section 143 of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements and the other financial information of the subsidiary, as noted in the "Other Matters" paragraph we report, to the extent applicable, that:
 - a. We / the other auditor whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and report of other auditor.
 - c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of consolidated financial statements.

- d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and reports of the other statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, none of the directors of the Group companies is disqualified as on March 31, 2023 from being appointed as a director in terms of sub-section (2) of Section 164 of the Act.
- f. With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these Consolidated financial statements of the Holding Company and its subsidiary companies incorporated in India, refer to our separate Report in "Annexure B" to this report.
- g. In our opinion and based on the consideration of report of other statutory auditor of the Subsidiary Company incorporated in India, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Holding Company and its Subsidiary Company incorporated in India to their 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, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements as also the other financial information of the subsidiary, as noted in the "Other Matters" paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 45 to the consolidated financial statements.
 - ii. The Group did not have any long-term contracts including derivative contracts as at March 31, 2023 for which there were any material foreseeable losses; and
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary incorporated in India.
 - iv. (a) The respective managements of the Holding Company and its subsidiary which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary respectively that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall,
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiary ("Ultimate Beneficiaries") or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
 - (b) The respective managements of the Holding Company and its subsidiary which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary that, to the best of its knowledge and belief, to the consolidated financial statements, no funds (which are either material either individually or in aggregate) have been received by the respective Holding Company or any of such subsidiary from any person(s) or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary shall,
 - whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries;



- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The holding and subsidiary company has not declared and paid dividend during the year.
- vi. 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 w.e.f. April 01, 2023 to the Holding Company and its subsidiaries which are companies incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For **SHAH GUPTA & CO.,**
Chartered Accountants
Firm Registration No.: 109574W

Parth P Patel
M. No. 172670
UDIN: 23172670BGXTNT3472
Place: Mumbai
Date: May 10, 2023

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date

Re: Piombino Steel Limited ("the Company")

In terms of the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(xxi) Qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements are:

Name	CIN	Holding company / subsidiary / associate/ joint venture	Clause number of the CARO report which is qualified or is adverse	Remarks
Bhushan Power and Steel Limited (BPSL)	U27100DL1999PLC108350	Subsidiary	(i) (c)	Title deed of Land not in the name of BPSL - Rs.28.47 Crores

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of sub-section (3) of Section 143 of the Act

(Referred to in paragraph 2(B)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In conjunction with our audit of the consolidated financial statements of **Piombino Steel Limited** (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its Subsidiary (the Holding Company and its Subsidiary together referred to as "the Group"), which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their reports referred to in the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with reference to these Consolidated Financial Statements

A Company's internal financial control over financial reporting with reference to these consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting with reference to these consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of the

consolidated 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 (3) 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 consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these Consolidated Financial Statements

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

Opinion

In our opinion, the Holding Company and its subsidiary company, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at 31 March, 2023, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our report under Clause (i) of sub-section (3) of Section 143 of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the Holding Company, insofar as it relates to the one Subsidiary Company, which is a company incorporated in India, is based on the corresponding report of the auditor of such subsidiary incorporated in India.

For **SHAH GUPTA & CO.**,
Chartered Accountants
Firm Registration No.: 109574W

Parth P Patel
M. No. 172670
UDIN: 23172670BGXTNT3472
Place: Mumbai
Date: May 10, 2023

	Note No.	As at 31 March 2023	As at 31 March 2022
I ASSETS			
Non current assets			
(a) Property, plant and equipment	2	12,416.03	12,735.97
(b) Capital work-in-progress	3(a)	1,390.86	845.98
(c) Right-of-use	4	900.86	896.53
(d) Intangible assets	5	7.56	13.19
(e) Intangible assets under development	3(b)	4.15	3.41
(f) Financial assets			
(i) Loans	6	-	0.23
(ii) Other financial assets	7	140.57	156.47
(g) Current tax assets (net)	8	112.64	2.38
(h) Deferred tax assets	38	0.04	-
(i) Other non-current assets	9	118.89	87.74
Total non current assets		15,091.72	14,743.90
Current assets			
(a) Inventories	10	5,454.73	4,856.10
(b) Financial assets			
(i) Investments	11	-	1.80
(ii) Trade receivables	12	1,171.96	1,139.69
(iii) Cash and cash equivalents	13	1,135.02	549.28
(iv) Bank balances other than (iii) above	14	170.93	575.78
(v) Loans	15	-	1.78
(vi) Other financial assets	16	93.48	55.04
(c) Other current assets	17	694.32	652.01
Total current assets		8,720.94	7,831.29
Total assets		23,812.66	22,575.19
II EQUITY & LIABILITIES			
Equity			
(a) Equity share capital	18	6,092.92	6,092.92
(b) Other equity	19	4,927.69	4,859.81
(c) Money received against share warrants		14.00	14.00
Total equity		11,034.61	10,966.73
Liabilities			
Non current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	246.45	7,128.87
(ii) Lease liabilities	47	9.11	8.93
(iii) Other financial liabilities	21	25.37	241.28
(b) Provisions	22	33.37	53.08
Total non current liabilities		314.30	7,432.17
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	20 (b)	7,125.42	-
(ii) Lease liabilities	47	1.11	2.04
(iii) Trade payables	23		
- total outstanding dues of micro enterprises & small enterprises; and		133.75	115.32
- total outstanding dues of creditors other than micro enterprises & small enterprises		4,018.42	3,448.77
(iii) Other financial liabilities	24	936.82	349.68
(b) Provisions	25	13.98	3.27
(c) Other current liabilities	26	234.25	257.04
Total current liabilities		12,463.73	4,176.30
Total liabilities		12,778.05	11,608.47
Total equity and liabilities		23,812.66	22,575.19

See accompanying notes to consolidated financial statements

As per our attached report of even date

For Shah Gupta & Co.
Chartered Accountants
Firm Registration No.: 109574W

For and on behalf of Board of Directors

Parth P Patel
Partner
Membership No.: 172670

Kaustubh Kulkarni
Chief Executive Officer

Divyakumar Bhair
Director
DIN: 09568879

Anil Kumar Singh
Director
DIN: 02059903

Alok Kumar Mishra
Company Secretary
ICSI Membership No. ACS 15967

Mohit Goyal
Chief Financial Officer

Place: Mumbai
Date: May 10, 2023

Piombino Steel Limited
Consolidated statement of profit & loss for the year ended 31 March, 2023

(Rs. in Crores)

Particulars	Note No.	For the year ended 31 March 2023	For the year ended 31 March 2022
I Revenue from operations	27	20,122.61	21,969.38
II Other income	28	81.03	45.70
III Total income (I + II)		20,203.64	22,015.08
IV Expenses			
Cost of materials consumed	29	14,285.81	10,182.88
Purchases of stock-in-trade		447.56	952.61
Changes in inventories of finished goods, stock-in-trade and work-in-progress	30	(1,245.56)	(325.64)
Employee benefits expense	31	412.93	393.27
Finance costs	32	815.13	1,171.08
Depreciation and amortisation expenses	33	1,254.95	1,292.28
Other expenses	34	4,418.07	4,343.90
Total expenses		20,388.89	18,010.47
V Profit before exceptional items (III-IV)		(185.25)	4,004.61
VI Exceptional items	44	260.69	-
VII Profit before tax (V-VI)		75.44	-
VIII Tax expense	36		
Current tax		56.66	26.39
Deferred tax		(0.04)	(40.90)
Total tax credit		56.65	(14.52)
VII Profit for the year (V-VI)		18.79	4,019.13
VIII Other comprehensive income (OCI)			
1. Items that will not be reclassified to profit or loss			
(a) Re-measurement gains / (losses) on defined benefit plans		(2.78)	8.85
ii. Income tax related to items which will not be reclassified to profit and loss		-	-
Total other comprehensive income/ (loss) attributable to owners of the Company		(2.78)	8.85
IX Total comprehensive income/ (loss) attributable to owners of the Company for the year (VII+VIII)		16.01	4,027.98
X Earnings per equity share of Rs. 10 each	35 (c)		
(1) Basic		0.03	9.94
(2) Diluted		0.03	0.27

See accompanying notes to consolidated financial statements

As per our attached report of even date
For Shah Gupta & Co.
Chartered Accountants
Firm Registration No.: 109574W

For and on behalf of Board of Directors

Perth P Patel
Partner
Membership No.: 172670

Kaustubh Kulkarni
Chief Executive Officer

Diyakumar Bhair
Director
DIN: 08568879

Anil Kumar Singh
Director
DIN: 02059903

Alok Kumar Mishra
Company Secretary
ICSI Membership No. ACS 15967

Mohit Goyal
Chief Financial Officer

Place: Mumbai
Date: May 10, 2023

83

Piombino Steel Limited
Consolidated statement of cash flows for the year ended 31 March, 2022

(Rs. in Crores)

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Cash flow from operating activities		
Operating activities		
Profit before tax	75.45	4,004.68
Depreciation and amortization	1,254.95	1,292.21
Profit/(loss) on sale of property, plant and equipment (net)	1.31	(0.91)
Unrealised exchange (gain)/loss	8.67	(9.16)
Gain arising of financial instruments designated as FVTPL	-	(0.15)
Finance costs	816.13	1,171.08
Allowance for doubtful debts, loans & advances	(28.55)	-
Reversal of provision for doubtful debts, loans & advances	-	(1.04)
Interest income	(15.52)	(43.32)
Exceptional items credited to PL	(280.86)	-
Working capital adjustments:		
Increase in inventories	(593.90)	(2,704.06)
Increase in trade receivables	(32.69)	(348.86)
Increase in Other Assets	(342.83)	(1,057.64)
Increase in trade payable	1,545.88	3,232.87
(Decrease)/ Increase other liabilities	(48.49)	99.43
Decrease in provisions	-	(1.60)
Income tax paid (net of refund received)	2,378.62	5,633.51
Net cash flows from operating activities (A)	2,313.79	5,615.58
Cash flows from investing activities		
Purchase of property, plant and equipment (including assets under development capital advances and intangibles)	(1,405.85)	(648.54)
Proceeds from sale of property, plant & equipment	0.78	2.44
Sale of current investments	1.83	-
Investment in equity shares	-	(0.31)
Interest received	13.87	41.34
Net cash flows used in investing activities (B)	(1,389.37)	(605.07)
Cash flows from financing activities		
Finance cost paid	(504.62)	(790.27)
Proceeds/(Repayment) of borrowings	169.24	(6,269.22)
Proceeds of borrowing from a related party	56.27	56.00
Payment of lease liability	(1.99)	(1.16)
Annual fees paid	(47.69)	(43.75)
Net cash flows used in financing activities (C)	(338.69)	(7,078.40)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	585.73	(2,267.89)
Cash and cash equivalents at the beginning of the year	549.29	2,817.14
Cash and cash equivalents received on reverse acquisition	-	0.03
Cash and cash equivalents at year end	1,135.02	549.29

Reconciliations part of cash flows

I. The statement of cash flows is prepared using the "indirect method" set out in Ind AS 7 "Statement of Cash Flows".

II. Reconciliations part of cash flows

Particulars	Borrowings	Equity	Total
Balance as on 31 March, 2022	7,128.97	8,092.92	13,221.79
Reclassification of liability component of optionally fully convertible debentures (OFCDs) on conversion to equity	-	-	-
Unamortised upfront fees	27.49	-	27.49
Loan from parent company	56.27	-	56.27
Proceed of long term loan	159.24	-	159.24
Balance as on 31 March, 2023	7,371.97	8,092.92	13,464.79

See accompanying notes to consolidated financial statements

As per our attached report of even date

For Shah Gupta & Co.

