



Coromandel Engineering Company Limited

ISO 9001:2015 & BS OHSAS 18001:2007 Certified company
Registered and corporate office:
Parry House, V Floor, 43, Moore Street, Chennai 600 001, India
P.B. No. 1698, Tel: 25301700
CIN No.: L74910TN1947PLC000343
E-Mail: coromandelengg@cec.mruqappa.com
Website: www.coromandelengg.com

16th July, 2021

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 533167

Dear Sir,

Sub: Notice for the 73rd Annual General Meeting and Annual report for Financial Year 2020-21 pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is with reference to our letter dated 18th May, 2021 intimating the convening of the 73rd Annual General Meeting (AGM) on 9th August, 2021 at 10.00 AM through Video Conferencing/ Other Audio Visual Means.

In this regard, we enclose herewith the Annual report for Financial Year 2020-21 along with Notice for the 73rd Annual General Meeting. The electronic copies of the Annual report along with the AGM Notice has been sent today to all the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/ Company's Registrars and Share Transfer Agent, M/s. KFin Technologies Private Limited. In view of the exemptions provided, no physical or hard copies of the Notice and the Annual Report are being sent to the shareholders.

The procedure for registration of email address by the Members who have not registered the same with the Company along with the detailed procedure for remote e-voting / e-voting at the AGM and the instructions for joining the Meeting have been provided in the notice of the AGM.

As indicated in the Notice of the 73rd AGM, pursuant to the requirements of the Companies Act, 2013 and the Rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company will be offering electronic voting ("e voting") facility to its shareholders through the remote e-voting platform of M/s. KFin Technologies Private Limited to enable the shareholders to cast their votes electronically on all the resolutions forming part of the Notice of the 73rd AGM.

The remote e-voting period will commence on Friday, 06th August, 2021 (9.00 a.m. IST) and will end on Sunday, 08th August, 2021 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut off date of Monday, 02nd August, 2021, may cast their vote by remote e-voting. Other details with regard to e-voting are provided in the Notice of the 73rd AGM. The facility for voting will also be made available during the AGM and Members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote during the AGM.



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The Company has appointed M/s. KFin Technologies Private Limited to provide the facility to conduct the AGM through Video Conferencing platform. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company.

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "E-Voting facility provided by listed companies", the E-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat account/websites of depositories/DPs. The process and manner of remote e voting have been provided in the notice of the AGM.

The Annual Report has also been uploaded in the website of the Company at <http://www.coromandelengg.com/>

Kindly take the above information on record.

Thanking you

Yours faithfully

For Coromandel Engineering Company Limited

C. Parvathi Nagaraj

C. Parvathi Nagaraj
Company Secretary

Encl: Notice of the 73rd Annual General Meeting & Annual Report for FY 2020-21



COROMANDEL ENGINEERING COMPANY LTD.

CORPORATE INFORMATION

Board of Directors	
Mr. M M Venkatachalam - Chairman	(DIN: 00152619)
Mr. M A M Arunachalam	(DIN:00202958)
Mr. N V Ravi	(DIN:00165666)
Mr. P Nagarajan	(DIN:00110344)
Ms. G Jalaja	(DIN:00149278)
Mr. A Sridhar	(DIN: 07913908)
Mr. R Surendran	(DIN:00010017)
(Retired w.e.f 24 th January, 2021)	
Bankers	Key Managerial Personnel
Indian Bank HDFC Bank Limited IndusInd Bank Limited City Union Bank Limited	Mr. N Velappan – Associate Vice President & Manager Mr. R Selvakumar – Chief Financial Officer Ms. C. Parvathi Nagaraj – Company Secretary & Compliance Officer
Tata Capital Financial Services Limited	Statutory Auditors
	CNGSN & Associates LLP Chartered Accountants, No. 20, Raja Street, T.Nagar, Chennai-600017
Registered Office	Registrar and Share Transfer Agent
“Parry House”, 5 th Floor No. 43, Moore Street Chennai – 600 001 Tel : 044 - 25301700 Email: cscecl@cec.murugappa.com Website : www.coromandelengg.com CIN:L74910TN1947PLC000343	KFin technologies Private Limited (Formerly Karvy Fintech Private Limited) Selenium Tower B, Plot 31-32, Gachibowli, Financial District Nanakramguda, Hyderabad – 500 032 Tel : 91-40-23420815 to 23420824 Toll Free No.1-800-3454001 Fax : +91-40 23420814 Email : einward.ris@kfintech.com Website: www.kfintech.com
73rd Annual General Meeting	Date: 09th August, 2021
	Day : Monday Time : 10:00 AM Mode : Video Conferencing

TEN YEARS FINANCIAL TREND

(Rs. In lakhs)

YEAR ENDED 31 st March										
	2012	2013	2014	2015	2016	2017 *	2018 *	2019 *	2020*	2021*
OPERATING RESULTS										
Revenue from Operations	17,046.09	21,639.22	19,924.92	23,039.38	12,220.71	3,133.84	3,250.08	4,571.60	5767.27	10,850.83
Other Income	78.79	90.30	109.01	89.70	178.55	70.59	87.64	77.63	326.61	8.67
Profit/(Loss) before depreciation	(3,088.12)	(453.31)	(1,020.17)	542.85	504.79	(395.87)	(722.97)	(789.71)	(472.33)	(752.82)
Profit/(Loss) before Tax	(3,249.32)	(668.37)	(1,243.48)	53.95	68.94	(785.42)	(1,090.97)	(1,146.15)	(806.95)	(1,047.09)
Profit/(Loss) after Tax	(2,145.22)	(544.05)	(888.17)	112.41	40.37	(767.85)	(1,256.89)	(1,181.90)	(465.61)	(798.41)
Total Comprehensive Income	-	-	-	-	-	(770.39)	(1,253.05)	(1,190.25)	(471.03)	(793.10)
Dividend - Equity	-	-	-	-	-	-	-	-	-	-
SOURCES OF FUNDS										
Paid up share capital	2829.48	2,829.48	4,023.36	4,023.36	4,023.36	4,023.36	4,023.36	4,023.36	6158.99	6,158.99
Reserves	(559.56)	(1,103.61)	313.14	383.88	424.25	(401.97)	(1,655.02)	(2,845.28)	(3316.31)	(4,109.41)
Loan Funds	6,770.40	8,505.80	10,028.82	7,074.47	2,502.72	2,921.57	5,204.54	5,360.09	3834.94	3,093.38
Deferred Tax Liability/(Asset) Net	(989.49)	(1,113.81)	(1,469.12)	(1,546.42)	(1,517.85)	(1,535.42)	(1,369.50)	(1,333.75)	(1462.16)	(1,405.47)
Total	8,050.83	9,117.86	12,896.20	9,935.29	5,432.48	5,007.54	6,203.38	5,204.42	5,215.46	3,737.49
APPLICATION OF FUNDS										
Fixed Assets	2,423.15	3,037.54	3,539.01	2,931.43	2,455.65	2,065.53	1,688.49	1,343.22	1014.41	726.25
Investments	5.20	5.44	5.44	5.20	5.20	17.67	19.17	15.37	15.37	15.37
Non Current / Current Assets - Net	5,622.48	6,074.88	9,351.75	6,998.66	2,971.63	2,924.34	4,495.72	3,845.83	4,185.68	2,995.87
Total	8,050.83	9,117.86	12,896.20	9,935.29	5,432.48	5,007.54	6,203.38	5,204.42	5,215.46	3,737.49

* - Figures for period ending from 31st March, 2017 are prepared under Ind AS

* - Paid up share capital includes Rs 2835.63 Lacs Preference Share Capital

DIRECTORS – A BRIEF PROFILE

Mr. M M Venkatachalam (DIN: 00152619)

Non-Executive Chairman

Mr. M M Venkatachalam is a graduate in Agriculture and has done his Masters in Business Administration from George Washington University, USA. He was appointed as a Director in July 2009 and is presently the Chairman of the Company. He is also on the Board of various Companies including E.I.D. Parry (India) Limited, Coromandel International Limited, Ramco Systems Limited, The Ramco Cements Limited, Parry Agro Industries Limited etc.

Mr. M A M Arunachalam (DIN: 00202958)

Non-Executive Director

Mr. M.A.M. Arunachalam has done his Bachelors in Commerce and Masters in Business Administration from University of Chicago. He is an Industrialist and has an experience of 21 years in the field of varied industrial activities. He has been on the Board of CEC, since September 1995. He is on the Board of various Companies including Tube Investments of India Limited, Cholamandalam Investment and Finance Company Limited, Shanthy Gears Limited, CG Power and Industrial Solutions Limited, Parry Enterprises India Limited etc.

Mr. N V Ravi (DIN: 00165666)

Non-Executive Independent Director

Mr. N.V. Ravi is an architect and has his own private practice since 1985. He has done his Masters in Architecture at the University of Michigan Ann Arbor. He has designed and executed several residential, industrial and commercial projects in Chennai, Delhi, Bangalore, Hyderabad etc. He also has vast experience in the field of construction and has his own property development firm, which has been doing projects, since 1996. He has been on the Board of CEC, since February 2012.

Mr. P Nagarajan (DIN: 00110344)

Non-Executive Independent Director

Mr. P. Nagarajan is a Chartered Accountant with a Bachelor's degree in Commerce from Loyola College, Chennai. He also has a degree in Law (BGL) from the Bangalore University. He has nearly four decades of post qualification work experience in the field of Finance & Accounts having specialization in areas like Treasury, Working Capital Management, Corporate Taxation, Corporate Restructuring, Project Evaluation etc., He worked in organizations such as Fraser & Ross, Chartered Accountants, HMT Ltd. and Coromandel International Limited. He retired from Coromandel International Limited in 2011, having served the Company as the Head of Finance for 14 years. He has also served as member of few committees of FICCI

and Fertiliser Association of India. He has been on the Board of CEC, since July 2014. He is currently on the Board of Kartik Investments Trust Limited, Parry Sugars Refinery India Private Limited, Ambadi Investments Limited and Murugappa Management Services Limited.

Ms. G. Jalaja (DIN: 00149278)

Non-Executive Independent Director

Ms. G. Jalaja, a Chartered Accountant with FCS has been associated with Murugappa Group since 1983. She has over 35 years of rich experience in areas of Secretarial, Corporate Finance, Legal and Treasury. Ms. G. Jalaja joined Murugappa Group in the year 1983 and was the Company Secretary of E.I.D.- Parry (India) Limited between 1992 to 2010. She re-joined as Company Secretary of the said Company in the year 2013. In the intervening period, she was Chief Financial Officer of Parrys Sugar Industries Limited. She has been on the Board of CEC, since March, 2015.

Mr. R Surendran (DIN: 00010017)

Non-Executive Independent Director (Retired w.e.f. 24th January, 2021)

Mr. R Surendran was a Fellow member of the Institute of Chartered Accountants of India, with more than 33 years of experience in Industry and Practice. He also held Bachelor's degree in Science along with Post Graduate Diploma in Financial Management. He had rich industrial experience, having worked with Murugappa Group for nearly 25 years until 2006. His area of strength included taxation & secretarial matters. He had been on the Board of CEC, since January, 2016.

Mr. A Sridhar (DIN: 07913908)

Non Executive Director (Additional Director w.e.f. 01st May, 2021)

Mr. A Sridhar is a Chartered Accountant with a post qualification experience of 34 years of service. He had headed finance function in Public-Sector Undertakings, MNC's, various corporate establishments and overseas assignment. The industry exposure includes sectors such as manufacturing, tourism, entertainment and nutraceuticals. In the year 2013, he moved to Parry Agro Industries Limited, a part of Murugappa Group as Head of Operations and promoted as CEO and Whole Time Director in October, 2017. He retired from the services of Parry Agro Industries Limited as the CEO and Whole Time Director on 31st December, 2019 and is currently a Non Executive Director on the Board of said company. He joined the Board of CEC in May 2021.

BOARD'S REPORT

Your Directors present herewith the 73rd Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2021.

The performance of the Company for the year is summarized below :

FINANCIAL RESULTS:

(₹ in Lakhs)

Particulars	2020-21	2019-20
Gross Income	10859.50	6093.88
Profit/(loss) before Interest and Depreciation	(104.39)	189.09
Finance charges	648.44	661.42
Gross Profit/(loss)	(752.83)	(472.33)
Depreciation and Amortization expenses	294.26	334.62
Net Profit/(loss) before tax , after exceptional item	(741.72)	(594.02)
Provision for tax	56.69	(128.41)
Net Profit/(loss) after tax	(798.41)	(465.61)
Other Comprehensive Income/(loss)	5.31	(5.42)
Total Comprehensive Income	(793.10)	(471.03)
Balance carried to Balance Sheet	(7200.85)	(6407.75)

OPERATIONS AND PERFORMANCE

For the year under review, your Company achieved a gross income of Rs. 10859.50 Lakhs (PY: Rs. 6093.88 Lakhs) and incurred loss after tax of Rs. 798.41 Lakhs (PY Loss: Rs. 465.61 Lakhs). EBITDA was negative at Rs. 104.39 Lakhs (PY: Profit Rs. 189.09 Lakhs) mainly due to the disruption caused by the Covid 19 Pandemic in the first half of the year adversely impacting the Revenue and Costs. During the second half of the year, the Company was able to generate higher volumes and performed better.

The top line growth in revenue of 88 % was achieved over the previous year, despite intense competition, and pandemic related issues. This has been mainly due to higher orders on hand and better planning and execution strategies. The number and value of projects on hand has significantly improved, leading to higher revenue and reduction in percentage of employee costs and other administrative costs to

revenue thus improving the margin at site levels. Progress has been made in resolving some of the past receivable issues, while collections in respect of the current projects are generally on time.

Your Company has made good progress in liquidating the Property development inventory available in Coimbatore.

The depreciation for the year was at Rs. 294.26 Lakhs (PY: Rs. 334.62 Lakhs). There was an exceptional credit to the tune of Rs. 305.37 Lakhs on account of waiver of outstanding preference dividend from 23rd August, 2019 to 31st March, 2021, by the holders of preference shares.

The finance cost for the year was kept in control, in spite of higher volumes at Rs. 648.44 Lakhs (PY: Rs. 661.42 Lakhs). The PBT after exceptional items was at negative of Rs. 741.72 Lakhs (PY: negative of Rs. 594.02 Lakhs).

DIVIDEND

As the Company has incurred a loss, no dividend is recommended for the financial year 2020-21. Consequent to the same, the Company has not transferred any amount to general reserve.

SHARE CAPITAL

The Company's paid-up equity capital was Rs. 3323.36 Lakhs as on 31st March, 2021. The Company's paid-up preference share capital as on 31st March, 2021 stood at Rs. 2835.63 Lakhs. (PY Rs. 2835.63 Lakhs)

DETAILS OF DEPOSITS

The Company has not accepted any Deposits covered under Section 73 of the Companies Act 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS / GUARANTEES GIVEN / INVESTMENTS MADE

The Company has not extended any loans, guarantees nor made any investments covered under the provisions of Section 186 of the Companies Act, 2013.

RISK MANAGEMENT

With an insight to integrate risk management with the overall strategic and operational practices, the Board of Directors have established a review and monitoring process with the management to ensure that the risks pertaining to the business are identified, steps are taken to manage and mitigate the same and periodical updates are discussed. The Board of Directors ensures a discussion with the management team to enable proper risk oversight by the Board. The Board had constituted a Risk Management Committee, details of the same and its terms of reference are set out in the Corporate Governance Report, forming part of the Board's Report.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

In addition to the Internal Controls on Operations, the Board has laid down standards, processes and structures to implement Internal Financial

Controls to ensure that the financial affairs of the Company are carried out with due diligence. The effectiveness of the Internal Financial Controls is ensured by management reviews, continuous monitoring and self-assessment and review of all financial transactions and operating systems by the internal auditors. The Company has also in place, adequate Internal Financial Controls with reference to Financial Statements. During the year, such controls were tested and no reportable material weaknesses or inefficacy or inadequacy in the design or operation were observed.

BOARD OF DIRECTORS

Mr. R Surendran, Independent Director, retired on the closing hours of business on 24th January, 2021 on completion of his term as an Independent Director. The Board places on record its earnest appreciation for the valuable advice and contributions rendered to the Board during his association with the Company.

Mr. M M Venkatachalam, Director (DIN:00152619) retires by rotation pursuant to Section 152(6) of the Companies Act, 2013 and Article 17.26 of the Articles of Association of the Company at the forth coming Annual General Meeting and being eligible, offers himself for re-appointment. In terms of Secretarial Standards on General Meetings (SS-2), the necessary resolution for the re-appointment of Mr. M M Venkatachalam as a Director of the Company is included in the Notice sent along with the annual report.

The Board of Directors, pursuant to the recommendation of the Nomination and Remuneration Committee, considered the re-designation of Ms. G Jalaja (DIN: 00149278), Non Executive Non Independent Director as an Independent Director of the Company with effect from 22nd April, 2021 for a term of five consecutive years. She was earlier appointed on the Board as an Additional Director on 20th March, 2015 and her appointment as a non-executive and Non Independent Director of the Company was approved by the Members at the Annual General Meeting held on 24th July, 2015.

In the opinion of the Board, Ms. G Jalaja meets the criteria of Independence as provided in Section 149(6) of the Act and the Rules framed there under and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 and she has submitted the requisite declarations and consent to that effect. She has also provided a declaration that she has registered herself in the databank maintained by the Indian Institute of Corporate Affairs and has been exempted from passing the online proficiency self-assessment test. In terms of Secretarial Standards on General Meetings (SS-2), the necessary resolutions with explanatory statement for the re-designation of said Director of the Company is included in the Notice sent along with the annual report.

Mr. A Sridhar (DIN: 07913908), was appointed as an Additional Director of the Company with effect from 01st May, 2021 pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, to hold office up to the date of ensuing Annual General Meeting. Based on the recommendation of the Nomination and Remuneration Committee, the Company proposes to appoint Mr. A Sridhar as a Director of the Company liable to retire by rotation. The required consent and disclosure forms have been received from Mr. A Sridhar. In terms of Secretarial Standards on General Meetings (SS-2), the necessary resolutions with explanatory statement for the appointment of said Director of the Company is included in the Notice sent along with the annual report.

KEY MANAGERIAL PERSONNEL

Mr. N Velappan was appointed by the Board as Manager of the Company and Key Managerial Personnel and approved by shareholders at the 72nd Annual General Meeting of the Company held on 23rd July, 2020. As his term concluded at the closure of business hours on 31st March, 2021, based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 28th January, 2021 has considered his re-appointment as the Manager of the Company with effect from 01st April, 2021 to 31st March, 2022. The necessary resolutions along with

the explanatory statement for the re-appointment have been included in the notice sent along with the annual report.

Mr. K Thiyagarajan who was appointed as the Chief Financial Officer on 08th June, 2020 resigned due to personal reasons, with effect from the closing hours of business on 31st January, 2021. The Board noted his contributions during his association with the Company. The Board at its meeting held on 28th January, 2021 appointed Mr. R Selvakumar as the Chief Financial Officer of the Company with effect from 01st February, 2021.

EVALUATION OF BOARD'S PERFORMANCE

As per the provisions of Section 134(3)(p) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as evaluation of the working of its Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Stakeholders Relationship Committee. The manner in which the evaluation has been carried out is explained in the Corporate Governance Report.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

On their appointment, Independent Directors are familiarized about the Company's business and operations. Interactions with senior executives are facilitated to gather insight specific to the Company's operations. Detailed presentations are made available to apprise about Company's history, current business plan and strategies. As part of the familiarization programme, a handbook is provided to all Directors, including Independent Directors, at the time of their appointment. The handbook provides a snapshot to the Directors of their duties and responsibilities, rights, process of appointment and evaluation, compensation, Board and Committee procedures and expectation of various stakeholders.

The details of familiarization programmes as above are also disclosed on the website of the Company at the link: <http://www.coromandelengg.com/index.html>

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 (Act) stating that the Independent Directors of the Company meet with the criteria of Independence laid down in Section 149(6) of the Act, under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, under Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations) and stating that they have registered themselves in the data bank maintained by the Indian Institute of Corporate Affairs and the Independent Directors have passed/ are exempted from passing the Online Proficiency Self-Assessment Test, as applicable.

In the opinion of the Board, the Independent Directors fulfill the conditions specified in the Act and the rules made there under and the Listing Regulations for appointment as Independent Director and confirm that they are independent of the management. Pursuant to the provisions of Schedule IV of the Companies Act, 2013 and Regulation 25 of the Listing Regulations, the Independent Directors of the company had a separate meeting during the financial year without the attendance of non-independent Directors and members of management.

REMUNERATION POLICY

Pursuant to Section 178(3) of the Companies Act, 2013, the Board on the recommendations of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and other employees and their remuneration. The details of the Remuneration Policy are stated in the Corporate Governance Report.

NUMBER OF MEETINGS OF THE BOARD

During the financial year ended 31st March 2021, the Board had met Four (4) times; the details of the said meetings are given in the Corporate Governance Report.

DIRECTOR'S RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors' make the following Statements in terms of Section 134(3)(c) of the Companies Act, 2013:

(a) in the preparation of the annual financial statements for the financial year ended 31st March, 2021, the applicable accounting standards have been followed and no material departures have been made from the same;

(b) the accounting policies as mentioned in Note No. 3 of the Financial Statements have been selected and 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 as at 31st March, 2021 and of the 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 the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the annual accounts for the year ended 31st March, 2021 have been prepared on a going concern basis;

(e) the internal financial controls to be followed by the company have been laid down and that such internal financial controls are adequate and operating effectively;

(f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

RELATED PARTY TRANSACTIONS

During the financial year under review, all transactions entered into by the Company with related parties were in ordinary course of business and on an arm's length basis and were not considered material as per the provisions of Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014

and Regulation 23 of the SEBI Listing Regulations. Hence, disclosure in form AOC-2 under Section 134(3)(h) of the Act, read with the Rule 8 of the Companies (Accounts of Companies) Rules, 2014, is not applicable.

Prior omnibus approval is obtained for Related Party Transactions (“RPTs”) which are of a repetitive nature and entered in the ordinary course of business and on an arm’s length basis. A statement on RPTs specifying the details of the transactions, pursuant to each omnibus approval granted, is placed on a quarterly basis for review by the Audit Committee. Further, transactions proposed in subsequent quarter are also presented. The details of contracts and arrangements with related parties of the Company for the financial year under review, are given in notes to the Financial Statements, which forms part of this Annual Report. The Policy on Related Party Transactions, as approved by the Board, is available on the Company’s website at http://www.coromandelengg.com/Inv_Policies.html

AUDIT COMMITTEE

Audit Committee constituted by the Board pursuant to Section 177 of the Companies Act, 2013, consists of the following members:

Mr. P Nagarajan	- Chairman
Mr. M A M Arunachalam	- Member
Mr. N V Ravi	- Member
Mr. R Surendran*	- Member

*Ceased to be a Director with effect from 24th January, 2021.

During the year, four Audit Committee meetings were held, the details of which are given in the Corporate Governance Report.

The Board has accepted the recommendations of the Audit Committee and there were no incidences of deviation from such recommendations during the financial year under review.

VIGIL MECHANISM

The Company has devised a vigil mechanism in pursuance of the provisions of Section 177 (10) of the Companies Act, 2013 for Directors

and employees to report genuine concerns or grievances to the Audit Committee in this regard and details whereof are available on the Company’s website.

NOMINATION AND REMUNERATION COMMITTEE

Pursuant to Section 178 of the Companies Act, 2013, the Board has constituted a Nomination and Remuneration Committee consisting of the following members:

Mr. N V Ravi	-Chairman
Mr. M M Venkatachalam	-Member
Mr. P Nagarajan	-Member

The said committee has been empowered and authorized to exercise powers as entrusted under the provisions of Section 178 of the Companies Act, 2013. The Company had laid out the policy on appointment of Directors and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub section 3 of Section 178 of the Companies Act, 2013.

During the year, two meetings of the Nomination and Remuneration Committee were held, the details of which are given in the Corporate Governance Report.

Policy on Criteria for Board Nomination and Remuneration policy is available on the website of the Company at http://www.coromandelengg.com/Inv_Policies.html

CORPORATE SOCIAL RESPONSIBILITY

In view of the losses incurred by the Company during the three previous financial years and average of three years’ net profit being negative, the requirement on spending or constitution of the Corporate Social Responsibility Committee under the Corporate Social Responsibility Policy as per Section 135 of the Companies Act, 2013 is not applicable to the Company.

AUDITORS

STATUTORY AUDITORS

The members of the company at the 69th Annual General Meeting held on 26th July 2017, appointed

M/s. CNGSN & Associates LLP, Chartered Accountants, (FR No. 004915S/S200036) Chennai as Statutory Auditors of the Company to hold office until the conclusion of the 74th Annual General Meeting. The Statutory auditors have confirmed their eligibility under Section 141 of the Companies Act, 2013 and have expressed their willingness to continue as the auditors of the company.

As required under Regulation 33(1)(d) of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the auditors have also confirmed that they hold a valid certificate issued by the Peer review board of the Institute of Chartered Accountants of India.

The Report given by M/s. CNGSN & Associates LLP Chartered Accountants on the Financial Statements of the Company for the year ended 31st March, 2021 is provided in the Finance Section of the Annual Report. There are no qualifications, reservations, adverse remarks or disclaimers given by the Auditors in their report.

COST AUDITORS

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and amendments thereof, the Company is required to maintain cost accounting records in respect of products of the Company covered under CETA categories and appoint a cost auditor to conduct the cost audit of the cost records of the Company.

The Board based on the recommendation of the Audit Committee, had appointed Mr. N.V. Thanigaimani, Cost Accountant (Membership No.15557) of M/s. Thanigaimani & Associates, Cost Accountants as the Cost Auditor of the Company for the Financial Year 2020-21 on a remuneration of Rs. 75,000/-. Further, the Board has re-appointed Mr. N V Thanigaimani to conduct the audit of the cost records of the Company for the Financial Year 2021-22 at the same remuneration. The remuneration payable to the cost auditor is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution seeking ratification for the remuneration payable to the Cost Auditor for the Financial Year 2021-22 is

included the Notice convening the Annual General Meeting.

SECRETARIAL AUDITORS

Pursuant to Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. Srinidhi Sridharan & Associates, Company Secretaries, Chennai to undertake the Secretarial Audit of the Company for the Financial Year 2020-21. The Secretarial Audit Report is annexed here with as Annexure - I. There are no qualifications, reservations, adverse remarks or disclaimers given by the Auditors in their report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report, highlighting the business details, is attached and forms part of this report as Annexure - II.

CORPORATE GOVERNANCE REPORT

The Company is committed to good corporate governance practices. All material information were circulated to the Directors before their meeting or placed at their meeting, including minimum information required to be made available to the Board as prescribed under Part A of Schedule II of Sub - Regulation 7 of Regulation 17 of the Listing Regulations.

In terms of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, a report on Corporate Governance along with a Certificate from a Practicing Company Secretary confirming the compliance with the conditions of Corporate Governance as stipulated under Part E of Schedule V of Sub-Regulation 34(3) of the Listing Regulations is attached to this report as Annexure – IV and Annexure – V respectively.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a prevention of Sexual Harassment and Grievance Handling Policy in line with the requirements of The Sexual Harassment of

Women at the work place (Prevention, Prohibition & Redressal) Act, 2013.

Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary and trainees) are covered under this policy.

The following is the summary of sexual harassment complaints received and disposed of during the year 2020-21:

No. of complaints received – One

No. of complaints disposed off – One

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

The Company does not have any commercial activity that calls for conservation of energy and/or technology absorption, attracting disclosure in pursuance of Rule 8(3) of the Companies (Accounts) Rules, 2014. During the year, the Company did not have any foreign exchange earnings and outgo.

ANNUAL RETURN

The details forming part of the annual return in the prescribed form MGT-7 as per Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is available at the website of Company: <http://www.coromandelengg.com/InvAnnualReports.html>

SECRETARIAL STANDARDS

The Company is in compliance with the Secretarial Standard on Meetings of the Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2).