Chartered Accountants

Firm Registration No.: 109574W

For and on behalf of Board of Directors

Parth P Patel
 Partner
 Membership No.: 172673

Kaustubh Kulkarni
 Chief Executive Officer

Divyakumar Bhai
 Director & Executive Vice President
 DIN: 06558679

Anil Kumar Singh
 Director
 DIN: 02059903

Alok Kumar Mishra
 Company Secretary
 ICSI Membership No. ACS 19967

Mohit Goyal
 Chief Financial Officer

Place: Mumbai
 Date: May 10, 2023

Picbimino Steel Limited

Consolidated statement of changes in equity for the year ended 31 March, 2023

(A) Equity share capital *	
Particulars	Amount
Equity share capital as at 01 April 2020	1,667.29
Shares issued during the year	2,797.55
Reclassification of equity component within equity	1,628.08
As at 31 March 2021	6,092.92
Shares issued during the year	-
Redissolution of equity component within equity	-
Balance as at 31 March 2022	6,092.92

	Equity component of compound financial Instruments	Reserves and surplus				Other comprehensive income	Total
		Capital reserve	Capital reserve arising on account of business combination	Debtors Redemption reserve	Retained earnings		
Balance as at 01 April 2021	1,322.91	0.01	926.40	-	98.10	-	2,237.50
Arising on account of business combination	-	0.47	-	-	(83.30)	-	(82.83)
Reversal of deferred tax liability on conversion of OFCDs	305.17	-	-	-	-	-	305.17
Redissolution of equity component within equity	(1,628.08)	-	-	-	-	-	(1,628.08)
Profit for the year	-	-	-	-	4,019.20	-	4,019.20
Other comprehensive income for the year	-	-	-	-	8.95	-	8.95
Balance as at 31 March 2022	-	0.48	926.40	-	4,032.95	-	4,959.83
Profit for the year	-	-	-	-	(227.78)	-	(227.78)
Arising on account of business combination	-	-	-	-	-	-	-
Redissolution of previous year adjustment	-	-	-	-	43.05	-	43.05
Transfer to DRR	-	-	246.09	-	-	-	246.09
Other comprehensive income for the year	-	-	-	-	-	5.04	5.04
Balance as at 31 March 2023	-	0.48	926.40	246.09	3,848.12	6.04	4,927.09

* Refer note 15 in respect of implementation of resolution plan

See accompanying notes to consolidated financial statements

As per our attached report of even date.
For Shah Gupta & Co.
Chartered Accountants
Firm Registration No.: 106574W

Sd/-
Parth P. Patel
Partner
Membership No.: 172670

For and on behalf of Board of Directors

Kaustubh Kulkarni
if Executive Officer

Divyakumar Bhalir
Director
DIN: 08569679

Anil Kumar Singh
Director
DIN: 02039903

Sd/-
Alok Kumar Mishra
Company Secretary
ICSI Membership No. ACS 15067

Sd/-
Mohit Goyal
Chief Financial Officer

Place: Mumbai
Date: May 10, 2023

Prombino Steel Limited
Notes forming part of Consolidated Financial Statements as at and for the year ended 31 March, 2023

(Rs. in Crores)										
NOTE- 2 Property, plant and equipment										
Particulars	Freehold land	Buildings	Plant & equipment	Furniture & fixtures	Vehicles	Office equipment	Total			
Cost										
At 01 April 2021	1,461.54	2,433.99	10,613.57	2.43	4.19		1,77	14,517.49		
Additions	-	6.69	584.13	0.81	3.94		1.78	577.35		
Deductions	-	-	1.01	0.02	1.04		-	2.07		
At 31 March 2022	1,461.54	2,440.68	11,176.69	3.22	7.09		3.55	15,092.77		
Additions	-	186.73	732.31	1.94	2.09		1.63	926.70		
Deductions	14.40	-	1.91	0.28	0.22		-	16.79		
At 31 March 2023	1,447.14	2,629.41	11,906.59	4.90	8.96		5.18	16,002.68		
Accumulated depreciation										
At 01 April 2021	-	92.99	1,046.85	0.37	0.91		0.11	1,141.23		
Depreciation	-	100.46	1,114.21	0.47	0.71		0.28	1,216.11		
Deductions	-	-	6.10	-	0.44		-	0.54		
At 31 March 2022	-	193.45	2,160.96	0.84	1.18		0.37	2,356.80		
Depreciation	-	101.81	1,125.35	0.48	1.40		0.61	1,229.65		
Deductions	-	-	0.13	0.07	0.10		-	0.30		
At 31 March 2023	-	295.26	3,286.18	1.25	2.48		0.98	3,586.15		
Net book value										
At 31 March 2023	1,447.14	2,334.15	8,620.41	3.65	6.48		4.20	12,416.03		
At 31 March 2022	1,461.54	2,247.23	9,015.73	2.39	5.91		3.18	12,736.97		

Notes: 1) Details of freehold land of Rs. 28.47 crores (previous year Rs. 28.47 crores) not held in the name of Company are as follows:

Relevant line item in the balance sheet	Description of item of property	Acres	Gross carrying value as at 31 March 2023	Title deeds in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of	Property held since which date*	Reason for not being held in the name of the Company
Property, plant & equipment	Freehold Land	3.47	0.79	Ashwini Dhana	No	16 January 2012	
Property, plant & equipment	Freehold Land	4.30	0.98	Darrah Parekh	No	18 July 2005 and 10 October 2006	
Property, plant & equipment	Freehold Land	27.98	4.59	Durga Prasad Sasni	No	10 to 20 years	
Property, plant & equipment	Freehold Land	1.36	0.31	Parmeshwar Kichlu	No	25 May 2012	These land parcels were purchased on 26 March 2021 through implementation of resolution plan of the subsidiary approved by NCLAT. The process is in the process to get it transferred in its name.
Property, plant & equipment	Freehold Land	7.70	1.76	Rajeev Kumar Mohanty	No	16 January 2012	
Property, plant & equipment	Freehold Land	1.25	0.25	Rakesh Khundelwal	No	22 August 2012	
Property, plant & equipment	Freehold Land	1.11	0.25	Ranjit Ghosh	No	21 June 2012	
Property, plant & equipment	Freehold Land	11.64	2.66	Rishi Pal	No	24 April 2009 and 24 February 2010	
Property, plant & equipment	Freehold Land	13.41	3.08	Sarjany Mehta	No	05 June 2012 and 19 June 2012	
Property, plant & equipment	Freehold Land	46.15	7.20	Saraswati Kumar	No	10 to 20 years	
Property, plant & equipment	Freehold Land	4.96	0.36	Sudhasti Sharma	No	23 March 2011 and 14 May 2009	
Property, plant & equipment	Freehold Land	11.13	1.72	Varinder Singh	No	09 May 2012, 11 May 2012 and 17 May 2012	
Property, plant & equipment	Freehold Land	0.98	0.22	Varinder Verma	No	06 July 2012	
Property, plant & equipment	Freehold Land	18.84	4.31	Vikas Gupta	No	10 to 20 years	
Total		156.27	28.47				

* Range have been considered due to multiple land parcels purchased on different dates.
 2) Refer note 22 for certain property, plant and equipment hypothecated/ mortgaged as security against borrowings.
 3) Refer note 45 in respect of implementation of resolution plan.
 4) Refer note 45(a) for capital commitment.

Plombino Steel Limited
Notes forming part of Consolidated Financial Statements as at and for the year ended 31 March, 2023

NOTE - 3(a) Capital-work-in-progress (Rs. in Crores)

Particulars	Buildings under construction	Plant and equipment under installation	Total
At 01 April 2021	-	-	-
Additions pursuant to business acquisition	16.29	675.65	691.94
Additions	10.72	639.40	650.12
Capitalization	5.87	480.21	486.08
At 31 March 2022	21.14	824.94	845.98
Additions	125.71	1,266.55	1,412.26
Capitalization	94.89	772.49	867.38
At 31 March 2023	51.96	1,338.90	1,390.86

Capital-work-in-progress ageing as on 31 March 2023 (Rs. in Crores)

Particulars	Amount in CWIP for a period of			Total
	Less than 1 year	1-2 years	More than 3 years	
(i) Projects in progress	675.41	134.04	28.00	837.45
(ii) Projects temporarily suspended	-	-	-	-
(iii) Inventory capital spares	576.66	17.62	0.26	594.44
Total	1,252.07	151.56	28.26	1,431.89

Capital-work-in-progress ageing as on 31 March 2022 (Rs. in Crores)

Particulars	Amount in CWIP for a period of			Total
	Less than 1 year	1-2 years	More than 3 years	
(i) Projects in progress	532.46	257.35	-	789.81
(ii) Projects temporarily suspended	-	-	-	-
(iii) Inventory capital spares	56.17	-	-	56.17
Total	588.63	257.35	-	845.98

Note: In respect of CWIP taken over through implementation of resolution plan approved by NCLAT, date of acquisition of BPSL (01 April 2020) has been considered as date of commencement of projects (refer note 45).

NOTE - 3(b) Intangible assets under development (Rs. in Crores)

Particulars	Intangible assets under development	Total
At 01 April 2021	2.41	2.41
Additions	1.00	1.00
Deletion	-	-
At 31 March 2022	3.41	3.41
Additions	7.19	7.19
Deletion	6.45	6.45
At 31 March 2023	4.15	4.15

Intangible assets under development ageing as on 31 March 2023 (Rs. in Crores)

Particulars	Amount in intangible assets under development for a period of			Total
	Less than 1 year	1-2 years	More than 3 years	
Projects in progress	0.65	1.10	2.41	4.15
Intangible assets under development ageing as on 31 March 2022				
Particulars	Amount in intangible assets under development for a period of			Total
	Less than 1 year	1-2 years	More than 3 years	
Projects in progress	1.00	2.41	-	3.41

Note: In respect of intangible assets under development taken over through implementation of resolution plan approved by NCLAT, date of acquisition of the BPSL (01 April 2020) has been considered as date of commencement of projects (refer note 45).

NOTE-4 Right-of-use and Lease Liability (Rs. in Crores)

Particulars	Leasehold land	Buildings	Total
At 01 April 2021	921.39	1.42	922.81
Transfer in right-of-use	-	-	-
Additions	-	-	-
At 31 March 2022	921.39	1.42	922.81
Transfer in right-of-use	14.54	-	14.54
Additions	935.93	1.42	937.35
At 31 March 2023	935.93	1.42	937.35
Accumulated depreciation			
At 01 April 2021	11.52	0.55	12.05
Depreciation	11.52	0.71	12.23
At 31 March 2022	23.04	1.24	24.28
Depreciation	11.91	0.18	12.09
At 31 March 2023	34.95	1.42	36.37
At 31 March 2023	900.98	0.00	900.98
At 31 March 2022	898.35	0.18	898.53

Refer Note 49 in respect of Lease Liability

NOTE-5 - Intangible assets (Rs. in Crores)

Particulars	Computer software	Coal linkage rights	Total
Cost			
At 01 April 2021	1.84	75.23	77.07
Additions	-	-	-
At 31 March 2022	1.84	75.23	77.07
Additions	6.85	-	6.85
At 31 March 2023	8.69	75.23	83.92
Accumulated amortisation			
At 01 April 2021	-	0.01	0.01
Amortisation	0.47	63.40	63.87
At 31 March 2022	0.47	63.41	63.88
Amortisation	0.66	11.62	12.43
At 31 March 2023	1.13	75.23	76.36
Net book value			
At 31 March 2023	7.56	-	7.56
At 31 March 2022	1.37	11.82	13.19

Note: Coal linkage rights are available upto August, 2022.