PARTICULARS OF EMPLOYEES

The ratio of remuneration of each Director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013 and information relating to employees to be disclosed under Rule 5 of the Companies (Appointment &

Remuneration of Managerial Personnel) Rules 2014 is annexed to and forms part of this report as Annexure - III.

LISTING OF SECURITIES IN STOCK EXCHANGES

The Company's Equity Shares are presently listed on BSE Limited.

GENERAL

The Company has not issued equity shares with differential voting rights or sweat equity shares.

CHANGE IN NATURE OF BUSINESS

There has been no change in the nature of business during the financial year under review.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT

There are no material changes or commitments affecting the financial position between the end of the Financial Year and the date of the report.

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

The Company has not received any significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

ACCREDITATION/ RECOGNITION

Your Company has been certified under ISO 9001:2008 for quality management system and BS OHSAS18001:2007 for safety management system, in design and establishment of property development, construction of residential, commercial and industrial projects, supporting services like electrical, mechanical and plumbing works.

ACKNOWLEDGEMENT

Your Directors place on record their appreciation for the continued co-operation, support and assistance extended to the Company by its Bankers, Shareholders, the Government of India and the Government of Tamil Nadu.

On behalf of the Board

M.M.VENKATACHALAM

DIN:00152619

Chairman

Place: Chennai

Date: 18th May 2021

ANNEXURE - I

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021**

[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 and Regulation 24 A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended]

To,

The Members,
Coromandel Engineering Company Limited
CIN: L74910TN1947PLC000343
"PARRY HOUSE" 5th Floor
43, Moore Street
Chennai - 600 001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Coromandel Engineering Company Limited** [Corporate Identification Number: L74910TN1947PLC000343] (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 authorized 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, 2021 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, 2021 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;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The Company has not dealt with the matters relating to Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings under Foreign Exchange Management Act, 1999 and hence, the requirement of complying with the provisions of Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under does not arise;
- v. 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;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the company during the audit period);
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during the audit period);
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 ; (Not applicable to the company during the audit period);
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the company during the audit period); and
 - h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; (Not applicable to the company during the audit period);
- vi. We have reviewed the systems and mechanisms established by the Company for ensuring compliances under the other applicable Acts, Rules, Regulations and Guidelines prescribed under various laws, which are applicable to the Company and categorized under the following major heads/groups:
1. Labour laws and other incidental laws related to labor and employees appointed by the Company including those on contractual basis as relating to wages, gratuity, prevention of sexual harassment, dispute resolution, welfare, provident fund, insurance, compensation etc.;
 2. Acts relating to consumer protection including the Competition Act, 2002;
 3. Acts and Rules prescribed under prevention and control of pollution;
 4. Acts and Rules relating to Environmental protection and energy conservation;
 5. Acts and Rules relating to Electricity, fire, gas cylinders, etc.;
 6. Other local laws as applicable to various sites and offices;

We believe that the audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion. In our opinion and to the best of our information and according to explanations given to us, we believe that the systems and mechanisms established by the Company are adequate to ensure compliance of laws as mentioned above. With respect to the applicable financial laws such as Direct and Indirect tax laws, based on the information & explanations provided by the Management and Officers of the Company and certificates placed before the Board

of Directors, we report that adequate systems are in place to monitor and ensure compliance.

We have also examined compliance with the applicable clauses / regulations of the following:

- (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) The Uniform Listing Agreement entered into with BSE Limited pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and such other regulatory authorities for such acts, rules, regulations, standards etc. as mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors. The Company has appointed "Manager" pursuant to Sections 196 and 203 of the Companies Act, 2013. 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 notice is given to all directors before the schedule of 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. Notes on agenda which are circulated less than the specified period, the necessary compliances under the Companies Act, 2013 and Secretarial Standards on Board Meetings are complied with. During the year under review, directors have participated in the committees/board meetings through video conferencing, such meetings were properly convened and recorded in compliance with the

provisions of Section 173 (2) of the Act read with Rule 3 & 4 of Companies (Meetings of Board and its Powers) Rules, 2014. Further, the Circulars, Regulations and Guidelines issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and other relevant regulatory authorities in view of the pandemic pertaining to Board/ Committee meetings, General Meetings and other provisions of the Act, Rules and Regulations have been complied with by the Company.

Based on the verification of the records and minutes, the decisions at the Board / Committee Meetings were taken with the consent of the Board of Directors / Committee Members and no Director / Member had dissented on any of the decisions taken at such Board / Committee Meetings. Further, in the minutes of the General Meeting, the number of votes cast against the resolution(s) have been recorded.

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

We further report that the above mentioned Company being a Listed entity, this report is also issued pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended and circular No.CIR/CFD/CMD1/27/2019 dated 8th February, 2019 issued by Securities and Exchange Board of India.

We further report that as per the information and explanation provided by the Management, the Company does not have any Material Unlisted Subsidiary(ies) Incorporated in India pursuant to Regulation 16 (c) and 24A of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

For SRINIDHI SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES

CS SRINIDHI SRIDHARAN

CP No. 17990

ACS No. 47244

UIN: S2017TN47230

UDIN: A047244C000339921

PLACE : CHENNAI
DATE : 18th May,2021

This report is to be read with our letter of even date which is annexed as **ANNEXURE –A** and forms an integral part of this report.

The Members,
Coromandel Engineering Company Limited
CIN: L74910TN1947PLC000343
"PARRY HOUSE", 5th Floor,
43, Moore Street,
Chennai - 600 001

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done 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. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. It is the responsibility of the management of the company to devise proper systems to ensure compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards and to ensure that the systems are adequate and operate effectively. Our examination was limited to the verification of procedure 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 SRINIDHI SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES

CS SRINIDHI SRIDHARAN
CP No. 17990

ACS No. 47244

UIN: S2017TN47230

UDIN: A047244C000339921

PLACE : CHENNAI
DATE : 18th May,2021

ANNEXURE - II

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**Industry Analysis**

The Construction Industry is one of the Major Contributors to India's GDP – both directly & indirectly. It is one of the largest employers of skilled & unskilled workforce and over 40 Million people work in the Construction Industry & provides impetus to the growth of many large scale industries & infrastructure projects like Steel, Power, Cement, Automobiles, Fertilizer, Food, Metro Systems & Railways / Transportation Systems etc.

The construction Industry was greatly affected during the year by the Covid 19 Pandemic related shutdowns, restrictions on transport as well as inter-state movement, the reverse migration of labour and shortage of input materials, leading to work disruptions and slow down. The construction action also slowed down due to clients resorting to postponement of work schedules and dropping their plans to expand.

Going forward, the PLI scheme for many of the sectors can result in greenfield projects coming up and the other supporting factors will be the thrust on indigenization, growth in sectors like Pharma and export oriented sectors. The resurgence of second wave of the pandemic is likely to cause growth expectations to slow down during FY 2021-22 also.

Review of Business

The Company had participated in tenders worth around Rs. 280 Crores across industrial, commercial and residential segments, during the year. The pressure on pricing is continuing, adding to the cost push in input materials and impact of Pandemic.

During the year, your Company was able to collect payment for current projects within the stipulated period. This has helped in improving the company's cash flow. There was also improvement in sale of residential apartments held by the Company, which helped in reducing the loan position.

Risk Management

Given below are some of the significant risks that could have an impact on the Company and the mitigation measures that are put in place by the Company.

Pandemic related Risk

On account of Pandemic, the work schedules can be affected, disrupting the availability of labour and clients can postpone/cancel their schedules,

leading to reduced turnover, liquidity and operational losses.

Mitigation Measures

- Have labour camps within / closer to the construction sites so that mobilized labour force can continue to work at the sites.
- Many of the lock down protocols permit existing construction activities to continue and take benefit of such relaxations.
- Hold more inventory of input materials as per BOM/work schedule so that availability of materials are ensured during short lock downs.

Bidding Risk

Quoting with lesser margins to obtain orders matching the prices of competition, leading to pressure on margins during execution.

Mitigation Measures

1. Site visits, collecting regional market prices, quality & competitive Vendor prices and thorough study of project scope before quoting for tenders. Structured process and formats to cover all possible activities and related costs while quoting.
2. Fixing minimum margins to be targeted and approval process for additional discounts, based on commercial justification.
3. Ensuring margin through back to back contracts wherever possible and with consent of client.

Risk in Process Activity

Process linkages right from obtaining orders to handing over to Client by planning effectively, timely deployment of resources, adherence to budgets and timelines. In the absence of proper linkage in this regard, actual cost and timelines may vary adversely.

Mitigation Measures

1. Ensuring detailed study of the site specific conditions and scope of the project with cross functional teams.
2. Detailed project execution plans are drawn up with process linkages.
3. Monitor the progress on a regular basis at projects and weekly in office to ensure timely delivery.

Quality Risk

The risk of quality of work not adhering to specifications as per contract, leading to short certifications of our invoice, payment delays and additional costs for rectification lowering the profitability and reputation loss.

Mitigation Measures

1. Constantly evaluating quality standards of our Vendor/Service Providers and having a pre-qualified panel for placing orders.
2. Monitoring of the quality of incoming materials and work execution through our in house team.
3. Posting exclusive QA / QC person in major projects.
4. Close monitoring / inspection of the works entrusted to Sub contractors, with respect to Quality.

Risk of Timely Completion

Not completing the work as per agreed timelines, leading to cost escalation, levy of liquidated damages and loss of further business.

Mitigation Measures

1. Timely mobilization of site team and other resources, as per contract requirements.
2. Ensuring availability of material / labour/ equipment as per execution plan through effective planning and tracking.
3. Ensuring availability of drawings/clearances from client/various authorities and any gap is communicated in advance and delays from the client's end are documented.

Cost Escalation Risk

Increase in costs beyond budget leading to margins getting affected.

Mitigation Measures

1. Project Cost estimates to be based on specific site conditions, seasonal cost variation and availability factors and anticipated cost push over the tenure of the project.
2. Escalation clauses based on base prices for key input materials to be included in the contracts.
3. Negotiating better rates from suppliers/service providers, based on volumes to overcome unforeseen expenses.

4. Ensuring timely completion of the project.
5. Proper Documentation including sign off of additional costs incurred during Force majeure condition like Covid, Flood, etc., and due to scope changes and follow up for necessary reimbursement.

Compliance Risk

Contractual and Legal – non compliance of specific contractual obligations and general obligations in practice and statutory non compliance will result in penalty and loss of reputation.

Mitigation Measures

1. Monitoring industry specific statutory requirements including RERA regulations as applicable, and training of employees to ensure compliance.
2. Checklist to capture applicable contractual obligations from quotation stage and ensure onerous clauses are not accepted.
3. Maintaining documentation to record non compliances on contractual obligations due to client issues.

Human Resources Risk

Attracting and retaining right talent, impacting the performance and growth of the business. Non availability of trained labour due to labour migration etc.

Mitigation Measures

1. Identifying good performers and ensuring opportunities for career growth through challenging roles and performance related compensation.
2. Attracting talent from industry with up to date technical skills through market related compensation.
3. Hold Labour camps with in or near the project sites to retain trained labour and minimize of impact of labour Migration.

Liquidity Risk

Not generating adequate cash as per requirements, resulting in delayed payments affecting execution and higher borrowings, resulting in higher interest cost.

Mitigation Measures

1. Ensuring timely submission of bills, certification of the work done by the client to meet cash flow.
2. Monitoring collections as per contractual terms and put in escalation mechanism for close follow-up of overdue when delays occur.
3. Ensuring better credit terms from suppliers and also hold unutilized lines of credit from banks to tide over temporary cash flow mis-matches.

The risk management matrix consisting of probable risks, their impact and the mitigation measures are reviewed periodically at the senior management level as well as by the Risk Management Committee of the Board.

Internal control systems and their adequacy

Your Company has an Internal Control System commensurate with the size and complexity of Operations. The overall objective of the process of Internal Control is to safeguard the assets of the Company, ensure that Operations are conducted in orderly and efficient manner and high standards of Corporate Governance are met.

Your company has established and is maintaining adequate internal controls within the system to ensure completeness and accuracy of financial and other information, which are used by management for supervision and control. The adequacy and effectiveness of internal controls are monitored regularly by the internal auditors and measures for improvement are adopted from time to time. Also as part of the internal control systems, it is being ensured that all applicable laws are complied without any lapse. Periodic updates are being sought from the relevant sources to keep abreast with the latest changes in any applicable law and the compliance thereof.

The Audit Committee of the Company meets periodically to review and recommend quarterly, half yearly and annual financial statements of the Company. The Audit Committee reviews the important findings and corrective measures from internal audit reports. The Committee holds discussions with the internal auditors, statutory auditors and the management on the matters relating to internal controls, auditing and financial reporting. The Committee also reviews with the statutory auditors, the scope of their audit and findings.

Discussion on financial performance with respect to operations**Income from operations:**

During the year, the Company achieved revenue from Operations of Rs. 10851 lakhs as against Rs. 5767 lakhs in the previous year, registering a growth of 88 %. Operational EBITDA was negative at Rs. 104 Lakhs as against positive Rs.189 Lakhs in the previous year. Performance for the year was adversely affected in the first half of the year, due to pandemic related lock downs which temporarily slowed down the execution of projects. Loss before Tax was at Rs. 742 Lakhs as against loss of Rs. 594 Lakhs in the previous year. Increase in loss was partially caused by lockdown during Q1 of the year and restricted working conditions during rest of the year due to pandemic.

Summary of Financial Results:

The revenue and breakup of expenditure for the year are as follows:

in lakhs

	FY 2020-21	%	FY 2019-20	%
Revenue from Operations	10851	100.0	5767	100.0
Materials consumed and Sub contract Expenses	9786	90.1	4855	84.2
Salaries & Other Benefits	694	6.4	598	10.4
Other Expenses	484	4.5	452	7.8
Finance Cost	649	6.0	661	11.5
Depreciation	294	2.7	335	5.8
Total Costs	11907	109.7	6901	119.7

Net Profit/(Loss)

in lakhs

	2020-21	2019-20
Total revenue	10860	6094
Profit/(Loss) before interest and tax (PBIT)	(399)	(146)
Profit/(loss) before tax (PBT)	(742)	(594)
PBT as % of revenue	(6.8%)	(10%)

Key Financial Ratios

Parameter	2020-21	2019-20	Change (%)	Comments
Debtors Turnover days	69	101	32% improvement	Better collections
Inventory Turnover times	5.0	1.8		Better revenue
Interest Coverage Ratio	Negative	Negative		
Current Ratio	1.1	1.4		Due to higher input/ conversion cost
Debt Equity Ratio	Negative	Negative		
Operating Profit Margin (%)	-3.7%	-2.4%	-	On total revenue
Net Profit Margin (%)	(6.8%)	(9.7%)	-	On total revenue

Net Worth

The net worth of the Company as at March 31, 2021 was Negative at Rs. 786 Lakhs as compared to Rs. 7 Lakhs as at March 31, 2020. Various steps are being taken to bring the net worth back to positive through operational and other initiatives, which are in progress.

Human Resources

The company believes that the human capital is the key contributor for the business growth

and competitiveness. This includes not only the employees of the Company, but the skilled labour engaged at project sites, through sub-contracting.

During the year higher turnover has been achieved without significant increase in employee strength which stood at 133 at end of the year against 121 at end of the previous year.

The Company has identified good talents from the market and deployed for the orders under execution and in pipe line.

On behalf of the Board

Place: Chennai

Date: 18th May, 2021

M.M.VENKATACHALAM

DIN:00152619

Chairman

ANNEXURE - III

STATEMENT OF EMPLOYEES' REMUNERATION

- A. Details of employees who were paid remuneration in excess of Rs. 8.5 lakhs per month or Rs.102 lakhs per annum during 2020-21 as per Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014 duly amended by the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2016 are as follows : NIL
- B. Statement showing particulars of top ten employees in terms of remuneration drawn is given below:

Sl #	Name of the employee	Designation	Remuneration (in Rs.)	Nature of Employment	Age	Last employment held by such employee before joining the company	Percentage of equity shares held by the employee in the company	Relationship of employee with Director
1	Ravi Aldrin R	General Manager (Operations)	2705304	Permanent	51	M/s. Saporji & Pallonji Pvt Co Ltd	Nil	N.A
2	Ilango S R	Zonal Manager	1892100	Permanent	45	M/s. New Consolidated Construction Company Ltd	Nil	N.A
3	Deiveegan R	Senior Manager (Projects)	1522920	Permanent	50	-	Nil	N.A
4	Muthulakshmi C	Sr.Manager (Contracts)	1323360	Permanent	55	M/s. Tern Engineering & Construction Services Pvt Ltd	Nil	N.A
5	Thilagam S	Manager (Commercial)	1300091	Permanent	54	M/s. Bajaj Enterprises Ltd	Nil	N.A
6	Ganapathy A K	Senior Manager (Projects)	1285200	Permanent	53	M/s. Senthil Construction Corporation Pvt Ltd	Nil	N.A
7	Krishnan S	Manager (Contracts)	1204053	Permanent	50	M/s. Orissa Cement Ltd	Nil	N.A
8	Thirumalai K N	Manager (Projects & Systems)	1105020	Permanent	54	M/s. ETA Ascon Ltd	Nil	N.A
9	Vivekanandan K	Manager (HR & Administration)	1075954	Permanent	56	M/s.Vivek Architects	0.006%	N.A
10	Dhanasekaran R	Manager (Projects)	1038256	Permanent	52	M/s. Indya Real Estates	Nil	N.A

- C. **The details of remuneration during the year 2020-21 as per Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, duly amended by Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2016 are as follows:**

- (i) Percentage increase in the median remuneration of employees 1.6%.
- (ii) There were 133 permanent employees on the rolls of the Company as on 31st March, 2021.

- (iii) Ratio of Remuneration of each Director to the median remuneration of the employees of the Company for the financial year – Not applicable. Directors were not paid any remuneration during the year other than sitting fees.
- (iv) Percentage increase in the remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, in the financial year:

Name	Designation	% increase/ (decrease)
C. Parvathi Nagaraj	Company Secretary and Compliance Officer	22.4%

No remuneration was paid for Directors except sitting fees. Manager/CFO salary not comparable as they were employed for part of the year

- (v) i. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year 2.1%.
- ii. Percentile increase in the managerial remuneration-No remuneration other than sitting fees was paid to Directors and for Mr. N. Velappan, the remuneration not comparable as he was employed for part of the current year.
- (vi) The Company affirms that the remuneration is in compliance with its remuneration policy.

On behalf of the Board

Place: Chennai
Date: 18th May, 2021

M.M.VENKATACHALAM
DIN:00152619
Chairman

ANNEXURE - IV

REPORT ON CORPORATE GOVERNANCE

[PURSUANT TO Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015]

Your Directors have great pleasure in presenting the Corporate Governance Report for the year ended 31st March, 2021.

Corporate Governance is the systematic process by which the affairs of the Company are directed and controlled by the Board in the best interest of all the stakeholders. The interest of various stakeholders like the Shareholders, management, employees, customers, suppliers and service providers, regulators and the community at large, is sought to be aligned through the process of Corporate Governance. Corporate Governance ensures fairness, transparency and integrity in dealings by the Company. It is an internal system encompassing policies, processes and people, which serve the needs of Shareholders and other stakeholders, by directing and controlling management activities towards business orientation, objectivity, accountability and integrity.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Coromandel Engineering Company Limited (CEC), a constituent of the Murugappa Group, is committed to the adoption of best practices of Corporate Governance and business ethics and its adherence in true spirit.

At a macro level, the Corporate Governance policy rests on five basic principles, viz.

- Independent and effective Board of Directors
- Good audit process and reporting
- Transparency
- Maximizing shareholder value and
- Meeting social obligations

The Corporate Governance framework of the company is based on transparency, internal control, risk management, internal and external communications and high standards of safety & health. The company continuously strives to achieve excellence in corporate governance through empowering responsible officers to implement broad policies and guidelines and has set up adequate review processes.

CEC is committed to the spirit of Murugappa Group by holding the core values of integrity, passion,

responsibility, quality and respect in dealing with all stakeholders of the Company.

In compliance with the disclosure requirements of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (hereinafter "Listing Regulations"), the details are set out below:

Board of Directors

a) Composition

The Board of Directors of the Company has an optimal mix of non-executive directors and Independent directors with knowledge and experience in different fields viz., Engineering, Manufacturing, Finance and Business Management, to strengthen the focus and the quality of discussion at the Board level. As on 31st March, 2021, the Board comprises of five members consequent to the retirement of Mr. Surendran on 24th January, 2021. The Board has considered the re-designation of Ms. G Jalaja, Non Executive Non Independent Director as an Independent Director of the Company with effect from 22nd April, 2021 and Mr. A Sridhar was appointed as an Additional Director with effect from 01st May, 2021. One-half of the Board members are Independent Directors and the composition is in conformity with the provisions of SEBI Listing regulations as well as the Companies Act, 2013 ("the Act") and the rules made there under.

The Board reviews its strength and composition from time to time to ensure that it remains aligned with the statutory as well as business requirements.

Non-Executive Promoter Chairman	1
Non-Executive Directors (including 1 Promoter Director)	2
Non-Executive Independent Directors	2

The Company has received the requisite declarations from its Independent Directors confirming that they meet the criteria of independence prescribed both under the Companies Act, 2013 and the Listing Regulations and that they have registered themselves in the databank maintained by the Indian Institute of Corporate Affairs and the Independent Directors have passed/are exempted from passing the Online Proficiency Self-Assessment Test, as applicable.

The Board at its meeting held on 18th May 2021, has taken on record the declarations received from the Independent Directors. In the opinion of the Board, the Independent Directors of the Company fulfill the conditions specified in the Listing Regulations and are independent of the Management. The Independent Directors are not entitled to stock options.

Directors, other than Independent Directors, are liable to retire by rotation. None of the Directors are members of more than ten committees or chairman of more than five committees in public limited companies in which they are Directors.

b) The names of the Directors and the details of other Chairmanship / Directorship / Committee membership of each Director as on 31st March, 2021 are given below:

S. NO	Name of the Director	Category	Number of Directorships/ (chairmanships) in Companies including CEC ¹	Number of Committee Memberships / (Chairmanships) in Companies including CEC ²	Name of the Listed Entity	Category of Director ships [#]
1.	Mr. M M Venkata chalam	Non-Executive, Promoter, Chairman	7(2)	5(2)	1. Coromandel International Limited 2. E.I.D Parry (India) Limited 3. The Ramco Cements Limited 4. Ramco Systems Limited 5. Coromandel Engineering Company Limited	NE NI NE NI NE ID NE ID NE NI
2.	Mr. M A M Arunachalam	Non-Executive, Promoter	8(2)	7(2)	1. Shanthi Gears Limited 2. Tube Investments of India Limited 3. Cholamandalam Investment and Finance Company Limited 4. CG Power and Industrial Solutions Limited 5. Coromandel Engineering Company Limited	NE NI NE NI NE NI NE NI NE NI
3.	Mr. N.V. Ravi	Non-Executive, Independent	4	2	1. Coromandel Engineering Company Limited	NE ID
4.	Mr. P. Nagarajan	Non-Executive, Independent	5	6(3)	1. Kartik Investments Trust Limited 2. Coromandel Engineering Company Limited	NE ID NE ID
5.	Ms. G. Jalaja	Non-Executive	1	1	1. Coromandel Engineering Company Limited	NE NI

[#]Non-Executive (“NE”), Executive (“E”), Non Independent (“NI”) and Independent (“ID”)

Notes:

1. Excluding Alternate Directorships and Directorships in Foreign companies, Private companies and Section 8 companies.
2. Only membership in Audit Committee and Stakeholders' Relationship Committee in Public Limited Companies whether listed or not, have been reckoned for committee memberships.

None of the Directors on the Board hold directorships in more than seven Listed entities as required under Regulation 17 (1A) of listing Regulations.

None of the Directors of the Company are related to each other.

c) Changes in the Board during the year

During the year, Mr. R Surendran, Independent Director, retired on the closing hours of business on 24th January, 2021 on account of completion of his term as an Independent Director.

d) Board Meetings

The Board has a formal schedule of matters reserved for its consideration and decision. The Board meets at least once in a quarter to review the company's quarterly performance and financial results and additional meetings are held to address specific needs and business requirements of the Company. The agenda is circulated well in advance to the Board members. The items in the agenda are backed by structured and comprehensive background information to enable the Board to take appropriate decisions. In addition to the information required under Part A of Schedule II of Sub- Regulation 7 of Regulation 17 of the Listing Regulations, the Board is also kept informed of major events/items and approvals are taken wherever necessary for making investments, ensuring adequate availability of financial resources. The Board also reviews the Board Meeting minutes and financial statements and also takes on record the minutes of Committee meetings.

The company has established proper systems to enable the Board to review the compliance reports of all laws applicable to the company as well as to assess the steps taken to rectify instances of non-compliances, if any.

The facility of video conferencing or other audio visual means are provided to facilitate participation of Directors, who are unable to attend the meeting physically.

The Board of Directors met four (4) times during the financial year ended 31st March, 2021 on 8th June 2020, 23rd July, 2020, 29th October, 2020 and 28th January, 2021. The maximum gap between any two meetings was less than one hundred and twenty days. Separate meeting of the Independent Directors was held on 17th March, 2021 without the attendance of non-independent directors and members of the management as required under Regulation 25(3) of SEBI (LODR) Regulations, 2015 and Schedule IV of the Act to discuss the matters specified therein.

Details of Board members as on 31st March, 2021 and Attendance at Board Meetings

Sl. No.	Date of Meeting	Board Strength	No. of Directors present
1	08.06.2020	6	6
2	23.07.2020	6	6
3	29.10.2020	6	6
4	28.01.2021	5	5

The Board has an unbridled and complete access to any information within the company. The members of the Board have complete freedom to express their opinion on the agenda items and can discuss any matter at the meetings with the permission of the chairperson. The company places before the Board all those details as required under Part A of Schedule II of Sub- Regulation 7 of Regulation 17 of the Listing Regulations. The dates for the board meetings are fixed well in advance after taking into account the convenience of all the directors and sufficient notice is given to them. Detailed and structured agenda notes are sent to the directors. All the information required for decision making are incorporated in the agenda. Those that cannot be included in the agenda are tabled at the meeting. The management appraises the Board on the overall performance of the company at every board meeting. Legal issues, write-offs, provisions, purchase and disposal of capital assets are all brought to the notice of the Board. The Board reviews the performance, approves capital expenditure, sets the strategy that the company should follow and ensures financial stability. The Board reviews and takes on record the actions taken by the company on all its decisions periodically. The Board provides leadership, strategic direction and exercises appropriate control to ensure that the company is managed in a manner that enhances the performance of the company.

e) Attendance of each Director at Board Meetings and at the previous Annual General Meeting (AGM)

Sl. No.	Name	No. of Board Meetings Held	No. of Board Meetings attended	Attendance at the AGM held on 23 rd July 2020
1.	Mr. M M Venkatachalam	4	4	Yes
2.	Mr. M A M Arunachalam	4	4	Yes
3.	Mr. N V Ravi	4	4	Yes
4.	Mr. P Nagarajan	4	4	Yes
5.	Ms. G Jalaja	4	4	Yes
6.	Mr. R Surendran*	4	3	Yes

*Retired on the closing hours of business on 24th January, 2021.

f) FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

On their appointment, Independent Directors are familiarized about the Company's business and operations. Interactions with senior executives are facilitated to gather insight specific to the Company's operations. Detailed presentations are made available to apprise about Company's history, current business plan and strategies. As part of the familiarization programme, a handbook is provided to all Directors, including Independent Directors, at the time of their appointment. The handbook provides a snapshot to the Directors of their duties and responsibilities, rights, process of appointment and evaluation, compensation, Board and Committee procedures and expectation of various stakeholders. The details of familiarization programmes as above are also disclosed on the website of the Company at the link: http://www.coromandelengg.com/Inv_policies.html.

g) Board Procedure

The Directors are appointed based on their qualifications and experience in varied fields as well as the business needs of the company.