Particulars	As at 31 March 2023	As at 31 March 2022
NOTE - 6 Investments (non current)		
Carried at fair value through profit & loss		
Investments in equity instruments		
<u>Quoted</u>		
Nova Iron & Steel Limited*	-	-
92,69,146 equity shares of Rs. 10 each fully paid -up		
Orissa Sponge Iron & Steel Limited	-	-
640 equity shares of Rs. 10 each fully paid -up		
<u>Unquoted</u>		
Bijahan Coal Private Limited*	-	-
9,500 equity shares of Rs. 10 each fully paid up		
Ambey Steel & Power Private Limited*	-	-
26,14,215 equity shares of Rs. 100 each fully paid up		
Rohne Coal Company Private Limited*	-	-
2,40,900 equity shares of Rs. 10 each fully paid up		
Skap Electronics Private Limited	-	-
960 equity shares of Rs. 100 each fully paid up		
Aggregate value of quoted investments	-	-
Aggregate value of unquoted investments	-	-
Aggregate value of investments carried at cost	-	-
*Note: The Group has reassessed these investments as per the principles of Ind AS 110 and Ind AS 28 and has determined that it does not exercise control or has significant influence over these entities. Accordingly, the Group is measuring them at fair value through profit and loss account as per the principles of Ind AS 109. The Group has recorded these investments at fair value which has been determined to be nil on the date of reclassification. Refer note 45 in respect of implementation of resolution plan.		
NOTE - 6 Loans (non current)		
Loans and advances to employees		
Unsecured-considered good	-	0.23
Unsecured-considered doubtful	-	0.09
Total	-	0.32
Less: Provision for doubtful advances	-	(0.09)
	-	0.23
NOTE - 7 Other financial assets (non current)		
Security deposits		
Unsecured-considered good	137.73	142.10
Unsecured-considered doubtful	-	2.14
Total	137.73	144.24
Less: Provision for doubtful security deposits	-	2.14
	137.73	142.10
Interest receivable	-	4.95
Term deposits with bank with maturity more than 12 months*	2.84	9.42
	140.57	156.47
* Under bank lien		

Piombino Steel Limited

Notes forming part of Consolidated Financial Statements as at & for the year ended 31 March, 2023

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
NOTE - 8 Current tax assets (net)		
Advance payment of tax and TDS (net of provision for tax)	112.64	2.38
	112.64	2.38
NOTE - 9 Other non current assets		
Capital advance		
Unsecured-considered good	96.30	84.19
Unsecured-considered doubtful	-	1.25
Total	96.30	85.44
Less: provision for doubtful capital advances		1.25
	96.30	84.19
Other receivable- Non Current	20.08	
Prepaid expenses	2.51	3.55
	118.89	87.74
NOTE - 10 Inventories (at lower of cost and net realisable value)		
Raw materials	1,409.27	2,279.97
Raw materials-in-transit	835.40	601.31
Work-in-progress	500.49	269.81
Finished goods	2,117.30	1,123.94
Finished goods-in-transit	80.56	69.04
Production consumables and stores & spares	446.20	477.78
Production consumables and stores & spares (stock-in-transit)	85.51	44.26
	5,454.73	4,856.10
Note:		
(1) Value of inventories above is stated after write down by ₹ 1.91 crores (previous year ₹ 12.58 crores) to net realisable value. These were recognised as an expense during the year and included in changes in inventories of finished goods, work in progress and stock in trade		
(2) Inventories have been pledged as security against certain bank borrowings, details relating to which has been described in note 22.		
(3) Refer note 50 for change in the method of measuring cost of inventory.		
NOTE - 11 Investments		
Investment carried at fair value through profit & loss		
Quoted, fully paid up		
Canara Robeco Emerging Equities- Regular Growth*		
19,272.672 units (previous year 19,272.672 units) of ₹10 each	-	0.30
Canara Robeco Flexi Cap Fund- Regular Growth**		
13,798.786 units (previous year 13,798.786 units) of ₹10 each	-	0.31
DSP Credit Risk-Regular Plan-Growth		
3,00,896.285 units (previous year 3,00,896.285 units) of ₹10 each	-	0.98
	-	1.60
Aggregate value of quoted investments	-	1.60
Aggregate value of unquoted investments	-	-
Aggregate value of investments carried at cost	-	-
* Nil units (previous year 9,264 units) are under lien with erstwhile lender.		
**Nil units (previous year 13,798.786 units) are under lien with erstwhile lender.		

Piombino Steel Limited

Notes forming part of Consolidated Financial Statements as at & for the year ended 31 March, 2023

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
NOTE - 12 Trade receivables		
Trade receivables considered good - unsecured	1,171.96	1,139.69
Trade receivables which have significant increase in credit risk	4.25	10.11
Total	1,176.21	1,149.80
Less: provision for doubtful debts	4.25	10.11
	1,171.96	1,139.69

Notes:

1) Neither trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person nor any trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

2) Trade receivables from related parties, details have been described in note- 48.

3) Credit risk management regarding trade receivables has been described in note- 42.4.

4) Trade receivables have been given as collateral security towards borrowings has been described in note - 22.

5) Trade receivables ageing done considering implementation of resolution plan. (refer note 45)

Trade receivables ageing as at 31 March 2023

(Rs. in Crores)

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	4.82	897.91	269.23	-	-	-	-	1,171.96
Undisputed trade receivables - which have significant increase in credit risk	-	-	2.71	1.54	-	-	-	4.25
Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-	-	-
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-	-	-
Total	4.82	897.91	271.94	1.54	-	-	-	1,176.21

Trade receivables ageing as at 31 March 2022

(Rs. in Crores)

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	-	388.13	733.09	15.74	-	-	-	1,136.96
Undisputed trade receivables - which have significant increase in credit risk	-	-	10.11	-	-	-	-	10.11
Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	2.73	-	-	-	-	2.73
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-	-	-
Total	-	388.13	745.93	15.74	-	-	-	1,149.80

The credit period on sales of goods ranges from 7 to 90 days with or without security. Trade receivables does not include any receivables from directors and officers of the Group. Trade receivables from related parties' details has been described in note 48.

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
NOTE - 13 Cash and cash equivalents		
Balances with banks		
- In current accounts	242.84	182.01
- In cash credit accounts	92.14	1.28
- Term deposits with maturity of less than 3 months	800.00	365.86
Cash on hand	0.04	0.14
	1,135.02	549.29
NOTE - 14 Other bank balances		
Earmarked balances in current accounts*	149.29	179.96
Term deposits lien with banks with maturity of less than 3 months**	8.59	69.26
Term deposits with banks having maturity of more than 3 months but less than 12 months***	13.05	326.56
	170.93	575.78
* Includes Rs. 49.09 crores (previous year Rs. 50.00 crores) set aside for meeting likely litigation arising from The Insolvency and Bankruptcy Code, 2016 (IBC) and Rs. 129.59 crores (previous year nil) in escrow account for operational creditors payment.		
**Under lien against margin money		
*** Includes Rs. 322.98 crores (previous year Rs. 28.53 crores) under lien against margin money		
NOTE - 15 Loans		
Unsecured, considered good		
Loan to employees	-	1.78
Interest recoverable from employees	-	0.02
	-	1.78
NOTE - 16 Other current financial assets		
Unsecured, considered good		
Claims recoverable	59.00	1.10
Gratuity recoverable from fund	-	0.02
Security deposits	25.91	0.51
Interest receivable	8.66	53.15
Other receivables	0.01	0.26
	93.48	55.04
NOTE - 17 Other current assets		
Advances to suppliers/others		
Unsecured-considered good	492.03	327.70
Unsecured-considered doubtful	-	0.73
Total	492.03	328.43
Less: provision for doubtful advances	-	0.73
	492.03	327.70
Prepaid expenses	6.23	11.48
Balances with government authorities	197.56	312.81
Other	-	0.02
	694.82	652.01

(Rs. in Crores)

Particulars	As at 31 March 2023		As at 31 March 2022	
	No. of Shares	Amount	No. of shares	Amount
NOTE - 18 Share capital				
a) Authorised				
Equity shares of Rs. 10 each	12,000,000,000	12,000.00	12,000,000,000	12,000.00
	12,000,000,000	12,000.00	12,000,000,000	12,000.00
b) Issued, subscribed & paid up				
Equity shares outstanding at the beginning of the year	2,000,000,000	1,667.29	2,000,000,000	1,667.29
Add: equity shares issued during the year for cash	-	-	-	-
Add: Shares issued pursuant to conversion of OFCDs	4,100,000,000	2,797.65	4,100,000,000	2,797.65
Add: Reclassification of equity component within equity	-	1,628.09	-	1,628.09
Equity shares at the end of the year	6,100,000,000	6,092.92	6,100,000,000	6,092.92
NOTE - 18.1 Details of shareholders holding more than 5% shares in the Company	No. of shares	% of holding	No. of shares	% of holding
(Equity shares of Rs. 10 each fully paid - up)				
JSW Steel Limited (including nominees)	5,080,000,000	83.28%	5,080,000,000	83.28%
JSW Shipping & Logistics Private Limited	1,020,000,000	16.72%	1,020,000,000	16.72%
NOTE - 18.2 Promotor's shareholding	No. of shares	% of holding	Changes during the year	
(Equity shares of Rs. 10 each fully paid - up)				
JSW Steel Limited (including nominees)	5,080,000,000	83.28%		0.00%
JSW Shipping & Logistics Private Limited	1,020,000,000	16.72%		0.00%

18.3 Shares issued pursuant to conversion of optionally fully convertible debentures (OFCDs) issued to JSW Shipping

The Company issued 6%, 1,020,000,000 (face value of Rs. 10 each) optionally fully convertible debentures to JSW Shipping & Logistics Private Limited (JSW Shipping) with a term of ten years. Each OFCD was optionally convertible into one equity shares of the Company having face value of Rs. 10 each before the expiry of the term and at the sole option of the OFCD holders. JSW Shipping has invoked the conversion option on March 27, 2021 and converted the OFCDs held by them into equity shares of the Company. Accordingly, the Company issued 1,020,000,000 equity shares (face value of Rs. 10 each) pursuant to conversion of optionally fully convertible debentures.

18.4 Shares issued pursuant to conversion of optionally fully convertible debentures (OFCDs) issued to JSW Steel

Pursuant to the subscription and shareholder's agreement between the Company, JSW Steel and JSW Shipping, JSW Steel had subscribed to certain OFCDs of the Company. As per the terms of OFCDs, including revisions thereto, JSW Steel has the option to convert the OFCDs into equity shares at any time at the option of JSW Steel. Accordingly, JSW Steel has exercised the option of conversion of 4,100,000,000 OFCDs held by JSW Steel in the Company into 4,100,000,000 equity shares of the Company of face value of Rs. 10 each on October 1, 2021. Pursuant to the conversion, JSW Steel holds 83.28% equity in the Company and JSW Shipping holds 16.72% equity in the Company. Subsequent to the aforesaid conversion, the Company has now become a subsidiary of JSW Steel.

18.5 Terms/rights attached to equity shares

The Company has single class of equity shares having face value of Rs.10. Each holder of equity shares is entitled for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

NOTE 19 - Other equity

Particulars	As at	As at
	31 March 2023	31 March 2022
(i) Retained earnings	3,848.12	4,032.95
(ii) Capital reserve arising on business combination	826.48	826.48
(iii) Capital reserve	0.49	0.49
(iv) Debenture redemption reserve	246.58	-
(v) Other comprehensive income	6.04	-
Total	4,927.68	4,859.91

Nature and purpose of reserves

- (i) **Retained earnings**
Retained earnings are the profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings is a free reserve available to the Group.
- (ii) **Capital reserve**
Capital reserve will be utilised in accordance with the specific provisions of the Companies Act, 2013.
- (iii) **Money received against issue of share warrants**
The Group has issued 3,500,000,000 share warrants each to JSW Steel and JSW Shipping respectively with a subscription price of Rs. 0.02 per warrant. The exercise period is five years from the date of issue of the warrants and the warrant holders at their discretion shall be entitled to purchase one equity share of the face value of Rs. 10 each at an exercise price of Rs 10.
- (iv) **Capital reserve arising on business combination**
The excess of fair value of net assets acquired over the consideration paid in a business combination is recognised as capital reserve. The reserve is not available for distribution.
- (iv) **Debenture redemption reserve**
The Indian Companies Act requires Companies that issue debentures to create a debenture redemption reserve from annual profits until such debentures are redeemed. Companies are required to maintain 10% as a reserve of outstanding redeemable debentures. Debenture redemption has been created to the extent of available reserve in the Company.
- (v) **Other Comprehensive Income**
Balance in other comprehensive income shall be utilised as per the specific provisions of the Companies Act, 2013 and requirements under Indian Accounting Standards.