The Nomination and Remuneration Committee recommends the appointment of Directors to the Board. At the time of induction on the Board of the Company, a letter of appointment along an invitation to join the Board of the Company is given to the directors and a directors' handbook comprising a compendium of the role, powers and duties to be performed by a Director is given to the new Director. Presentations are also made to the new Director regarding the business and other details of the Company.

h) Key Board qualifications, expertise and attributes

The Board of Coromandel Engineering Company Limited comprises of qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board members are committed in ensuring that the Board of Coromandel Engineering Company Limited acts in compliance with the highest standard of Corporate Governance. In the table below the specific areas of focus or expertise of individual Board members have been highlighted. In the absence of a mark against a member's name does not necessarily mean that the member does not possess the corresponding qualification or skill.

A chart setting out the skills/expertise/competence of the Board of Directors is as follows:

DIRECTOR	Area of Expertise				
	Financial Expertise	Technology/ Industrial expertise	Leadership	Board Service & Governance	Business Development
M M Venkatachalam, Chairman	✓	✓	✓	✓	✓
M A M Arunachalam, Director	✓	✓	✓	✓	✓
N V Ravi, Independent Director	✓	✓	✓	✓	✓
P Nagarajan, Independent Director	✓		✓	✓	✓
G Jalaja, Director	✓		✓	✓	

i) In the opinion of the Board, all Independent Directors fulfil the conditions specified in these regulations, have registered themselves in the databank maintained by the Indian Institute of Corporate Affairs and are independent of the management.

j) There were no instances of independent director who resigned before the expiry of his/her tenure during the year.

k) The Company has proper systems to enable the Board to periodically review compliance reports of all laws applicable to the Company, as prepared by the Company as well as steps taken by the Company to rectify instances of non-compliances on a yearly basis.

l) Details of shareholding of Directors as on 31st March 2021

As on 31st March 2021, the Company had three non-executive directors and two non-executive Independent directors. Among the non-executive directors, Mr. M. A. M. Arunachalam (DIN: 00202958) holds 3,61,610 equity shares of Rs.10/- each in the company. The Company has not issued any convertible instruments. Other Directors do not hold any share in the Company.

m) Details of Directors seeking appointment / re-appointment

Mr. M M Venkatachalam (DIN: 00152619), Director of the Company, retires by rotation at the ensuing Annual General Meeting. Considering his experience and past association with the Company, the Board recommends that the continued association of Mr. M M Venkatachalam would be of immense benefit to the company and hence it is desirable to continue to avail his services as a Director and being eligible, Mr. M M Venkatachalam offers himself for re-appointment as a Director at the ensuing Annual General Meeting.

Ms. G Jalaja (DIN: 00149278) was appointed as a Non-Executive Director at the Annual General Meeting of the Company held on 24th July, 2015. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has recommended the re-designation of Ms. G Jalaja as an Independent Director of the company for a term of five consecutive years with effect from 22nd April, 2021 to 21st April, 2026 for the approval of members in the ensuing Annual General Meeting.

Mr. A Sridhar (DIN: 07913908), was appointed as an Additional Director of the Company with effect from 01st May, 2021 pursuant to the provisions

of Section 161(1) of the Act and the Articles of Association of the Company, to hold office up to the date of ensuing Annual General Meeting. Based on the recommendation of the Nomination and Remuneration Committee, the Board recommended the appointment Mr. A Sridhar as a Director of the Company liable to retire by rotation.

Board Committees

a. Audit Committee

Pursuant to Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations, the Company has in place a qualified Audit Committee which acts as a link between the Management, the statutory and Internal auditors and the Board. The audit committee reviews from time to time, the audit and internal control procedures and oversees the Company's financial reporting process with a view to provide accurate, timely and proper disclosures.

The Audit Committee has all the powers as specified in Section 177 of the Act and Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations to investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, as considered necessary.

In accordance with the applicable provisions of the Act and in terms of SEBI Listing Regulations read with Part C of Schedule II of the SEBI Listing Regulations, the scope, functions and terms of reference of the Audit Committee *inter alia* cover the following:

1. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval;
5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval;
6. Discussion with internal auditors any significant findings and follow up thereon;

7. Reviewing with the management, the statement of uses/ application of funds raised through an issue, the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary including appointment of Registered Valuers;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the management and monitoring the auditor's independence and performance and effectiveness of audit process;
13. Reviewing with the management, performance of statutory auditors and internal auditors, adequacy of the internal control systems & effectiveness of the audit process;
14. Reviewing the adequacy of internal audit function, if any, including structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
15. Discussion with internal auditors of any significant findings and follow up thereon;
16. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
17. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well post audit discussion to ascertain any area of concern.
18. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

The Audit committee mandatorily reviews the following:

1. Management discussion and analysis of financial condition and results of operations. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
2. Management letters / letters of internal control weaknesses issued by the statutory auditors;
3. Internal audit reports relating to internal control weaknesses
4. Appointment, removal and terms of remuneration of the Internal auditors shall be subject to review by the Audit Committee;
5. Review the financial statements, in particular, the investments made by the unlisted subsidiary company;
6. To review functioning of whistle blower mechanism and oversee the vigil mechanism of the Company;
7. Recommend the appointment of Chief Financial Officer after assessing the qualifications, experience, background etc. of candidate;
8. Review of compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 at least once in a financial year;
9. Verify that the systems for internal control as required under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 are adequate and are operating effectively;
10. Review the Statement of Deviation if any;
11. To review the utilization of loans and/ or advances from/investment in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments , where applicable ;
12. Any other functions as per the terms of reference as may be required by law from time to time.

As a good corporate governance practice, the Company has put in place a system for a separate discussion of the Audit Committee members with the statutory and internal auditors without the presence of the management team.

Composition

Mr. P. Nagarajan, Independent Director (DIN: 00110344) is the Chairman. The Committee

consists of 2 Independent Directors and one non Independent Director. All the members of the Committee have excellent financial & accounting knowledge. The Chairman, Associate Vice President and Chief Financial Officer of the Company, Internal Auditors and Statutory Auditors are the invitees to the meetings of the Audit Committee. The Company Secretary acts as the secretary to the Committee.

The Chairman of the Audit Committee was present at the previous Annual General Meeting of the company held on 23rd July, 2020.

Meetings

The Committee met Four (4) times during the financial year ended on 31st March, 2021 on 08th June, 2020, 23rd July, 2020, 29th October, 2020 and 28th January, 2021 and the time gap between the two meetings did not exceed one hundred and twenty days.

Name of the Member	Chairman/ Member	No. of Meetings Attended
Mr. P. Nagarajan	Chairman	4
Mr. M.A.M. Arunachalam	Member	4
Mr. N.V. Ravi	Member	4
Mr. R. Surendran*	Member	3

*ceased to be a Director with effect from 24th January, 2021.

b. Stakeholders Relationship Committee

The Stakeholders Relationship Committee has been constituted as required under Section 178 of the Act and Regulation 20 of the Listing Regulations with Mr. M.A.M. Arunachalam (DIN: 00202958), Director as the Chairman. The committee consists of one Independent Director and two Non-Independent Directors.

Brief description of Terms of Reference

- Formulation of shareholders servicing plans and policies in line with the Company's Corporate Governance plans and policies and develop the standards there for.
- Monitoring and reviewing the mechanism of share transfers, dematerialisation process, subdivisions, consolidations, issue of duplicate certificates etc. and to determine and set standards for processing of the same.
- Monitoring and reviewing the mechanism of share transfers, dematerialisation process, subdivisions, consolidations, issue of duplicate

certificates etc. and to determine and set standards for processing of the same.

- Determining the standards for resolution of shareholders' grievance.
- Resolving the grievances of the security holders of the listed entity.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the RTA.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the company.
- To investigate any activity within its terms of reference.

Composition & Meetings

One meeting was held during the financial year 2020-21 on 17th March, 2021. The Chairman of the Stakeholders' Relationship Committee was present at the previous Annual General Meeting of the company held on 23rd July, 2020.

The composition of Stakeholders Relationship Committee and particulars of meetings attended by the members of the Committee are given below:

Name of the Member	Chairman/ Member	No. of Meetings attended
Mr. M.A.M. Arunachalam	Chairman	1
Ms. G. Jalaja	Member	1
Mr. N V Ravi**	Member	1
Mr. R. Surendran*	Member	-

*Ceased to be the director with effect from 24th January, 2021.

**Appointed w.e.f. 28th January, 2021

Ms. C. Parvathi Nagaraj, Company Secretary, is the Compliance Officer of the Company.

Numbers of complaints received and redressed during the year are given below:

Details of number of complaints received during the year and Status of Investor Complaints as on March 31, 2021 and reported to BSE Limited under

Regulation 13(3) of the SEBI (LODR) Regulations, 2015 are as follows:

Complaints as on April 1, 2020	NIL
Received during the year	NIL
Resolved during the year	NIL
Pending as on March 31, 2021	NIL

KFin Technologies Private Limited, is the Company's Registrar and Share Transfer Agent (RTA). Their contact details are available in the General Shareholder Information section of the Report.

c. Nomination and Remuneration Committee

Nomination and Remuneration Committee was constituted pursuant to Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations and is mainly entrusted with the process of identification of the persons who are qualified to become directors and persons who may be appointed in senior management positions in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.

The Nomination and Remuneration Committee has framed the criteria for determining qualifications, positive attributes and independence of a director and recommended to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees. The committee consists of two Independent Directors and one Non-Independent Director.

Terms of reference

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of board of directors;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.

- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

Composition & Meetings

- Two Committee meetings were held during the financial year 2020-2021 on 08th June, 2020 and 28th January, 2021. The Chairman of the Nomination and Remuneration Committee was present at the previous Annual General Meeting of the company held on 23rd July, 2020.
- The composition of Nomination and Remuneration Committee and particulars of meetings attended by the members of the Committee are given below:

Name of the Member	Chairman/ Member	No. of Meetings attended
Mr. N.V. Ravi	Chairman	2
Mr. M M Venkatachalam	Member	2
Mr. P. Nagarajan	Member	2

Criteria for Performance Evaluation

Section 178 read with Clause VII (3) & Clause VIII of Schedule IV of the Companies Act, 2013 lays down specific requirements on performance evaluation of Board/ Chairperson/Independent Directors. As per Part D of Schedule II of Listing Regulations, the Nomination and Remuneration Committee has to lay down the criteria for the above. The Committee had discussed in detail about the criteria to be adopted and process/format to be followed for evaluation of performance of Board/ Committees and Directors. Based on the same the evaluation process was completed for the year.

Parameters adopted as criteria for evaluation were as follows:

- Attendance
- Preparedness for the Meeting
- Staying updated on developments
- Active participation at the meetings
- Constructive contribution
- Engaging with and challenging the management team without being confrontational or obstructionist
- Speaking one's mind and being objective
- Protection of interest of all stakeholders

Performance Evaluation

Pursuant to the Companies Act, 2013 and the Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment and safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

Remuneration Policy

The Board through the Nomination and Remuneration Committee adopted a Remuneration policy pursuant to Section 178 of the Companies Act, 2013. This Remuneration Policy provides the framework for remuneration of members of the Board of Directors, Key Managerial Personnel and other employees of the Company. In view of the current financial performance of the company, no commission is payable to the directors.

The Non-Executive Directors are entitled for sitting fees as per the Articles of Association of the Company for every Board / Committee meeting attended by them.

Remuneration for the year

As the Company has been incurring a loss, payment of any commission to the Directors does not arise.

The Company's total compensation for Key Managerial Personnel/other employees consists of:

- Fixed compensation
- variable compensation in the form of annual incentive
- benefits

- work related facilities and perquisites

The remuneration policy applicable to the members of the Board and Key Managerial personnel/other employees is available in the Company's website http://www.coromandelengg.com/Inv_policies.html.

d. Risk Management Committee

As per Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the Company is not required to constitute Risk Management Committee since it is not coming under the top 1000 listed entities determined on the basis of market capitalization in BSE Limited. However, the Company has, as a matter good Corporate Governance, voluntarily constituted a Risk Management Committee.

Purpose and Object

The company has laid down procedures to inform Board members about the risk identification, assessment of the impact and mitigation measures. The Board shall be responsible for framing, implementing and monitoring the risk management plan for the company and may delegate monitoring and reviewing of the risk management plan to the committee and such other functions as it may deem fit.

Brief description of Terms of reference

- Assisting the Board in effective operation of risk management system by performing specialized analysis and quality reviews and report to the Board the details on risk exposures and the action taken to manage the exposures.
- Review and assess the adequacy of Risk Management policies and framework for identifying, measuring, monitoring and controlling risks as well as the extent to which these are operating effectively
- Periodically review the Company's Risk Management Policy and associated Guidelines

and approve any revisions thereto before recommending adoption by the Board;

- Review the Company's Risk Profile across business, cyber security and support functions and advises the Board with regard to risk management decisions in relation to strategic and operational matters such as Corporate Strategy and related matters.

Composition & Meetings

- One Committee meeting was held on 08th June, 2020.
- The composition of Risk Management Committee and particulars of the meeting attended by the members of the Committee are given below:

Name of the Member	Chairman/ Member	No. of Meetings attended during the year 2020-21
Mr. P. Nagarajan	Chairman	1
Mr. N V Ravi	Member	1
Mr. M M Venkatachalam	Member	1
Mr. N Velappan	Member	1

MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company had met on 17th March, 2021 as required under Regulation 25(3) of SEBI (LODR) Regulations 2015 and Schedule IV of the Act to discuss the matters specified therein to review the performance of non-Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company and had assessed the quality, quantity and timeliness of flow of information between the company management and the Board.

General body Meetings

The location, date and time of General Meetings held during the last 3 years are given below

Annual General Meeting (AGM):

For the year ended 31 st March	Venue	Day and Date	Time
2020	Through Video Conferencing ("VC") or other Audio Visual Means("OAVM")	Thursday 23 rd July, 2020	10.00 A.M
2019	Narada Gana Sabha Trust, Mini Hall, No.314, TTK Road, Chennai – 600 018	Wednesday 24 th July, 2019	10.00 A.M.
2018	Narada Gana Sabha Trust, Mini Hall, No.314, TTK Road, Chennai – 600 018	Tuesday 24 th July, 2018	9:30 A.M.