Particulars	As at 31 March 2023	As at 31 March 2022
NOTE - 20 Borrowings		
(i) Bonds/debentures		
Optionally fully convertible debentures (liability component)	-	-
Non-convertible bonds (NCBs)	2,500.00	2,500.00
Less: Unamortised upfront fees on borrowings	(18.64)	(30.78)
	2,481.36	2,469.22
Term Loans		
From Banks	4,500.00	4,500.00
Less: Unamortised upfront fees on borrowings	(15.18)	(30.53)
	4,484.82	4,469.47
From a related party	246.45	190.18
	7,212.63	7,128.87
Less: Current Maturity	(6,966.18)	-
	246.45	7,128.87
Terms of borrowings		
A. Term loans from banks:		
1. Rs. 4,500 crores (previous year Rs. 7,300 crores), payable at the end of three years from the first disbursement date i.e. 25 March 2021. Interest @7.95% p.a. (6 months MCLR+100bps) at monthly rest.		
2. Nil (previous year Rs. 3,500 crores), payable at the end of three years from the first disbursement date i.e. 25 March 2021. Interest @6.15% p.a. (1 year MCLR+SP+60bps) at monthly rest.		
Security		
Term loans from banks:		
The term loans from banks are aggregating to ₹4,500 crores (previous year ₹4,500 crores), secured by way of first pari passu charge on the whole immovable properties and also first pari passu charge on the entire movable fixed assets, both present and future. Second charge on the entire current assets consisting of receivables, book debts and inventories both present and future along with the insurance contracts on the inventories. First charge on the escrow account and the residual assets, both present and future of ₹4,500 crores (previous year ₹4,500 crores) JSW Steel Ltd., shareholder venturer.		
B. Loan from parent company		
Rs. 246.45 crores (previous year 190.18 crores), payable after 42 months from the first disbursement date namely 24 March 2021 Interest @9.35% p.a. will be accrued and paid with the principal after 42 months.		
The Parent company has borrowed from JSW Steel amounting to Rs. 4 Crores bearing an interest rate of 10.75% and is repayable on March 31, 2024. The principal and accrued interest thereon shall be unsecured obligations of the Parent company, and rank pari passu with any other unsecured and unsubordinated creditors of the Parent company.		
The Parent company has borrowed from JSW Steel amounting to Rs. 52 Crores bearing an interest rate of 11.25% and is repayable on March 31, 2024. The principal and accrued interest thereon shall be unsecured obligations of the Parent company, and rank pari passu with any other unsecured and unsubordinated creditors of the Parent company.		
C. Liability component of compound financial instruments		
6% OFCDs having face value of Rs. 10 aggregating to Rs. 4,100 Crores are convertible by JSW Steel Limited after the end of 3 years from the date of issue or in the event of a merger of the Company with any other entity, whichever is earlier at the sole option of JSW Steel Limited. Each OFCD shall be converted into one equity share of the Company. At the end of the term, in case JSW Steel Limited has not exercised the option of conversion and OFCDs have not been converted into equity shares of the Company, the OFCDs shall be redeemed at par. The JSW Steel Limited OFCDs and any accrued interest thereon shall be unsecured obligations of the Company, and until conversion of such OFCD in full shall rank pari passu with any other unsecured creditor of the Company. Subsequent to revision in conversion conditions, JSW Steel Limited has the option to convert the OFCDs into equity shares at any time at the option of JSW Steel Limited. Accordingly, JSW Steel Limited has exercised the option of conversion of 4,100,000,000 OFCDs held by JSW Steel Limited in the Company into 4,100,000,000 equity shares of the Company of face value of Rs. 10 each on October 1, 2021 and the liability component has been reclassified to equity share capital on conversion.		
D. Borrowings through NCBs		
9% unsecured NCBs of Rs. 10,00,000 each of Rs. 2,500 Crores are redeemable on March 22, 2024.		
NOTE - 21 Other non-current financial liabilities		
Interest accrued but not due on borrowings	25.16	240.39
Security deposits	0.21	0.90
	25.37	241.29
NOTE - 22 Provisions		
Provisions for employee benefits		
Provision for gratuity	27.88	29.12
Provision for compensated absences	5.49	23.96
(Refer note 39 on employee benefits)	33.37	53.08

Particulars	(Rs. In Crores)						
	As at 31 March 2023	As at 31 March 2022					
NOTE - 22 (b) Borrowings							
Secured loans							
Working capital loans from banks	-	-					
Rupes loans	0.00	-					
Acceptances for Capital Goods	159.24	-					
Unsecured loans							
Debt component of compulsory convertible debentures (current)	-	-					
Current maturity of Long term borrowings (Refer note 21(a))	-	-					
Term loans - secured							
i) From banks*							
Rupes loans	6,981.35	-					
Unamortised upfront fees on borrowings	(15.16)	-					
	7,125.42	0.00					
NOTE - 23 Trade payables							
Total outstanding dues of micro enterprises & small enterprises; and	133.75	115.32					
Total outstanding dues of creditors other than micro enterprises & small enterprises :							
- Acceptances	2,774.18	1,183.49					
- Other than acceptances (refer footnote 1)	1,244.24	2,265.28					
	4,152.17	3,564.09					
Notes:							
1) Includes retention money Rs. 10.65 crores (previous year Rs. 47.88 crores)							
2) Acceptances include credit availed by the Company from banks for payment to suppliers of raw materials purchased by the Company.							
(Rs. In Crores)							
Ageing on year ended 31 March 2023							
Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Acceptances							2,774.18
Other than Acceptances							
MSME	25.01	88.71	20.03	-	-	-	133.75
Others	698.90	246.83	193.17	3.83	0.49	24.86	1,168.16
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - others	-	-	-	-	3.84	72.21	76.05
Total	723.91	335.54	213.20	3.83	4.33	97.17	4,152.17
Ageing on year ended 31 March 2022							
Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Acceptances							1,183.49
Other than Acceptances							
MSME	-	44.83	70.49	-	-	-	115.32
Others	260.37	923.66	951.63	-	-	57.38	2,193.06
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - others	-	-	-	-	-	72.21	72.21
Total	260.37	968.61	1,022.12	-	-	129.59	3,564.08
NOTE - 24 Other financial liabilities (current)							
Interest accrued but not due on CCD	-						-
Interest accrued on term loan / financial instruments	-						149.62
Interest accrued but not due on term borrowing	173.27						0.00
Security deposits	2.47						1.52
Provision for expenses	-						-
Provision for upfront fees	-						-
Premium on redemption of non-convertible debentures	476.06						-
Derivative liabilities	15.72						14.82
Creditors for capital goods	269.30						184.10
	936.82						349.86
NOTE - 25 Provisions							
Provision for employee benefits							
- Provision for gratuity	10.42						1.15
- Provision for compensated absences	3.56						2.12
(Refer note 39 on employee benefits)	13.98						3.27
NOTE - 26 Other current liabilities							
Advances from customers (Refer note 47 for related parties)	155.14						162.24
Statutory dues payable	79.11						94.80
	234.25						257.04

Particulars	(Rs. in Crores)	
	For the year ended 31 March 2023	For the year ended 31 March 2022
NOTE - 27 Revenue from operations		
Sale of products		
Domestic turnover	17,109.94	13,476.96
Export turnover	2,545.60	7,843.54
Total sales	19,655.54	21,320.50
Less: rebates & discounts/ sales return	350.99	147.21
	19,304.55	21,173.29
Sale of traded goods	399.24	394.70
Other operating revenue		
Scrap sales	334.52	257.74
Sale of services (job work charges)	21.78	27.42
Export benefits and entitlements	23.41	116.23
Miscellaneous operating income	39.11	0.00
	418.82	401.39
Total revenue from operations	20,122.61	21,969.38

Notes:

a) Product wise turnover

Particulars	(Rs. in Crores)			
	For the year ended 31 March 2023		For the year ended 31 March 2022	
	Tonnes	Amount	Tonnes	Amount
Sales				
Hot rolled coils/steel plates/sheets	1,067,590	5,075.06	1,128,257	7,459.66
Cold rolled coils/sheets	244,272	2,344.67	345,782	2,659.07
Galvanized coils/sheets	327,460	2,538.76	363,104	3,220.74
Color coated	159,621	1,390.03	184,173	1,859.22
Cable tape	6,011	54.63	8,393	75.46
Long rolled products	457,854	3,191.25	429,364	2,750.82
Pipe	170,851	1,240.69	134,822	1,063.18
Pig iron	536,005	2,424.01	361,045	1,520.09
Sponge iron	-	-	0	-
Metallurgical coke	-	-	0	-
Others	-	-	-	4.68
Trading sales				
Coal - traded goods	142,272	397.01	163,622	394.70
Steel Products - traded goods	10,000	2.23	13.00	560.36
Other - traded goods	-	-	0	-
Total		19,655.33		21,567.99

b) Ind AS 115 - revenue from contracts with customers

The Company recognises revenue when control over the promised goods and services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Particulars	(Rs. in Crores)	
	For the year ended 31 March 2023	For the year ended 31 March 2022
Revenue from contracts with customers - sale of products	19,703.79	21,567.99
Other operating revenue	418.82	401.39
Total revenue from operations	20,122.61	21,969.38
India	17,577.01	14,125.84
Outside India	2,545.60	7,843.54
Total revenue from operations	20,122.61	21,969.38
Timing of revenue recognition		
At a point in time	20,122.61	21,969.38
Total revenue from operations	20,122.61	21,969.38

Contract balances

Particulars	(Rs. in Crores)	
	As at 31 March 2023	As at 31 March 2022
Trade receivables (refer note 13)	1,171.96	1,139.69
Contract liabilities		
Advance from customers (refer note 25)	155.14	162.24

The credit period on the sale of goods ranges from 7 to 60 days.

As at 31 March 2022 Rs.10.11 crores (previous year Rs. 22.13 crores) was recognised as provision for allowance for doubtful debts on trade receivables.

Particulars	(Rs. in Crores)	
	For the year ended 31 March 2023	For the year ended 31 March 2022
Set out below is the amount of revenue recognised from:		
Amounts included in contract acquired liabilities on account of reverse acquisition as at the beginning of the year	Nil	Nil
Performance obligations satisfied in previous years	Nil	Nil

Out of the total contract liabilities outstanding as on 31 March 2022, Rs. 152.24 crores (previous year Rs. 119.05 crores) will be recognised by 31 March 2023.

Refund liabilities:

Particulars	(Rs. in Crores)	
	For the year ended 31 March 2023	For the year ended 31 March 2022
Arising from volume rebates and discounts netted in trade receivables (refer note 13)	-	-

The Company does not have any significant adjustments between the contracted price and revenue recognised in the statement of profit and loss.