Details of Special Resolutions passed during the last 3 Annual General Meetings:

Date of AGM	Whether any Special Resolution was passed	Particulars
23.07.2020	Yes	1. Special resolution was passed for re-appointment of Mr. P. Nagarajan as an Independent Director.
24.07.2019	Yes	1. Special resolution was passed for re-appointment of Mr. N.V Ravi as an Independent Director. 2. Special resolution was passed to offer, issue and allot 7% Cumulative Non- participating Redeemable Preference shares on private placement basis.
24.07.2018	Yes	Special resolution was passed for the alteration of Articles of Association of the Company

Postal Ballot:

- No special resolution was passed through postal ballot during the last financial year.
- There is no immediate proposal for passing any special resolution through postal ballot.

Code of Conduct

The Board has laid down a Code of Conduct (Code), for all the Board members and the Senior Management of the Company, and the code is posted on the website of the Company www.coromandelengg.com. An Annual declaration regarding compliance with the code is obtained from every person covered by the code of conduct and a certificate to this effect, signed by Mr. N Velappan, Associate Vice President and Manager, forms part of this report enclosed as Annexure - VIII.

CEO and CFO Certification

In terms of Regulation 17(8) of the Listing Regulations, the Chief Financial Officer and the

Associate Vice president & Manager have given the annual certification on financial reporting and internal controls to the Board enclosed as Annexure - IX.

The Chief Financial Officer and Associate Vice President and Manager have also given quarterly certification on financial results, while placing the financial results before the Board, in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015. Accordingly, the Chief Financial Officer and Associate Vice President have certified to the Board, inter alia, the accuracy of financial statements and adequacy of internal controls for the financial reporting purpose for the year ended March 31, 2021.

Prevention of Insider Trading

The Company has framed a code of conduct for prevention of insider trading based on SEBI (Insider Trading) Regulations, 2015 as amended with a view to regulate trading in securities by the Directors and designated employees of the Company. This code

is applicable to all Directors / officers / designated employees. The code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of Unpublished Price Sensitive Information (UPSI) in relation to the Company and during the period when the trading window is closed. All the Directors and Senior Management Personnel have confirmed compliance with the code.

The Board has also formulated a policy containing procedures for conduct of inquiry in case of leakage of UPSI or suspected leakage of UPSI as a part of the Code. The Board had also reviewed the Company's Code for practices and procedures for fair disclosure of unpublished price sensitive information and had also framed a policy for determination of 'legitimate purposes' as a part of this Code. The Company Secretary is responsible for implementation of the Code. The Company has in place an online system for monitoring the compliance of the Code by its designated employees.

Vigil Mechanism / Whistle Blower Policy

The Company has adopted the whistle blower mechanism as per the mandatory requirements. The Company has adopted the whistle blower mechanism, a mandatory requirement of the Listing Regulations and the Companies Act, 2013 with the objective to provide employees, customers and vendors, an avenue to raise concerns, in line with the Company's commitment to the highest possible standards of ethical, moral and legal conduct of business, its commitment to open communication and to provide necessary safe guards for protection of employees from reprisals or victimization of whistle blowing in good faith. The Audit Committee periodically reviews the functioning of whistle blower mechanism. The policy also lays down the process to be followed for dealing with complaints and in exceptional cases, also provides for direct appeal to the Chairman of the Audit Committee. The details of establishment of such mechanism are disclosed by the Company on its website and in the Board's Report. It is hereby affirmed that no person has been denied access to the Audit Committee. Mr. Shyam C. Raman, Senior Vice President, Group HR, Murugappa Group, has been appointed as the

Ombudsperson, who will deal with the complaints received. The policy is available on the website of the Company at http://www.coromandelengg.com/Inv_Policies.html.

Disclosures

a) Related Party Transactions

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and the Listing Regulations during the financial year were in the ordinary course of business and on an arm's length pricing basis. There were no materially significant related party transactions with Directors/ promoters/ management, which had potential conflict with the interests of the Company at large.

Periodical disclosures from Senior Management relating to all material, financial and commercial transactions, where they had or were deemed to have had personal interests, that might have a potential conflict with the interest of the Company at large, are placed before the Board. The Company has also formulated a policy on dealing with the Related Party Transactions and necessary approval of the audit committee and Board of directors were taken wherever required in accordance with the Policy. The details of such policies for dealing with Related Parties and the Related Party Transactions are disseminated on the website of the Company http://www.coromandelengg.com/Inv_Policies.html.

Transactions with the related parties are disclosed in Note No 38 to the financial statements in the Annual Report.

b) Statutory Compliances, Penalties and Strictures

The Company has complied with the requirements of the Stock Exchanges / SEBI and statutory authorities on all matters related to capital markets during the last three years. No strictures or penalties have been imposed on the Company either by Stock Exchanges or by SEBI or any statutory authority.

c) Commodity price risk or foreign exchange risks and hedging activities

Exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year:

- a. Total exposure of the listed entity to commodities - Nil
- b. Exposure of the listed entity to various commodities - Nil
- c. Commodity risks faced by the listed entity during the year and how they have been managed.

The Company is not exposed to any material commodity price or foreign exchange risks and no hedging activity is considered necessary to mitigate the said risks. Price escalation risk in materials used in ordinary course of business like Cement/ Steel etc. is mitigated through agreement with clients while signing the contracts.

DISCLOSURE RELATING TO FEE PAID TO STATUTORY AUDITOR

During the year, the Company has made the following payments to M/s. CNGSN & Associates LLP, Statutory Auditors and all entities in the network firm/network entity of which the Statutory Auditor is a part. The Company has relied on the information furnished by the Statutory Auditors in respect of the firms/entities covered under network firm/network entity of which the Statutory Auditor is a part.

CNGSN & Associates / Network firm	Nature of service	Payee details	Amount (Rs. In Lakhs)
Statutory auditors	Statutory audit	CNGSN & Associates, Chartered Accountants	4.25
	Tax audit		1.40
	Limited review		1.35
	Others		-

Payment in respect of the non-audit services provided by the Statutory Auditors to the Company is made only with the approval of the Audit Committee as required under Section 144 of the Companies Act, 2013.

PRACTISING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

A certificate from Practising Company Secretary on Corporate Governance is enclosed to this report as Annexure - V.

PRACTISING COMPANY SECRETARY'S CERTIFICATE ON THE DIRECTOR'S DISQUALIFICATION

A certificate from M/s. Srinidhi Sridharan & Associates, Company Secretaries confirming that none of the Company's Directors have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority is enclosed as Annexure - VII.

Compliance with Corporate Governance Norms

The Company has complied with the mandatory requirements of the Code of Corporate Governance as stipulated in the Listing Regulations. The Company has submitted the compliance reports in the prescribed format to the stock exchanges for every quarter during the year ended 31st March,

2021. The certificate of compliance with the conditions of corporate governance as stipulated in Regulation 34(3) and schedule V of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 forms part of the Annual Report.

The other non-mandatory requirements of the Listing Regulations to certain extent have been adopted by the Company.

Means of Communication

Transparency and effective communication are fundamental elements of corporate governance which promotes stakeholder relationships. In contemplation of achieving that objective, the company employs multiple channels to maintain transparency and disseminate information to the shareholders and the investors.

As per the requirement of Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, the quarterly un-audited financial results and major announcements like notice of Board Meetings, Book Closure etc. are normally published in daily newspapers viz., Business Standard (English) and Makkal Kural (Tamil). The annual audited financial Results are published in Business Standard (English) and Makkal Kural(Tamil).

The company's website address is: www.coromandelengg.com. The website contains basic information about the company and such other details as required under the Listing regulations. The company ensures periodical updation of its website. The company has designated the email- id cscecl@cec.murugappa.com to enable the shareholders to register their grievances.

The Disclosures of the compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:

Regulation	Particulars of Regulation	Compliance Status (Yes/No/NA)
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	NA
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24	Corporate Governance Requirements with respect to subsidiaries of listed entity	NA
25	Obligations with respect to Independent Directors	Yes
26	Obligations with respect to Directors and Senior Management Personnel	Yes
27	Other Corporate Governance Requirements	Yes
47 (2) (b) to (i)	Disclosures on website	Yes

Details of recommendation of any committee of the Board which are not accepted by the Board

The Board of directors accepted all the recommendation(s) of the Committees of the Board during financial year ended March 31, 2021.

Disclosure of complaints received under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Particulars	FY 2020-21
No. of complaints on sexual harassments received during the year	1
No. of complaints disposed off during the year	1
No. of cases pending as at end of the financial year	---

General Shareholder Information

A separate section has been annexed to the Annual Report, furnishing various details viz., AGM, distribution of shareholding, means of communication etc., for the general information of the Shareholder as Annexure - VI.

Place: Chennai
Date: 18th May, 2021

On behalf of the Board
M.M.VENKATACHALAM
(DIN:00152619)
Chairman

ANNEXURE - V

CORPORATE GOVERNANCE CERTIFICATE

The Members

COROMANDEL ENGINEERING COMPANY LIMITED

'Parry House', 5th Floor,
43, Moore Street,
Chennai – 600 001

We have examined all relevant records of Coromandel Engineering Company Limited (CIN : L74910TN1947PLC000343), having its Registered Office at Parry House, 5th Floor, 43, Moore Street, Chennai – 600 001, for the purpose of certifying compliance of the conditions of Corporate Governance under Regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 for the financial year ended March 31, 2021. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Management, we certify that the Company has complied regarding the conditions of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 for the financial year ended 31st March, 2021.

For SRINIDHI SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES

CS SRINIDHI SRIDHARAN

CP No. 17990

ACS No. 47244

UIN: S2017TN472300

UDIN: A047244C000339976

PLACE : Chennai

DATE : 18th May, 2021

GENERAL SHAREHOLDER INFORMATION**Registered Office**

“Parry House”, 5th Floor, No.43, Moore Street,
Chennai –600 001

Corporate Identification Number

L74910TN1947PLC000343

Annual General Meeting

Day : Monday
Date : 9th August, 2021
Time : 10:00 a.m.

The AGM shall be conducted through Video Conferencing or Other Audio-Visual Means in compliance with applicable provisions of the Companies Act, 2013, Rules and the framework issued by the Ministry of Corporate affairs issued in this regard.

Financial year: 1st April, 2020 to 31st March, 2021

Date of Book Closure

Monday the 02nd day of August 2021 to Monday the 9th day of August 2021 (Both days inclusive)

STOCK EXCHANGE-

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Listing fees for the year 2021-22 has been paid to BSE Limited.

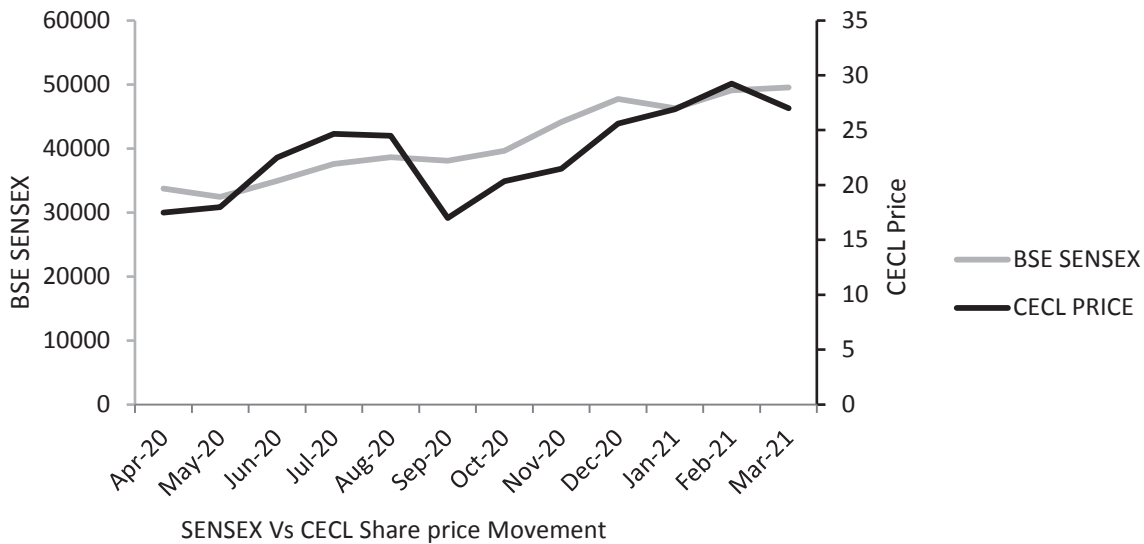
Stock Code

Name of the Stock Exchange / Depository	Code / ISIN / Symbol
BSE Ltd.	533167
Depository ISIN No. NSDL & CDSL	INE312J01012

Market Price Data:

The monthly high and low market price data and volume of shares traded in BSE from 1st April, 2020 up to 31st March, 2021 are as follows:

Month	High ₹	Low ₹	No. of Shares
Apr-20	17.95	11.50	1,04,837
May-20	18.40	13.30	46,989
Jun-20	25.00	16.90	1,04,601
Jul-20	27.85	18.30	1,32,071
Aug-20	32.15	23.00	2,18,782
Sep-20	23.30	17.00	40,154
Oct-20	22.30	16.75	20,133
Nov-20	24.00	19.00	77,776
Dec-20	25.60	20.60	1,25,073
Jan-21	32.10	23.25	1,38,322
Feb-21	32.60	26.50	3,07,515
Mar-21	31.30	25.50	2,17,265

Performance in comparison with BSE SENSEX for the period from 01st April, 2020 to 31st March, 2021.**Registrar and Share Transfer Agents:**

In due compliance with SEBI norms, the Company has entrusted the share transfer work, both physical as well as electronic, to the transfer agents mentioned below:

KFin technologies Private Limited (Formerly Karvy Fintech Private Limited)

Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032

Tel : 91-40-23420815 to 23420824 Toll Free No.1-800-3454001

Fax : +91-40 23420814

Email : einward.ris@kfintech.com Website: www.kfintech.com

Share Transfer and Investors Service System

The Stakeholders Relationship Committee, approves transfers/ transmission/ transposition, sub-division and consolidation etc.