(Rs. in Crores)

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
NOTE - 28 Other income		
Interest income		
- from fixed deposits	10.12	34.21
- from customers	-	3.45
- from security deposits	-	5.35
- from employee advances	-	0.31
- from others	5.38	-
Fair value gain arising from financial instruments designated as FVTPL	0.01	0.19
Profit on disposal of property, plant & equipment (net)	-	0.91
Reversal of provision for doubtful debts & advances (net)	-	1.04
Insurance claim received	30.12	-
Miscellaneous income	35.40	0.24
	81.03	45.70
NOTE - 29 Cost of materials consumed		
Raw materials consumed	14,285.81	10,182.88
NOTE - 30 Change in Inventories of Finished Goods, stock-in-trade & work-In-Progress *		
Opening Stock		
Finished goods	1,182.98	966.46
Stock-in-trade	-	-
Work-in-Progress	269.81	160.69
Total (A)	1,452.79	1,127.15
Closing stock		
Finished goods	2,197.86	1,182.98
Work-in-progress	500.49	269.81
Total (B)	2,698.35	1,452.79
Net (A-B)	(1,245.56)	(325.64)
* Refer note 50 for change in the method of measuring cost of inventory.		
NOTE - 31 Employee benefits expense		
Salary and wages	375.82	343.75
Contribution to provident & other funds (refer note 39)	22.67	28.73
Staff welfare expenses	14.44	20.79
	412.93	393.27
NOTE - 32 Finance costs		
Interest		
-On borrowings	682.16	904.10
-On unwinding of financial liabilities carried at amortised cost	12.14	157.32
-On lease liabilities	1.14	1.20
-On others	65.93	0.26
Other borrowing costs	53.76	108.20
	815.13	1,171.08
NOTE - 33 Depreciation & amortisation expenses		
Depreciation of property, plant and equipment (refer note - 2)	1,230.39	1,216.11
Depreciation of right-of-use assets (refer note 4)	12.09	12.23
Amortisation of intangible assets (refer note 5)	12.47	63.94
	1,254.95	1,292.28

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
NOTE - 34 Other expenses		
Production consumables and Stores & spares consumed	928.25	996.79
Power & fuel	1,725.46	1,565.64
Rent	3.95	3.35
Repairs and maintenance:		
- To machinery	131.32	92.94
- To building	10.97	12.02
Insurance	42.34	30.89
Rates and taxes	77.46	8.35
Legal & professional charges	43.23	52.54
Travelling & conveyance	11.68	10.85
Freight & forwarding	865.21	1,144.08
Contractor labour charges	389.34	385.05
Foreign currency exchange fluctuation (net)	107.40	9.69
Director's sitting fees	0.12	0.12
Provision for doubtful debts, deposits, loans and advances	6.83	3.52
Monitoring professional costs	0.00	0.00
Packing charges	0.00	0.00
Miscellaneous expenses	74.51	28.16
	4,418.07	4,343.99

35 (a)- Auditor's remuneration (excluding tax) included in legal & professional charges

Statutory audit fees (including limited reviews)* :	0.25	0.24
Other services***	0.04	0.04
Total	0.29	1.12

35 (b) Expenditure incurred on corporate social responsibility activities is as follows:

i) Gross amount required to be spent by the Group during the year	35.44	6.69
ii) Amount spent during the year on		
- Construction / acquisition of any property, plant and equipment	-	-
- On purposes other than the above	0.44	2.22
- The amount of shortfall at the end of the year required to be spent by the Group during the year	35.00	4.47
- The total of previous year shortfall amounts	-	-
- The nature of CSR activities taken by the Group are as under:		
Integrated water resources management	2.90	0.30
Waste management & sanitation initiatives	-	0.31
COVID 19 support & rehabilitation program	-	1.42
General community infrastructure support & welfare initiatives	21.43	0.19
Total	24.35	2.22
- Amount unspent, if any	10.67	4.47
- Detail of related party transactions, e.g., contribution to a trust controlled by the Group in relation to CSR expenditure as per relevant accounting standard.	-	-
- Where a provision is made with respect to a liability incurred by entering into a contractual	-	-

The unspent amount of CSR expenditure of Rs. 4.47 crores will be transferred to a specified bank account within 30 days from the end of the financial year i.e. 30 April 2022 as per the provisions of the Companies Act, 2013.

35 (c)- Earnings per share (EPS)

Profit attributable to equity shareholders for basic/diluted earnings (A)	18.79	4,019.18
Weighted average number of equity shares for basic EPS (B)	6,100,000,000	4,044,383,562
Weighted numbers of shares on conversion of share warrants (C)	6,100,000,000	7,000,000,000
Total weighted average number of equity shares for diluted EPS (D) = (B)+(C)	6,100,000,000	11,044,383,562
Basic EPS (A/B)	0.03	9.94
Diluted EPS (A/D)	0.03	0.27

Particulars	As at 31 March 2023	As at 31 March 2022
Note 38 Income tax		
Current tax		
Current tax (including earlier years reversal/adjustments)		
A reconciliation of income tax expense applicable to accounting profit before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:		
Profit before tax	75.44	4,004.68
Enacted tax rate in India	25.17%	25.17%
Expected income tax expense at statutory tax rate	18.99	1,007.90
Tax effect of expenses not deductible in determining taxable profits		
Expenses not allowable	(70.06)	(162.62)
Deferred tax assets not recognised	0.04	8.55
Utilisation of tax benefits	29.74	(909.24)
Effect of different tax rates of subsidiaries		
Deferred tax on elimination interest income on consolidation	77.90	81.80
Tax expense for the year	56.59	26.39
Effective income tax rate	75.01%	0.66%

Deferred tax liabilities (net)				
(Rs. in Crores)				
Unrecognised deferred tax balance in relation to	As at 31 March 2022	Recognised / reversed through profit and loss	Recognised / reversed through OCI	As at 31 March 2023
Equity component of optionally fully convertible debentures	-	-	-	-
Total	-	-	-	-
Unrecognised deferred tax balance in Relation to	As At 31 MARCH 2021	Recognised / reversed through profit and loss	Recognised / reversed through OCI	As At 31 MARCH 2022
Losses available for offsetting against future taxable income	346.07	(40.90)	(305.17)	-
Total	346.07	(40.90)	(305.17)	-

NOTE 37 - Employee benefits**A) Defined contribution plan**

The Company operates defined contribution retirement benefit plans for all qualifying employees. Under these plans, the Company is required to contribute a specified percentage of payroll costs. Company's contribution to provident fund & family pension scheme recognized in statement of profit and loss of ₹ 17.53 crores (previous year ₹ 18.85 crores) [included in refer note 32].

B) Defined benefits plans

The Company has a defined benefits gratuity plan (funded). The Company defined benefits gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The scheme is funded with the insurance companies in the form of a qualifying insurance policy.

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefits. The level of benefits provided depends on the member's length of service and salary at retirement age.

The following tables summarize the components of net benefits expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for gratuity.

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
a) Liability recognised in the balance sheet		
(i) Change in the obligation during the year ended		
Present value obligation as at beginning of the year	59.29	66.06
Interest costs	4.26	4.49
Current service costs	4.77	5.93
Benefits paid	(6.03)	(7.98)
Actuarial (gain)/ loss on obligations	2.40	(9.20)
Present value obligation as at end of the year	64.69	59.29
(ii) Change in fair value plan assets		
Fair value of plan assets as at beginning of the year	29.02	33.56
Fair value of plan assets acquired on account of reverse acquisition (refer note 45)	-	0.00
Expected return on plan assets	1.70	1.93
Contributions	1.70	1.38
Benefits paid	(8.03)	(7.85)
Fair value of plan assets as at end of the year	26.39	29.02
(iii) Amount recognized in balance sheet consists of		
Present value obligation as at end of the year assets/(liability)	(64.69)	(59.29)
Fair value of plan assets as at end of the year	26.39	29.02
Unfunded net asset/ (liability) recognized in balance sheet	(38.30)	(30.27)
Amount recognized current liability	10.42	1.15
Amount recognized non-current liability (net of plan assets)	27.88	29.12
Total	38.30	30.27
b) Expenses recognized in statement of profit and loss		
Current service costs	4.77	5.93
Interest costs	2.17	2.21
Total	6.94	8.14

Re-measurement (gain)/ loss recognized in other comprehensive income	For the year ended 31 March 2023	For the year ended 31 March 2022
Actuarial gain/ (loss) arising from changes in demographic assumptions	-	-
Actuarial gain/ (loss) arising from changes in financial assumptions	2.14	2.91
Actuarial gain/ (loss) arising from changes in experience adjustments	(4.54)	6.29
Actuarial gain/ (loss) for the year on assets	(0.38)	(0.35)
Recognized in other comprehensive income	(2.78)	8.85
c) Actuarial assumptions		
Discount rate (per annum) (in %)	7.50	7.16
Rate of increase in compensation levels (in %)	8.00	8.00
Expected average remaining working lives of employees (years)	14.00	16.67
Weighted average duration (years)	12.00	15.70
d) Expected contribution for the next annual reporting period		
Service costs	5.92	6.65
Net interest costs	2.87	2.17
Expected expense for the next annual reporting period	8.79	8.82
e) Sensitivity analysis of the defined benefits obligation		
a) Impact of the change in discount rate		
Present value of obligation at the end of the period	64.69	59.29
i) Impact due to increase of 0.50%	(3.15)	(3.47)
ii) Impact due to decrease of 0.50%	3.40	3.78
b) Impact of the change in salary increase		
Present value of obligation at the end of the period	64.69	59.29
i) Impact due to increase of 0.50%	3.28	3.67
ii) Impact due to decrease of 0.50%	(3.08)	(3.42)
Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not calculated. Sensitivities as rate of increase of pensions in payment rate of increase of pension before retirement & life expectancy are not applicable.		
Maturity profile of defined benefits obligation (year)		
1st Following Year	2.53	1.15
2nd Following Year	2.38	1.12
3rd Following Year	3.27	2.42
4th Following Year	4.17	2.12
5th Following Year	4.29	2.90
6th Years and above	48.06	49.58

- f) The estimates of rate of escalation in salary considered in actuarial valuation are after taking into account inflation, seniority, promotion and other relevant factors. The above information is as certified by the actuary.
- g) Discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.
- h) The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefits obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.
- i) Description of risk exposures:
Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such Group is exposed to various risks as follow -
- a) Salary increases- actual salary increases will increase the plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
- b) Investment risk - If plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.
- c) Discount rate: Reduction in discount rate in subsequent valuations can increase the plan's liability.
- d) Mortality & disability - actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
- e) Withdrawals - actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact plan's liability.
- C Other Employee benefits**
Compensated absences: The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date. This is done using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expense on non accumulating compensated absences is recognized in the period in which the absences occur. [refer note 32].

NOTE 38 - Financial Instruments

38.1 Capital risk management

The Group manages its capital to ensure that entity will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance.

The capital structure of the Group consists of net debt (borrowings offset by cash and bank balances) and equity of the Group (comprising issued capital, reserves and retained earnings).

The Group prepares projections via annual business plan and capex business plan to plan the capital structure and the outflow. The Group monitors its capital gearing ratio, which is net debt, divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents and current investments.

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
Borrowings	7,371.87	7,128.87
Less: Cash and cash equivalents	(1,135.02)	(549.29)
Less: Other bank balances	(170.93)	(575.78)
Net debts (A)	6,065.92	6,003.80
Equity	6,092.92	6,092.92
Other equity (including money received against share warrants)	4,941.69	4,873.81
Total equity (B)	11,034.61	10,966.73
Gearing ratio (A/B)	0.55	0.55

(1) Total equity includes capital reserves as disclosed under Note 20.

(2) Debt includes long term borrowings as disclosed under Note 22.

38.2 The accounting classification of each category of financial instrument and their carrying amount are set out below:

(Rs. in Crores)

Particulars	As at 31 March 2023				
	Amortised cost	Fair value through other comprehensive income	Fair value through profit and loss	Total carrying value	Total fair value
Financial assets					
Investments	-	-	-	-	-
Loans	-	-	-	-	-
Trade receivables	1,171.96	-	-	1,171.96	-
Cash and cash equivalents	1,135.02	-	-	1,135.02	-
Bank balances other than cash and cash equivalents	170.93	-	-	170.93	-
Other financial assets	234.05	-	-	234.05	-
Total	2,711.96	-	-	2,711.96	-
Financial Liabilities					
Borrowings	7,371.87	-	-	7,371.87	-
Lease liabilities	10.22	-	-	10.22	-
Trade payables	4,152.17	-	-	4,152.17	-
Other financial liabilities	962.19	-	-	962.19	-
Total	12,496.45	-	-	12,496.45	-

*Borrowings include current maturities of long term borrowings

38.2 Categories of financial Instruments

(Rs. in Crores)

Particulars	As at 31 March 2022				
	Amortised cost	Fair value through other comprehensive income	Fair value through profit and loss	Total carrying value	Total fair value
Financial assets					
Investments	-	-	1.60	1.60	1.60
Loans	2.01	-	-	2.01	-
Trade receivables	1,139.69	-	-	1,139.69	-
Cash and cash equivalents	549.29	-	-	549.29	-
Bank balances other than cash and cash equivalents	575.78	-	-	575.78	-
Other financial assets	211.51	-	-	211.51	-
Total	2,478.28	-	1.60	2,479.88	1.60
Financial liabilities					
Borrowings	7,128.87	-	-	7,128.87	-
Lease liabilities	10.97	-	-	10.97	-
Trade payables	3,564.09	-	-	3,564.09	-
Other financial liabilities	591.15	-	-	591.15	-
Total	11,295.08	-	-	11,295.08	-

*Borrowings include current maturities of long term borrowings

NOTE- 39 Fair value hierarchy of financial instruments

The carrying amounts of trade receivables, trade payables, capital creditors, cash and cash equivalents, other bank balances, other financial assets and other financial liabilities (other than those specifically disclosed) are considered to be the same as their fair values, due to their short-term nature.