The Board has delegated powers to approve transfers, transmissions, transpositions, dematerialisation / rematerialisation of shares upto a maximum of 10,000 equity shares per transaction to the Directors of the Company and upto 5,000 equity shares per transaction to the executives of the Company.

Shareholding pattern as on 31.03.2021

Category	No. of Shareholders	No. of Shares	% of Shareholding
Promoter Companies	20	21092874	63.47
Resident Individuals	4361	7755383	23.33
Promoters	21	1733780	5.21
Body Corporate	24	354805	1.07
Directors	2	478040	1.44
H U F	215	667134	2.01
Directors' relatives	8	525630	1.58
Non Resident Indians	9	78419	0.24
NBFCs	1	1000	0.00
Clearing Members	14	2715	0.01
Trusts	1	4800	0.01
Non Resident Indians - Non Repatriable	11	38760	0.12
IEPF	1	18838	0.06
Promoters Trust	7	481420	1.45
Total	4695	3,32,33,598	100.00

Distribution of shareholding as on 31.03.2021

Category		No. of shareholders	% to total No.	No. of Shares	% of holding
1	5000	4410	93.93	1833180	5.51
5001	10000	102	2.17	751300	2.26
10001	20000	69	1.47	978819	2.95
20001	30000	31	0.66	787174	2.37
30001	40000	15	0.32	514906	1.55
40001	50000	18	0.38	806519	2.43
50001	100000	15	0.32	1132886	3.41
Greater than 100000		35	0.75	26428814	79.52
TOTAL		4695	100.00	33233598	100.00

	No. of Shareholders	% to total No.	No. of Shares	% of holding
Shareholders in				
Physical Mode:	823	17.53	36382	0.11
Electronic Mode :				
NSDL	2064	43.96	22287366	67.06
CDSL	1808	38.51	10909850	32.83
TOTAL	4695	100.00	33233598	100.00

Dematerialization

The code number (ISIN) allotted by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to the Company is INE312J01012.

Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity

Nil

Address for Correspondence	For all matters relating to Investor Relations
For any shareholders assistance, the Company Secretary can be contacted at the following address: Coromandel Engineering Company Ltd. Parry House, 5 th Floor, No. 43 Moore Street, Chennai 600001 Phone : 044 - 25341513 E-Mail : cscecl@cec.murugappa.com	KFin Technologies Private Limited Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 Tel : 91-40-23420815 to23420824 Toll Free No.: 1-800-3454001 Fax : +91-4023420814 Email : einward.ris@kfintech.com Website: www.kfintech.com

Reconciliation of share capital Audit:

A qualified Practicing Company Secretary, Mr. R. Sridharan of M/s. R. Sridharan & Associates, Company Secretaries, Chennai, carried out reconciliation of share capital audit every quarter to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued capital. The audit confirms that the total issued / paid- up capital is in agreement with the aggregate total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

Details of Shares held by Non – Executive Directors as on 31.03.2021:

SL No	Name of the Director	No. of Shares Held
1.	Mr. M.M. Venkatachalam	Nil
2.	Mr. M.A.M. Arunachalam	361610
3.	Mr. N.V. Ravi	Nil
4.	Mr. P. Nagarajan	Nil
5.	Ms. G. Jalaja	Nil

Nomination Facility

The Shareholders may avail themselves of the nomination facility under section 72 of the Companies Act, 2013. The nomination form (FormSH.13) along with instruction, will be provided to the members on request. In case the members wish to avail of this facility, they are requested to write to the Company's Registrars, M/s. KFin Technologies Private Limited.

Investors are advised to avail this facility especially investors holding securities in single name, to avoid the process of transmission by law. For investors holding shares held in electronic form, the nomination has to be conveyed to their Depository participants directly, as per the format prescribed by them.

ANNEXURE - VII

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

Pursuant to Regulation 34 (3) read with Schedule V Para-C Sub clause (10) (i) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members

COROMANDEL ENGINEERING COMPANY LIMITED

CIN: L74910TN1947PLC000343

'Parry House', 5th Floor, 43, Moore Street,
Chennai – 600 001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **COROMANDEL ENGINEERING COMPANY LIMITED (CIN: L74910TN1947PLC000343)** having its Registered Office at "PARRY HOUSE", 5th Floor, 43, Moore Street, Chennai - 600001(hereinafter referred to as "The Company") produced before us by the Company for the purpose of issuing this certificate, in accordance with Regulation 34 (3) read with Schedule V Part-C Sub clause 10 (i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015.

In our opinion and to the best of our knowledge and according to the verifications (including Director Identification Number (DIN) Status at the portal www.mca.gov.in) and based on such examination as well as information and explanations furnished to us, which to the best of our knowledge and belief were necessary for the purpose of issue of this certificate and based on such verification as considered necessary, we hereby certify that none of the Directors as stated below on the Board of the Company as on 31st March 2021 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such other statutory authority

S.NO	DIN	NAME OF THE DIRECTOR	DESIGNATION	Date of Appointment
1.	00152619	M M Venkatachalam	Non-Executive – Non-Independent Director, Chairman	31/07/2009
2.	00202958	M A M Arunachalam	Non-Executive – Non-Independent Director	06/09/1995
3.	00165666	N V Ravi	Non-Executive – Independent Director	21/02/2012
4.	00110344	P Nagarajan	Non-Executive – Independent Director	30/07/2014
5.	00149278	G Jalaja	Non-Executive – Non-Independent Director	20/03/2015

Ensuring the eligibility of, for the appointment/ continuity of, every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company

For SRINIDHI SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES

CS SRINIDHI SRIDHARAN

CP No. 17990

ACS No. 47244

UIN: S2017TN472300

UDIN: A047244C000339976

PLACE : Chennai

DATE : 18th May, 2021

DECLARATION OF CODE OF CONDUCT

The Board of Directors
Coromandel Engineering Company Limited,
5th Floor, "Parry House",
No.43, Moore Street, Chennai – 600 001

To
The Members of
Coromandel Engineering Company Limited,

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management of the Company. The code of conduct has also been posted on the website of the Company. It is further confirmed that all the Directors and senior management personnel of the Company have affirmed compliance with the code of conduct of the Company for the year ended 31st March 2021, as envisaged in Regulation 34(3) read with Schedule V of the Listing Regulations.

Place: Chennai
Date: 18th May, 2021

N.VELAPPAN
ASSOCIATE VICE PRESIDENT & MANAGER

ANNEXURE - IX

COMPLIANCE CERTIFICATE

Pursuant to Regulation 17 (8) read with Schedule II PART (B) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

The Board of Directors
Coromandel Engineering Company Limited,
5th Floor, "Parry House",
No.43, Moore Street, Chennai – 600 001

Sirs

We, N. Velappan, Associate Vice President and Manager and Mr. R Selvakumar, Chief Financial Officer certify that:

- A. We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2021 and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. There has not been any
- (1) significant changes in internal control over financial reporting during the year ended 31st March, 2021;
 - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Place: Chennai
Date: 18th May, 2021

N Velappan
Associate Vice President & Manager

R Selvakumar
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF COROMANDEL ENGINEERING COMPANY LIMITED

Report on the audit of Standalone Financial Statements

Opinion

We have audited the Standalone financial statements of COROMANDEL ENGINEERING COMPANY LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss, and statement of cash flows and the statement of changes in the equity for the year then ended, and notes to the 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, 2021, loss and total comprehensive income, and its cash flows for the year ended and statement of changes in the equity on that date.

Basis for Opinion:

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the 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 Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

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

Emphasis of Matter

We draw attention to Note 41 of the Statement which describes the impact of Covid-19 pandemic, and its possible consequential implications on the Company's operations. Our opinion is not modified in respect of this matter.

The Company has significant accumulated losses as at 31st March 2021. These events or conditions, along with other matters indicate potential going concern uncertainty. However, considering the fact that promoters have infused preference capital in earlier years and based on the management's plan, the company is confident of meeting its obligation and continue as a going concern. Our conclusion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

a) Existence and impairment of Trade Receivables

Trade Receivables are significant to the Company's financial statements. The Collectability of trade receivables is a key element of the company's working capital management, which is managed on an ongoing basis by its management. Due to the nature of the Business and the requirements of customers, various contract terms are in place which impacts

the timing of revenue recognition. There is a significant element of judgment. Given the magnitude and judgment involved in the impairment assessment of trade receivables, we have identified this as a key audit matter.

We performed audit procedures on existence of trade receivables, which included substantive testing of revenue transactions, obtaining trade receivable external confirmations and testing the subsequent payments received. Assessing the impact of trade receivables requires judgment and we evaluated management's assumptions in determining the provision for impairment of trade receivables, by analyzing the ageing of receivables, assessing significant overdue individual trade receivables and specific local risks, combined with the legal documentations, where applicable.

In calculating the Expected Credit Loss as per Ind AS 109 – "Financial Instruments", the company has also considered the estimation of probable future customer default and has taken into account an estimation of possible effect from the pandemic relating to Covid-19.

We tested the timing of revenue and trade receivables recognition based on the terms agreed with the customers. We also reviewed, on a sample basis, terms of the contract with the customers, invoices raised, etc., as a part of our audit procedures. Furthermore, we assessed the appropriateness of the disclosures made in note 10 to the financial statements.

b) Revenue recognition (IND AS 115)

The application of the standard on recognition of revenue involves significant judgment and estimates made by the management which includes identification of performance obligations contained in contracts, determination of the most appropriate method for recognition of revenue relating to the identified performance obligations, assessment of transaction price and allocation of the assessed price to the individual

performance obligations. In case of Fixed Price Contracts, Revenue is recognized using the Percentage of Completion computed as per Input method. There exists an inherent risk and presumed fraud risk around the accuracy and existence of revenues. These contracts may involve onerous obligations which requires critical assessment of foreseeable losses to be made by the Group

Audit procedure involved review of the company's IND AS 115 implementation process and key judgments made by management, evaluation of customer contracts in light of IND AS 115 on sample basis and comparison of the same with management's evaluation and assessment of design and operating effectiveness of internal controls relating to revenue recognition.

Based on the procedures performed, it is concluded that management's judgments with respect to recognition and measurement of revenue in light of IND AS 115 is appropriate.

Furthermore, the appropriateness of the disclosures made in note 34 to the financial statements was assessed.

c) Recognition and measurement of deferred taxes

The recognition and measurement of deferred tax items requires determination of differences between the recognition and the measurement of assets, liabilities, income and expenses in accordance with the Income Tax Act and other applicable tax laws including application of ICDS and financial reporting in accordance with IND AS.

This involves significant calculations requiring detailed knowledge of applicable tax laws.

The key matter was addressed by performing audit procedures which involved assessment of underlying process and evaluation of internal financial controls with respect to measurement of deferred tax and re-performance of calculations

and assessment of the items leading to recognition of deferred tax in light of prevailing tax laws and applicable financial reporting standards on sample basis.

The audit procedures performed did not lead to identification of any material misstatement with respect to recognition and measurement of deferred taxes.

Furthermore, the appropriateness of the disclosures made in note 07 to the financial statements was assessed.

d) Contingent Liability

Assessment of Provisions for taxation, litigations and claims: As at 31st March 2021, Coromandel Engineering Company Limited had disputed tax dues to the tune of Rs 155.08 lakhs.

The Audit addressed this Key Audit Matter by assessing the adequacy of tax Provisions by reviewing correspondence with tax Authorities

Discussing significant litigations and claims with the Company's Internal Legal Team .

Reviewing previous judgments made by relevant tax Authorities and opinions given by Company's advisors.

Assessing the reliability of the past estimates of the management.

Based on the procedures performed, it is concluded that the management's assessment of the outcome of pending litigations and claims is appropriate.

Furthermore, the appropriateness of the disclosures made in note 30 to the financial statements was assessed.

e) Accuracy of Unbilled Revenues in Civil Contracts:

Unbilled Revenue in Civil Contracts operations is a critical estimate to determine the revenues. This estimate has a high risk of uncertainty as it requires consideration of progress of the work done, efforts till date and efforts to complete the remaining contract performance obligations. (Refer note 13)

Audit Procedure involved evaluating the design of the Internal Controls relating to recording of efforts incurred and estimation of efforts incurred to complete the performance obligations.

Performed analytical Procedure and test of details for reasonableness of incurred and estimated efforts.

The audit procedures performed did not lead to identification of any material misstatement with respect to recognition and measurement of unbilled revenue.

f) Inventory WIP:

Management judgment is required to establish the carrying value of inventory particularly in relation to determining the appropriate level of provisions in relation to obsolete and Surplus items.

The judgment reflects that inventory is held to support company's operations which results in the company holding inventory for extended periods before utilization. In cases of disputes with land owners we have relied on Management Representation.

Physical Verification of Inventory was done by the Company on 31st March 2021 at key sites, however Auditors could not participate in the same owing to Covid Related Travel Restrictions , accordingly necessary Alternative Audit Procedures have been conducted to conclude that inventory is free of material misstatements . With respect to the Net Realizable value of Inventory, the company has provided Management Representations that there is no significant impact on account of Covid as all contracts are based on fixed prices.

Audit procedures include testing the inventory provisions, we assessed the management control and estimation of inventory provisions and their appropriateness. Future salability of inventory was assessed based on past track records

Based on the audit procedure performed, no material discrepancies were identified.

Information Other than the Standalone Financial Statements and Auditors' 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 report thereon.

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act, read with the rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. 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 implementation and maintenance of 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 financial statements,

whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 financial statements,

including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- (1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure 1, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (2) As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and statement of changes in the equity dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being

appointed as a director in terms of Section 164 (2) of the Act.