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

(Rs. in Crores)				
Particulars	Fair values as at 31 March 2023	Fair values as at 31 March 2022	Level	Valuation technique and key inputs
Current Investments				
Investments in quoted mutual funds measured at FVTPL	-	1.50	1	Quoted bid price in an active market

The fair value of investments classified as Level 1 is marked to an active market or based on observable market data which factors the uncertainties arising out of COVID-19. The financial assets carried at fair value by the Group are mainly investments in mutual funds, no material volatility is expected.

There have been no transfers between Level 1 and Level 2 during the period.

NOTE- 40 Financial risk management

The Group's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Group's senior management oversees the management of risks. The Group's senior management provides assurance to the Group's Board that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. The Board of Directors reviews and suggest changing in policies for managing each of these risks.

The risk management policies aim to mitigate the following risks arising from the financial instrument:

- Interest rate risk
- Currency risk
- Commodity price risk
- Credit risk
- Liquidity risk

NOTE- 40.1 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings.

The following table provides a break-up of the Group's fixed and floating rate borrowings:

(Rs. in Crores)		
Particulars	As at 31 March 2023	As at 31 March 2022
Fixed rate borrowings	2,746.45	2,690.18
Floating rate borrowings	4,500.00	4,500.00
Total gross borrowings	7,246.45	7,190.18
Less: Upfront fees	(32.62)	(61.31)
Total borrowings (refer note 22)	7,213.83	7,128.87

Interest rate risk sensitivity

The sensitivity analyses below have been determined based on the exposure to interest rates for floating rate liabilities, after the impact of hedge accounting, assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

The following table demonstrates the sensitivity to a change in interest rates by 100 basis points higher/lower and all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

(Rs. in Crores)		
Particulars	As at 31 March 2023	As at 31 March 2022
+ 100 basis points	45.00	45.00
- 100 basis points	(45.00)	(45.00)

Note- 40.2 Foreign currency risk

The Group's functional currency is Indian rupees (INR). The Group undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency).

Adverse movements in the exchange rate between the rupee and any relevant foreign currency result's in increase in the Group's overall debt position in rupee terms without the Group having incurred additional debt and favorable movements in the exchange rates will conversely result in reduction in the Group's receivables in foreign currency.

Currency exposure as at 31 March 2023

(Rs. in Crores)					
Particulars	USD	EURO	Others	INR	Total
Assets					
Trade receivables	120.03	102.89	-	949.04	1,171.96
Bank balances other than cash and cash equivalents	-	-	-	170.93	170.93
Total Assets	120.03	102.89	-	1,119.97	1,342.89
Liabilities					
Trade payables*	3,317.60	8.32	-	825.25	4,152.17
Total liabilities	3,317.60	8.32	-	825.25	4,152.17

* Trade payables includes creditors for capital goods

Currency exposure as at 31 March 2022

Particulars	(Rs. in Crores)				
	USD	EURO	Others	INR	Total
Assets					
Trade receivables	337.56	0.40	-	801.73	1,139.69
Bank balances other than cash and cash equivalents	-	-	-	575.78	575.78
Total Assets	337.56	0.40	-	1,377.51	1,715.47
Liabilities					
Trade payables*	716.89	28.95	-	2,818.25	3,564.09
Total Liabilities	716.89	28.95	-	2,818.25	3,564.09

* Trade payables includes creditors for capital goods

The following table details the Group's sensitivity to a 1% increase and decrease in the INR against the relevant foreign currencies. 1% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 1% change in foreign currency rates, with all other variables held constant. A positive number below indicates an increase in profit or equity where INR strengthens 1% against the relevant currency. For a 1% weakening of INR against the relevant currency, there would be a comparable impact on profit or equity, and the balances below would

Particulars	Increase (Strengthening of INR)		Decrease (Weakening of INR)	
	As at	As at	As at	As at
	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Assets				
USD/ INR	1.20	3.36	(1.20)	(3.36)
EURO/ INR	1.03	0.00	(1.03)	(0.00)
Liabilities				
USD/ INR	(33.18)	(7.17)	33.18	7.17
EURO/ INR	(0.06)	(0.29)	0.06	0.29

The forward exchange contracts entered into by the Group and outstanding are as under:

As at	Nature	No. of contracts	Type	US\$ Equivalent (Millions)	INR Equivalent (crores)	MTM (₹ in crores)
31 March 2023	Assets	31	Buy	397.14	3297.33	-15.72
	Liabilities					
31 March 2022	Assets	5	Buy	124.22	953.29	8.14
	Liabilities	8	Sell	219.42	1668.51	(14.62)

NOTE- 40.3 Commodity price risk

The Group's revenue is exposed to the market risk of price fluctuations related to the sale of its steel products. Market forces generally determine prices for the steel products sold by the Group. These prices may be influenced by factors such as supply and demand, production costs (including the costs of raw material inputs) and global and regional economic conditions and growth. Adverse changes in any of these factors may reduce the revenue that the Group earns from the sale of its steel products.

The Group is exposed to fluctuations in prices for the purchase of iron ore, coking coal, ferro alloys, zinc, scrap and other raw material inputs. The Group purchased primarily all of its iron ore and coal requirements at prevailing market rates during the year ended 31 March 2022.

The Group aims to sell the products at prevailing market prices. Similarly, the Group procures key raw materials like iron ore and coal based on prevailing market rates as the selling price of steel products and the prices of input raw materials move in the same direction.

NOTE- 40.4 Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Group is exposed to credit risk for trade receivables, cash and cash equivalents, investments, other bank balances, loans, and other financial assets.

Moreover, given the diverse nature of the Group's business, trade receivables are spread over a number of customers with no significant concentration of credit risk. No single customer accounted for 10% or more of the trade receivables in any of the years presented. The history of trade receivables shows a negligible provision for bad and doubtful debts. Therefore, the Group does not expect any material risk on account of non-performance by any of the Group's counterparties.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

Movements in allowance for credit losses of receivable is as below:

Particulars	(Rs. in Crores)	
	As at 31 March 2023	As at 31 March 2022
Balance at the beginning of the year	10.11	22.13
Additional allowance during the year	3.77	10.11
Utilized during the year	9.63	22.13
Total	4.25	10.11

103

For current investments, counterparty limits are in place to limit the amount of credit exposure to any one counterparty. This, therefore, results in diversification of credit risk for Group's mutual fund.

The carrying value of financial assets represents the maximum credit risk. The maximum exposure to credit risk was Rs. 2,711.95 crores as at 31 March 2022 and Rs. 2,478 crores as at 31 March 2023, being the total carrying value of trade receivables, balances with bank, bank deposits, current investments, loans and other financial assets.

Receivables are deemed to be impaired after 90 days. The credit period on the sale of goods ranges from 7 to 60 days. The Group has made the provision based on the policy for trade receivables and no material loss on its trade receivables is expected for credit loss (ECL). Where receivables have been impaired, the Group actively seeks to recover the amounts in question and enforce compliance with credit terms.

In addition, the Group is exposed to credit risk in relation to financial guarantees given to banks provided by the Group. The Group's maximum exposure in this respect is the maximum amount the Group could have to pay if the guarantee is called on. Based on the expectation at the end of the reporting period, the Group considers that it is more likely than not that such an amount will not be payable under the guarantees provided.

For all other financial assets, if credit risk has not increased significantly, 12-month expected credit loss is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime expected credit loss is used.

NOTE- 40.5 Liquidity risk

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group manages liquidity risk by maintaining adequate reserves and banking facilities.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

Particulars	As at 31 March 2023			Total
	< 1 year	1-5 years	> 5 years	
Financial Assets				
Investments	0.00	-	-	0.00
Loans	0.00	-	-	0.00
Trade receivables	1171.96	-	-	1171.96
Cash and cash equivalents	1135.02	-	-	1135.02
Bank balances other than cash and cash equivalents	170.93	-	-	170.93
Other financial assets	93.48	140.67	-	234.06
Financial liabilities				
Borrowings	7125.42	240.45	0.00	7371.87
Trade payables	4152.17	0.00	0.00	4152.17
Other financial liabilities	938.52	25.37	0.00	962.19
Total	12,214.41	271.82	-	12,486.23

Particulars	As at 31 March 2022			Total
	< 1 year	1-5 years	> 5 years	
Financial Assets				
Investments	1.60	-	-	-
Loans	2.01	-	-	-
Trade receivables	1,139.69	-	-	1,171.96
Cash and cash equivalents	549.29	-	-	1,135.02
Bank balances other than cash and cash equivalents	575.78	-	-	170.93
Other financial assets	3.61	156.45	0.02	180.08
Financial liabilities				
Borrowings	0.01	7,128.78	-	7,128.79
Trade payables	3,594.07	-	-	3,594.07
Other financial liabilities	342.99	241.29	-	591.28
Total	3,914.07	7,370.07	-	11,284.14

Collateral

The Group has pledged part of its trade receivables and cash and cash equivalents in order to fulfill certain collateral requirements for the banking facilities extended to the Group. There is obligation to return the securities to the Group once these banking facilities are surrendered.

NOTE- 41 Segment reporting

The Group is engaged in the business of manufacturing and trading of Iron & Steel products having similar economic characteristics, with operations primarily in India which is regularly reviewed by the Group's chief operating decision maker for assessment of Group's performance and resource allocation.

The Group has identified one primary business segment i.e., manufacture and dealing of iron & steel products.

Information about geographical revenue and assets

a) Refer note 27 for information about geographical revenue.

b) Non current assets

All non current assets of the Group are located in India

c) Customer contributing more than 10% of revenue

No single customer represents 10% or more of the Group's total revenue for the year ended 31 March 2022 and 2021.

NOTE- 42 Disclosure pertaining to micro and small and medium enterprises (as per information available with the Group)

Particulars	(Rs. in Crores)	
	As at 31 March 2023	As at 31 March 2022
Details of dues to micro, small and medium enterprises as defined under the MSMED Act, 2008.		
Principal amount outstanding as at the year end	133.75	115.32
Interest due on above and not unpaid as at year end	-	-
Interest paid to suppliers	-	-
Payment made to suppliers beyond the appointed day during the year	-	-
Interest due and payable for the year of delay	-	-
Interest accrued and remaining unpaid as at end of year	-	-
Amount of further interest remaining due and payable in succeeding year.	-	-

NOTE- 43 Business combination

Pursuant to the initiation of corporate insolvency resolution process, the resolution plan submitted in respect of the Group by JSW Steel Ltd ("JSW" and such plan, "Resolution Plan") was approved by the Hon'ble National Group Law Tribunal ("NCLT") with certain modifications, vide Order dated 05 September 2019 ("NCLT Order"). JSW preferred an appeal against the NCLT Order, which was allowed by the Hon'ble National Group Law Appellate Tribunal ("NCLAT") vide its Order dated 17 February 2020 ("NCLAT Order"). The erstwhile promoters of the Group, certain operational creditors and the Directorate of Enforcement have preferred various appeals before the Hon'ble Supreme Court ("SC") against the NCLAT Order ("SC Appeals"), which are presently pending for adjudication.

Pending adjudication of the SC Appeals, on 26 March 2021, JSW Steel completed the acquisition of BPSL by implementing the resolution plan approved by NCLT basis an agreement entered with BPSL's committee of creditors that provides an option/right to the JSW Steel to unwind the transaction in case of unfavorable ruling on certain specified matters by Hon'ble Supreme Court.

Effective from 01 April 2020 (being "Appointed Date"), Makler Private Limited ("SPV") which has raised share capital and debt financing to acquire the business of the Group and to discharge its liabilities of financial creditors, has merged into the Group. For the purposes of Ind AS 103 "Business Combinations", SPV has acquired the control of the Group, its business and its assets and liabilities from appointed date and the said merger has been accounted as "reverse acquisition" as prescribed under Ind AS 103 "Business Combinations".

During the year ended 31 March 2021, the purchase consideration had been allocated on a provisional basis in accordance with Ind AS 103 'Business Combinations'. Pending final determination of fair value of the assets and liabilities acquired, the Group had recognized capital reserve amounting to 3,410 crores on a provisional basis with the option of reassessing the fair values during the measurement period.

During the measurement period, which is ending during the year 2021-22, the Group has reassessed the allocation of purchase consideration based on the fair valuation of assets and liabilities acquired based on reports obtained from the independent valuer.

The reassessment inter-alia, included revisions to the fair value of Property plant and equipment (excluding land) based on business valuation, reversal of claims recoverable from deallocated mines and revaluation of liabilities. Accordingly, corresponding adjustments were made to the provisionally accounted fair values of assets and liabilities and the same resulted in recognition of goodwill of ₹ 359.47 crores as on the acquisition date.

NOTE- 44 Exceptional items

Pursuant to an Order of Nominated Authority of Ministry of Coal Government of India dated September 30, 2022 and the guidelines issued under the Coal Mines (Special Provisions) Act, 2015, the Company has recognized during the year an amount of ₹ 260.89 Crores as exceptional items in relation to claims received/ receivable in respect of expenditure incurred on Jamkhani coal mine deallocated vide Hon'ble Supreme Court Order dated September 24, 2014.

Particulars	As at 31 March 2023	As at 31 March 2022
NOTE - 45 Commitments & contingent liabilities		
a) Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances of ₹ 96.40 crores (previous year ₹ 85.10 crores))	1,536.91	1,425.86
b) Contingent liabilities		
Claims against the Group not acknowledged as debt (excluding interest, if any)		
- Land transfer fees demand by Industrial Infrastructure Development Corporation of Odisha Limited (IDCO), Bhubaneswar for issue of No Objection Certificate (NOC) for Mortgage right permission.	-	28.81
- Indirect tax matters (Goods & Service tax)	1.52	
- Others	0.55	0.52

Notes:

1) The erstwhile promoters and certain operational creditors of Bhushal Power And Steel Ltd, subsidiary of Piombino Steel Limited and the directorate of enforcement have preferred various appeals before the Hon'ble Supreme Court ("SC") against the NCLAT Order ("SC appeals"), which are presently pending for adjudication.

2) Amounts payable under the resolution plan towards government dues and contingent creditors have been recognised in accordance with the certificate obtained from supervisory agent appointed.

3) Other pending litigations comprise mainly claims against the Group, proceedings pending with Tax and other Authorities. The Group has reviewed all its pending litigations and proceedings and has made adequate provisions, wherever required and disclosed the contingent liabilities, wherever applicable, in its financial statements.

NOTE - 46 Related Party disclosures**A Name of related parties having transactions during the year and description of relationship****1 Holding Group**

JSW Steel Limited (w.e.f. 01 October 2021)

2 The investing party in respect of which the reporting enterprise is a joint venture

JSW Steel Limited (with effect from March 27, 2021, upto September 30, 2021)

JSW Shipping & Logistics Private Limited (with effect from March 27, 2021, upto September 30, 2021)

3 Other Related Parties

B M M Ispat Limited

Everbest Consultancy Services Private Limited

GSI Lucchini Inc Italy

Jindal Saw Limited

Jindal Stainless Limited

Jindal Steel & Power Limited

JSW Cement Limited

JSW Energy (Barmer) Limited

JSW Global Business Solutions (GBS) Limited

JSW Infrastructure Limited

JSW International Tradecorp Pte Limited (w.e.f. 01 October 2021)

JSW Ispat Special Products Limited

JSW Jharkhand Steel Limited

JSW Paint Limited

JSW Prodip Terminal Private Limited

JSW Steel Coated Products Limited

JSW Techno Projects Management Private Limited

Asian Colour Coated Ispat Limited

JSW MI Steel Service Center Private Limited

JSW Steel U.S.A Ohio Inc

Vardhman Industries Limited

West Waves Maritime & Allied Services Private Limited (upto November 23, 2021)

JSW Shipping & Logistics Private Limited (with effect from October 01, 2021)

4 Fellow Subsidiary Group

Amba River Coke Limited

Vardhman Industries Limited

JSW Vallabh Tinsplate Private Limited

GSI Lucchini Inc Italy

JSW Jharkhand Steel Limited

JSW Steel Coated Products Limited

Asian Colour Coated Ispat Limited (upto 24th Feb 2023)

JSW Steel U.S.A Ohio Inc

JSW Steel Global Trade Pte Limited

5 Directors and Key Managerial Personnel

Mr. Kaustubh Kulkarni (with effect from January 19, 2022)

Mr. Mohit Goyal (with effect from January 19, 2022)

Mr. Aloik Kumar Mishra

Mr. Bhushan Prasad (upto December 1, 2021)

Mr. Sundeep Jain (upto December 1, 2021)

Mr. Sriram K.S.N. (upto December 1, 2021)

Mr. Manoj Kumar Mohla (with effect from December 1, 2021)

Mr. Anil Kumar Singh (with effect from December 1, 2021)

Mr. Divyakumar Bhaier (with effect from December 1, 2021)

Mr. Anunay Kumar (with effect from December 1, 2021)

Dr. (Mrs.) Rakhi Jain (with effect from December 1, 2021)

Designation

Chief Executive Officer

Chief Financial Officer

Group Secretary

Non-Independent Non-Executive Director

Non-Independent Non-Executive Director

Non-Independent Non-Executive Director

Non-Independent Non-Executive Director

Non-Independent Non-Executive Director

Independent Non-Executive Director

Independent Non-Executive Director

Relationship	Holding Group	Enterprises over which the Group Exercises Control or Significant Influence													
		Advin Colour Coated Ispat Limited	B M Ispat Limited	JSW Steel Global Trade Pte Limited	Everbest Consultancy Services Private Limited	GSI Lucchini Inc Italy	Jindal Saw Limited	Jindal Stainless Limited	Jindal Steel & Power Limited	JSW Cement Limited	JSW Energy (Bumay) Limited	JSW Global Business Solutions (QIBS) Limited	JSW Infrastructure Limited	JSW Foundation Holding Pvt Limited	JSW IP Limited
Purchase of Goods	JSW Steel Limited	2,917.86	6.95	3,442.84	11.47	3.90	0.55	38.05	38.05	1.12	214.37	9.81	0.87	26.83	-
	2022-2023	2,321.26	155.36	-	3.17	-	4.02	8.19	8.19	-	-	0.07	2.83	-	-
Sale of Goods	JSW Steel Limited	20.89	-	-	-	-	-	2.25	2.25	21.28	2.59	-	-	-	-
	2022-2023	20.00	-	-	-	-	-	1.81	1.81	10.08	2.52	-	-	-	0.00
Purchase of Capital Goods	JSW Steel Limited	22.42	-	-	-	-	-	-	-	-	-	-	-	-	-
	2021-2022	48.73	-	-	-	-	-	-	-	-	-	-	-	-	-
Sale of Capital Goods	JSW Steel Limited	38.11	-	-	-	-	-	-	-	-	-	-	-	-	-
	2022-2023	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proceeds from Issuance of Equity Shares	JSW Steel Limited	-	-	7.60	-	-	-	-	-	-	-	-	-	-	-
	2021-2022	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proceeds from Issuance of Warrants	JSW Steel Limited	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	2022-2023	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proceeds from Issuance of Convertible Debentures	JSW Steel Limited	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	2021-2022	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proceeds from Issuance of Optionally Convertible Debentures	JSW Steel Limited	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	2021-2022	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses incurred on the behalf of the Group	JSW Steel Limited	7.81	-	-	-	-	-	-	-	-	-	-	-	-	-
	2022-2023	17.04	-	-	-	-	-	-	-	-	-	-	-	-	-
Finance Cost	JSW Steel Limited	108.26	-	-	-	-	-	-	-	-	-	-	-	-	-
	2021-2022	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Corporate guarantees given on behalf of the Group	JSW Steel Limited	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	2022-2023	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loans Taken	JSW Steel Limited	56.27	-	-	-	-	-	-	-	-	-	-	-	-	-
	2022-2023	56.00	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance Given	JSW Steel Limited	6.05	-	-	-	-	-	-	-	-	-	-	-	-	-
	2021-2022	6.05	-	-	-	-	-	-	-	-	-	-	-	-	-

A. Related party transactions		Enterprises over which the Group Exercises Control or Significant Influence															
Relationship		JSW International Tradecorp Pte Limited (w.a.t. 01 October 2021)	Jaw Ispat Special Products Limited	JSW Jharkhand Steel Limited	Vallabh Tringlale	JSW Points Private Limited	JSW Pradipt Terminal Private Limited	JSW Steel Coated Products Limited	JSW Techino Project Managements Limited	Andhra River Coka Limited	JSW MI Steel Service Center Private Limited	JSW Steel U.S.A Ohio Inc	Vardhman Industries Limited	JSW Severfield Structures Limited	Ind Barath Energy Utkal Limited	Jindal Industries Private Limited	
Nature of transaction																	
Purchase of Goods																	
2022-2023		4.78	7.19	-	-	95.43	-	-	98.01	264.97	-	-	-	-	0.34	-	-
2021-2022		4,562.17	177.74	-	-	112.89	-	-	445.92	-	-	-	-	-	-	-	-
Sale of Goods																	
2022-2023		-	450.36	-	0.86	-	-	598.50	-	16.52	-	263.82	-	-	-	-	-
2021-2022		165.04	416.39	-	73.09	-	-	744.89	-	-	2.73	172.31	8.47	-	-	-	64.91
Job Work Income / Interest Income																	
2022-2023		-	23.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2021-2022		-	27.42	-	-	-	-	-	-	-	-	3.46	-	-	-	-	-
Reimbursement of expenses incurred on the behalf of others																	
2022-2023		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2021-2022		-	1.69	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses incurred on the behalf of the Group																	
2022-2023		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2021-2022		-	0.71	1.09	-	-	-	-	-	-	-	-	-	-	-	-	-

A. Related party transactions		Key management personnel (KMP)							
Relationship		Mr. Anil Kumar Singh	Mr. Pradeep Bhangava	Mr. Alokh Kumar Mishra (w.a.t. 05 July 2021)	Mr. Shankar Bora (upto 05 Mar 2021)	Mr. Rupa Misra (upto 05 July 2021)	Mr. Vishan Khandaker	Mr. Nagarajan J (w.a.t. 23 September 2022)	Director Sitting Fees
Nature of transaction									
Remuneration									
2022-2023		2.5	0	0.75	-	-	-	0.90	-
2021-2022		1.65	0.81	0.54	0.87	0.02	-	-	-
Director Sitting Fees									
2022-2023		-	-	-	-	-	-	-	0.12
2021-2022		-	-	-	-	-	-	-	0.12
Expenses related to Monitoring Professional									
2022-2023		-	-	-	-	-	-	-	-
2021-2022		-	-	-	-	-	-	-	-

B. Amounts due to/from related parties

Relationship	Ultimate Holding	Enterprises over which the Group Exercises Control or Significant Influence															
		JSW Steel Limited	West Waves Maritime & Allied Services Private Limited	Valkabh Timplite	B M M Ispat Limited	Everbest Consultancy Services Private Limited	Vardhman Industries Limited	JSW Infrastructure Limited	Jindal Steel & Power Limited	JSW Cement Limited	JSW Foundation	JSW Global Business Solutions (GBS) Limited	JSW Infrastructure Limited				
Nature of transaction	JSW Steel Limited																
Trade Receivables																	
2022-2023	0.16																
2021-2022	0.16			48.03													
Advance from Customers																	
2022-2023	-																
2021-2022	-													0.59			
Trade Payables																	
2022-2023	43.59																
2021-2022	849.76				40.31										16.11	7.94	1.65
Advance to Vendors																	
2022-2023	28.19																
2021-2022	9.45																
Expenses Payable																	
2022-2023	-																
2021-2022	-														0.44		
Equity component of Compulsorily Convertible Debentures																	
2022-2023	-																
2021-2022	-																
Liability component of Compulsorily Convertible Debentures																	
2022-2023	-																
2021-2022	-																
Liability component of Optionally Fully Convertible Debentures																	
2022-2023	-																
2021-2022	-																
Corporate guarantee given on behalf of the Group (to the extent of liability outstanding towards lenders)																	
2022-2023	4,500.00																
2021-2022	4,500.00																
Interest Payable																	
2022-2023	124.73																
2021-2022	126.06																
Loans Payable																	
2022-2023	246.45																
2021-2022	190.13																

Piombino Steel Ltd
NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT & FOR THE YEAR ENDED 31 MARCH 2023

(Rs. in Crores)

Relationship	Enterprises over which the Group Exercises Control or Significant Influence											
	JSW International Tradecorp Pta Limited (w.e.f. 01 October 2021)	Jsw Ispat Special Products Limited	JSW Shipping and Logistics	JSW Steel Coated Products Limited	JSW Paints Private Limited	JSW Pradip Terminal Private Limited	JSW Techno Project Managements Limited	Asian Colour Coated Ispat Limited	JSW MI Steel Service Center Private Limited	Jsw Realty & Infrastructure Private Limited.	JSW Steel Global Trade Pte Ltd	JSW Severfield Structures Limited
Nature of transaction												
Trade Receivables												
2022-2023	-	111.87	-	283.88	-	-	-	-	-	-	-	-
2021-2022	-	180.46	-	340.75	-	-	-	36.02	-	-	-	-
Advance from Customers												
2022-2023	-	-	-	-	-	-	-	-	-	-	-	-
2021-2022	-	-	-	2.22	-	-	-	-	0.87	-	0.07	-
Trade Payables												
2022-2023	0.32	-	-	-	24.11	-	-	-	-	-	429.61	6.31
2021-2022	627.67	-	-	-	21.74	0.15	-	-	-	-	-	-
Interest Payable												
2022-2023	-	-	0.47	-	-	-	-	-	-	-	-	-
2021-2022	-	-	0.47	-	-	-	-	-	-	-	-	-
Advance to Vendors												
2022-2023	-	0.51	-	-	-	-	-	-	-	3.80	-	-
2021-2022	-	1.91	-	-	-	-	-	-	-	-	-	-

*The Group during the previous year ended March 31, 2021 has provided a corporate guarantee for an aggregate amount of Rs. 2088 crores on behalf of West Wares to the Debenture Trustee for the Non Convertible Debentures issued by West Wares to the lenders.

Piombino Steel Ltd
NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT & FOR THE YEAR ENDED 31 MARCH 2023

(Rs. in Crores)

Relationship	Key management personnel (KMP)	
	Mrs. Riya Mahana (upto 05 July 2021)	Director Sitting Fees
Nature of transaction		
Trade Payables		
2022-2023	-	-
2021-2022	-	-
Director Sitting Fees Payable		
2022-2023	-	0.02
2021-2022	-	0.01

Notes

1. Related party relationships are as identified by the management.
2. The sales to and purchases from related parties are made on terms equivalent to those as prevailing in arm's length transactions.
3. Outstanding balances at the year end are unsecured and interest is charged, wherever applicable, and settlement occurs in cash.
4. There have been no guarantees provided or received for any related party receivables or payables, except as disclosed in the table above.
5. For the year ended 31 March 2022, the Group has not recorded any impairment of receivables relating to amount owed by related parties. This assessment is undertaken in each financial year through examining the financial position of related parties and the market in which the related party operates.



NOTE- 47 Leases

The Group as a lessee

The Group's significant leasing/ licensing arrangements are mainly in respect of guest house / office premises and leasehold land. Leases run in a range from 24 months for office premises and 1080-1188 months for leasehold land. The Group previously used to classify leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Group.

The Group also has certain leases of warehouse / guest houses / office premises with lease terms of 12 months or less and leases of printers of low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

The effective interest rate for lease liabilities is 11.36%.

The leases that the Group has entered with lessors are generally long-term in nature and no changes in terms of those leases are expected due to the COVID-19.

A. Amount recognised in Statement of Profit and Loss

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
Interest expense on lease liabilities	1.14	1.20
Depreciation expense of right-of-use assets	12.09	12.23
Expense relating to short-term leases (Included in other expenses)	-	-
Expense relating to leases of low-value assets (Included in other expenses)	-	-
Variable lease payments (Included in other expenses)	0.00	0.50
Total amount recognised in profit or loss	13.23	13.93

B. Amount recognised in the Statement of Cash Flow

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
Interest component	1.14	1.20
Lease component	-	1.16

C. Maturity analysis of Lease Liability

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
Maturity analysis - undiscounted		
Less than one year	1.11	2.04
More than One year	82.84	83.95
	83.95	85.99

D. Movement of Lease Liability

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
Balance as at the beginning of the year	10.97	10.93
Additions of lease liabilities	-	-
Termination	-	-
Interest accrued	1.14	1.20
Payment of lease liabilities	-	(1.16)
Balance as at the end of the year	12.11	10.97

Lease Liability included in Balance Sheet

(Rs. in Crores)

Particulars	As at 31 March 2023	As at 31 March 2022
- Current	1.11	2.04
- Non current	9.11	8.93
	10.22	10.97

E. Movement of Right of Use Assets

(Rs. in Crores)

Particulars	Leasehold Land	Leasehold Building	Total
Gross block			
As at 01 April 2022	921.39	1.42	922.81
Additions	14.54	-	14.54
As at 31 March 2023	935.93	1.42	937.35
Accumulated Depreciation			
As at 01 April 2022	23.04	1.24	24.28
Depreciation for the year	11.91	0.18	12.09
As at 31 March 2023	34.95	1.42	36.37
Net block			
As at 01 April 2022	898.35	0.18	898.53
As at 31 March 2023	900.98	-	900.98

Piombino Steel Ltd
 NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2023

NOTE- 48 Ratios

S No	Ratios	(Rs. in Crores)				Variance	Reason	
		Financial year 22-23		Financial year 21-22				
		Numerator	Denominator	Numerator	Denominator			
1	Current ratio	8,720.94	12,463.75	7,831.30	4,176.30	1.88	-63%	Decrease was primarily on account of increase in current liabilities (mainly increase in trade payables)
2	(Current assets / current liabilities)	7,371.87	11,034.61	7,128.87	10,966.73	0.65	-3%	Decrease was primarily on account of repayment of term loan
3	Debt equity ratio	2,406.22	3,315.13	6,467.97	1,171.08	5.62	-87%	Decrease was primarily on account of increase in term loan interest
4	(Profit before tax, depreciation, net finance charges / (net finance charges + long term borrowings scheduled principal repayments (excluding prepayments/ refinancing) during the year) (net finance charges : finance costs - interest income - net gain (loss) on sale of current investments)	18.79	11,015.47	4,019.20	7,442.76	54.00%	-100%	Decrease was primarily on account of decrease in profit after tax
5	Return on equity	6,155.41	16,673.15	3,546.27	13,757.33	84	20%	Comparative financial statements were prepared from date of acquisition to year end. Current year figures are prepared for the whole year.
6	(Average inventory / (cost of materials consumed + purchase of stock-in-trade + changes in inventories of finished goods, stock-in-trade and work-in-progress + power and fuel + stores & spares consumed + repairs & maintenance + contractor labour charges) * no. of days)	1,155.83	20,122.61	959.78	21,969.38	16	31%	Inventory turnover was high in the previous financial year
7	Debtors turnover (no. of days)	13,487.81	3,856.13	10,806.85	2,183.72	1,807	-29%	Due to increase in cost of goods sold
8	(Average trade receivables / gross sales * no. of days)	20,122.61	(3,742.81)	21,969.38	3,655.00	6.01	-189%	On account of increase in working capital
9	Trade payables turnover (no. of days)	18.79	21,969.38	4,019.20	21,969.38	18%	-100%	Attributable to decrease in profit after tax and decrease in total income
10	(Cost of materials consumed + purchase of stock-in-trade + changes in inventories of finished goods, stock-in-trade and work-in-progress) / average trade payables * no. of days)	18.79	11,348.61	4,019.20	18,095.59	27%	-99%	Decrease was primarily on account of decrease in profit after tax
11	Net capital turnover	18.79	11,034.61	4,019.20	10,966.73	37%	-100%	Decrease was primarily on account of decrease in profit after tax
	(Net Sales / (current assets - current liabilities))							
	Net profit margin (%)							
	(Net profit for the year / revenue from operations)							
	Return on capital employed							
	(Net profit for the year / capital employed)							
	Return on investment							
	(Net profit for the year / net worth)							

NOTE- 49

The President has given his assent to the Code on Social Security, 2020 ("Code") in September 2020. On 13 November 2020 the Ministry of Labour and Employment released draft rules for the Code. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact once the subject rules are notified and will give appropriate impact to its financial statements in the period in which the Code becomes effective.

NOTE- 50 Other statutory information

- i) The Group does not have any benami property, where any proceeding has been initiated or pending against the Group for holding any benami property.
- ii) The Group does not have any transactions with companies which are struck off except the followings.

(Rs. In Crores)

Name of the company	Nature of transactions with company	Balance outstanding	
		As at 31 March 2023	As at 31 March 2022
Fuchs Lubricants (India) Private Limited	Purchase of spares	-	0.23
Shama Contracts (India) Private Limited	Purchase of spares	-	0.02
R.V.Briggs & Co. Private Limited	Purchase of spares	*	*
Minwood Rock Flores Limited	Purchase of spares	-	*
BPDP Trading Private Limited **	Sales of products	-	0.01
CBS Steel Private Limited **	Sales of products	-	-
Everest India Private Limited **	Sales of products	-	0.01
Himalayan Eco Farms Private Limited **	Sales of products	-	0.02
Himatsu Bimet Limited **	Sales of products	*	*
J.S. Engg. Projects Private Limited **	Sales of products	*	0.02
Neo Containers Private Limited **	Sales of products	-	-
Panchshree Steels Private Limited **	Sales of products	-	*
R.R Autotech Private Limited **	Sales of products	-	0.22

* Less than ₹ 50,000

** Fully provided

iii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iv) The Group has not traded or invested in crypto currency or virtual currency during the financial year.

v) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (ultimate beneficiaries) or b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

vi) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall: a) 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 b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

vii) The Group does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

viii) The Group has complied with the number of layers prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

ix) The Group is not declared willful defaulter by any bank or financial institution or lender during the year.

x) The quarterly returns or statements of current assets filed by the Group with banks or financial institutions are in agreement with the books of accounts.

xi) The Group has used the borrowings from banks and financial institutions for the specific purpose for which it was taken as at Balance sheet date.

NOTE- 51 Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

a) **Ind AS 1 - Presentation of Financial Statements** - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

b) **Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors** - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

(c) **Ind AS 12 - Income Taxes** - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

The Group is in the process of evaluating the impact of these amendments.

NOTE- 52 Certain financial assets and financial liabilities are subject to formal confirmations and reconciliations, if any. The management, however, is confident that the impact whereof for the year on the financial statements will not be material.

NOTE- 53 Previous year figures have been re-grouped /re-classified wherever necessary to conform current years' classification.

As per our attached report of even date

For Shah Gupta & Co.

Chartered Accountants

Firm Registration No.: 109574W

For and on behalf of Board of Directors

Sd/-
Parth P Patel
Partner
Membership No.: 172670
Place: Mumbai

Sd/-
Kaustubh Kulkarni
Chief Executive Officer
Place : Mumbai

Sd/-
Divyakumar Bhair
Director & Executive Vice President
DIN: 08568679
Place : Mumbai

Sd/-
Anil Kumar Singh
Director
DIN: 02059903
Place : Mumbai

Sd/-
ALOK KUMAR MISHRA
Company Secretary
ICSI Membership No. ACS 15967
Place :Mumbai

Sd/-
Mohit Goyal
Chief Financial Officer
Place : Mumbai