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2".
- (g) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - I. The Company has disclosed the impact of pending litigations on its financial position in its financial statements- Refer Note 30
 - II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - III. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company

For CNGSN & ASSOCIATES LLP
Chartered Accountants
F.R.No.015041S

C.N Gangadaran
Partner

Membership No 011205
UDIN – 21011205AAAADF3388

Place: Chennai -17
Date: 18.05.2021

ANNEXURE 1 TO THE AUDITOR'S REPORT

Referred to in Paragraph 1 of Report on Other Legal and Regulatory Requirements of our Report of even date

- i. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such physical verification.
- c) There are no immovable properties held by the company.
- ii. Physical verification of inventory has been conducted at Key sites by the management and we are informed that no material discrepancies were noticed on such verification. As on 31st March 2021 the physical verification was conducted at key sites, but Auditors could not participate in the same owing to Covid Related travel restrictions .Accordingly necessary alternative Audit Procedures have been conducted to conclude that inventory is free of material misstatement .
- iii. According to the information and explanations given to us, during the year, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the
- register maintained under Section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given any loans, guarantees and securities and has not made any investments.
- v. In our opinion and according to the information and explanations given to us the company has not accepted any deposits during the year. Accordingly, reporting under this clause does not arise.
- vi. The Central Government has vide notification dated 3rd June 2011 prescribed the maintenance of cost records by various classes of companies. We have broadly reviewed books of accounts maintained by the company pursuant to the rules under section 148 (1) of the Companies Act 2013 and are of the opinion, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii. a) According to the records of the Company and information and explanations given to us, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, Goods and service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. There are no undisputed statutory dues outstanding for more than six months.
- b) As at 31st March 2021 according to the records of the Company, the following are the particulars of the disputed dues on account of value added tax and entry tax which have not been deposited on account of dispute:

Sl. No	Nature of Dues	Amount Disputed (₹ in Lakhs)	Amount paid under protest (₹ in Lakhs)	Forum where Pending
1	Andhra Pradesh VAT	43.32	32.01	STAT Hyderabad (2006-07 & 2007-08)
2	Telangana VAT	86.50	34.28	STAT, Hyderabad (2010-11 to 2012-13)
3	Tamil Nadu Entry Tax	2.99	2.99	Additional Commissioner, Chennai (AY 2012-13)
4	Kerala VAT	5.60	0.66	Assistant Commissioner Commercial Tax officer , Ernakulam

- viii.** Based on our audit procedures and according to the information and explanations given to us by the management, we are of the opinion that the company has not defaulted in repayment of loans or borrowings to a financial institution, bank, Government. The company has not issued any debentures. Moratorium has been availed on a certain loan from the bank as per Covid 19 relief measures introduced by Government of India.
- ix.** The Company has not raised money by way of initial public offer or further public offer during the Current year and the term loans were applied for the purposes for which those were raised.
- x.** In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the financial period.
- xi.** In our opinion and according to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by Section 197 read with Schedule V of the Companies Act, 2013.
- xii.** In our opinion, the Company is not a Nidhi Company. Accordingly, clause xii of Para 3 of Companies (Auditors Report) Order 2016 is not applicable.

xiii. In our opinion and according to the information and explanation given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.

xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

Based on the above para, matters referred in clause (xiv) of paragraph 3 of Companies (Auditors Report) Order 2016 is not applicable.

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non - cash transactions with directors or persons connected with the Directors. Accordingly, clause xv of Para 3 of Companies (Auditors Report) Order 2016 is not applicable.

xvi. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause xvi of Para 3 of Companies (Auditors Report) Order 2016 is not applicable.

For CNGSN & ASSOCIATES LLP
Chartered Accountants
F.R.No.015041S

C.N Gangadaran
Partner

Membership No 011205
UDIN – 21011205AAAADF3388

Place: Chennai -17
Date: 18.05.2021

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **M/s COROMANDEL ENGINEERING COMPANY LIMITED** ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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 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 Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, 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 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 and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Place: Chennai -17
Date: 18.05.2021

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For CNGSN & ASSOCIATES LLP

Chartered Accountants

F.R.No.015041S

C.N Gangadaran

Partner

Membership No 011205

UDIN – 21011205AAAADF3388

BALANCE SHEET

(₹ in lakhs)

Particulars	Note No.	As at 31.03.2021	As at 31.03.2020
A ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	4 a	726.25	1,014.41
(b) Right of use Assets	4 b	-	-
(c) Capital work-in-progress		-	-
(d) Intangible assets	4 c	-	-
(e) Financial Assets			
(i) Investments	5	15.37	15.37
(ii) Trade receivables	6	110.23	-
(iii) Other Financial Assets		-	-
(f) Deferred tax assets (net)	7	1,405.47	1,462.16
(g) Other non-current assets	8	365.00	365.00
Total Non - Current Assets		2,622.32	2,856.94
2 Current assets			
(a) Inventories	9	2,181.62	3,273.03
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables	10	2,049.73	1,589.80
(iii) Cash and cash equivalents and bank balances	11	3.56	6.04
(iv) Other Financial assets	12	138.52	133.16
(c) Other current assets	13	1,803.81	1,771.47
Total Current Assets		6,177.24	6,773.50
Total Assets (1+2)		8,799.56	9,630.44
B EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	14	3,323.36	3,323.36
(b) Other Equity excluding non-controlling interests	14 a	(4,109.41)	(3,316.31)
Total equity attributable to owners of the Company		(786.05)	7.05
Liabilities			
2 Non-current liabilities			
(a) Financial Liabilities			
(i) Preference Capital	15	2,835.63	2,835.63
(ii) Borrowings	16	1,208.35	1,699.96
(iii) Trade payables		-	-
(iv) Other financial liabilities	17	-	106.88
(b) Provisions	18	36.82	41.30
(c) Deferred tax liabilities (Net)		-	-
(d) Other non-current liabilities		-	-
Total Non - Current Liabilities		4,080.80	4,683.77
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	1,885.03	2,134.97
(ii) Trade payables - Micro & Small Enterprise	20	22.03	11.50
(iii) Trade payables -Others	20	1,502.85	772.85
(iv) Other financial liabilities	21	1,564.62	1,570.76
(b) Provisions		-	-
(c) Other current liabilities	22	530.28	449.54
Total Current Liabilities		5,504.81	4,939.62
Total Equity and Liabilities (1+2+3)		8,799.56	9,630.44

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For CNGSN & Associates LLP
Chartered Accountants
F.R.No.004915SC.N. GANGADARAN
Partner
Membership No.011205Chennai
18th May 2021M.A.M. ARUNACHALAM
DirectorN. VELAPPAN
Manager

On Behalf of the Board

M.M.VENKATACHALAM
ChairmanR.SELVAKUMAR
Chief Financial Officer

STATEMENT OF PROFIT AND LOSS

(₹ in lakhs)

Particulars		Note	For the Year ended March 31, 2021	For the year ended March 31, 2020
I	Revenue from Operations	23	10,850.83	5,767.27
II	Other Income	24	8.67	326.61
III	Total Revenue (I + II)		10,859.50	6,093.88
IV	Expenses			
	(a) Materials consumed	25	3,480.94	1,345.38
	(b) Changes in Inventories	26	1,068.26	1,011.17
	(c) Sub-contracting Expenses		5,236.70	2,498.45
	(d) Employee Benefit Expenses	27	693.54	597.60
	(e) Finance Cost	28	648.44	661.42
	(f) Depreciation and Amortisation Expenses	4	294.26	334.62
	(g) Other Expenses	29	484.45	452.19
	(h) Total Expenses		11,906.59	6,900.83
V	Profit/(loss) before exceptional items (III-IV)		(1,047.09)	(806.95)
VI	Exceptional income - waiver of Preference Dividend		305.37	212.93
VII	Profit/(loss) after exceptional items (V-VI)		(741.72)	(594.02)
VIII	Tax expense/(gain)			
	(1) Current tax		-	-
	(2) Deferred tax		56.69	(128.41)
IX	Net Profit/(loss) after tax		(798.41)	(465.61)
X	Add: Other Comprehensive Income/(Loss)			
	Items that will not be reclassified to Profit or Loss			
	(a) Remeasurements of the defined benefit liabilities / asset		5.31	(5.42)
	(b) Equity instruments through other comprehensive income		-	-
	Other Comprehensive Income/(Loss) Total		5.31	(5.42)
XI	Total Comprehensive Income		(793.10)	(471.03)
XII	Earnings per equity share (Rs)			
	(1) Basic		(2.40)	(1.40)
	(2) Diluted		(2.40)	(1.40)

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For CNGSN & Associates LLP
Chartered Accountants
F.R.No.0049155

C.N. GANGADARAN
Partner
Membership No.011205

Chennai
18th May 2021

M.A.M. ARUNACHALAM
Director

N. VELAPPAN
Manager

On Behalf of the Board

M.M.VENKATACHALAM
Chairman

R.SELVAKUMAR
Chief Financial Officer

A. Equity Share Capital - Refer Note no 14

(₹ in lakhs)

Balance as at April 01, 2019	3,323.36
Balance as at March 31, 2020	3,323.36
Balance as at March 31, 2021	3,323.36

B. Statement of changes in other Equity - Refer Note no 14a

Particulars	Reserves and Surplus					Items of Other Comprehensive Income	Total
	Capital Reserve	General Reserve	Investment Allowance Reserve	Securities Premium	Retained earnings	Reserve for equity instruments	
Balance at beginning of the Year - April 01, 2019	7.24	629.43	0.00	2440.80	(5936.72)	13.97	(2,845.28)
Loss for the year					(465.61)		(465.61)
Other Comprehensive income for the year					(5.42)		(5.42)
Total Comprehensive income for the year					(471.03)		(471.03)
Transfer to Gen Reserve							
Balance at end of the year - March 31, 2020	7.24	629.43	0.00	2440.80	(6407.75)	13.97	(3316.31)
Loss for the year					(798.41)		(798.41)
Other Comprehensive income for the year					5.31	0.00	5.31
Total Comprehensive income for the year					(793.10)	0.00	(793.10)
Balance at end of the year - Mar 31, 2021	7.24	629.43	0.00	2440.80	(7200.85)	13.97	(4109.41)

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For **CNGSN & Associates LLP**
Chartered Accountants
F.R.No.004915S

C.N. GANGADARAN
Partner
Membership No.011205

Chennai
18th May 2021

M.A.M. ARUNACHALAM
Director

N. VELAPPAN
Manager

On Behalf of the Board

M.M.VENKATACHALAM
Chairman

R.SELVAKUMAR
Chief Financial Officer

CASH FLOW STATEMENT

(₹ in lakhs)

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Cash Flow from Operating Activities		
Net Profit/ (Loss) before tax as per Statement of Profit & Loss	(1,047.09)	(806.95)
Adjustments for :		
Depreciation and amortisation expenses	294.26	334.62
Finance Cost	648.44	661.42
Interest Income	(6.50)	(0.77)
Dividend Income	0.00	(0.55)
(Profit) / Loss on sale/W.off of assets (Net)	(0.07)	1.63
Operating Profit before working capital changes	(110.96)	189.40
Adjustments for :		
Trade and other Receivables	(664.19)	(1,426.78)
Inventories	1,091.41	795.06
Trade and other Payables	709.08	319.13
Cash Generated from Operations	1,025.34	(123.19)
Direct Taxes Refund/(Paid)(Net)	56.33	(29.60)
Dividend paid	0.00	0.00
Net Cash from/(used) in Operating Activities	1,081.67	(152.79)
Cash Flow from Investing Activities		
Purchase of Property, Plant and Equipment	(7.05)	(7.62)
Sale of Property, Plant and Equipment	1.02	0.18
Sale of investment	-	-
Interest income	6.50	0.77
Dividend Received	-	0.55
Waiver of Preference dividend	305.37	212.93
Net Cash from Investing Activities	305.84	206.81
Cash flow from Financing Activities		
Proceeds from Preference Issue	-	2,135.63
Loans availed/(repaid) (Net)	(741.55)	(1,525.16)
Finance Charges	(648.44)	(661.42)
Net Cash from/(used in) Financing Activities	(1,389.99)	(50.95)
Net increase/ (decrease) in Cash and Cash Equivalents	(2.48)	3.07
Opening balance of Cash and Cash Equivalents	5.65	2.58
Closing balance of Cash and Cash Equivalents	3.17	5.65

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For CNGSN & Associates LLP
Chartered Accountants
F.R.No.0049155

C.N. GANGADARAN
Partner
Membership No.011205

Chennai
18th May 2021

M.A.M. ARUNACHALAM
Director

N. VELAPPAN
Manager

On Behalf of the Board

M.M.VENKATACHALAM
Chairman

R.SELVAKUMAR
Chief Financial Officer

STATEMENT SHOWING THE APPLICABLE KEY ACCOUNTING STANDARDS UNDER IND AS WITH RELATED ACCOUNTING POLICY AND NOTES REFERENCES FOR THE FINANCIAL STATEMENTS

IND AS NO	Description	Accounting Policy No	Note No
2	Inventories	3.8	9
7	Statement of Cash flows	3.16	11
10	Event after the reporting period		42
12	Income tax	3.13	7
16	Property , Plant and equipment	3.3	4a
18	Revenue	3.9	23, 34
19	Employee Benefits	3.12	39
24	Related Party Disclosures		38
33	Earnings per share	3.15	35
37	Provisions, contingent liabilities and assets	3.14	6, 18, 21, 30
38	Intangible assets	3.6	4c
107	Financial Instruments - Disclosures	3.17	40
108	Operating Segments	3.18	36
113	Fair Value measurements	3.1	40
115	Revenue from Contracts	3.9	23,34
116	Leases	3.4	4b

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**1. CORPORATE INFORMATION**

Coromandel Engineering Company Limited (CEC) was incorporated as a Public Limited Company in the year 1947 and the Equity Shares of the Company are listed in BSE Ltd. CEC is in the business of Construction and Property Development.

2. APPLICATION OF NEW AND REVISED IND AS

The financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules 2015.

3. SIGNIFICANT ACCOUNTING POLICIES**3.1. Basis of preparation and presentation of Financial Statements**

The financial statements have been prepared and presented in accordance with the Indian Accounting Standards (Ind AS) as prescribed by the Companies (Indian Accounting Standards) Rules, 2015 and Schedule III of the Companies Act, 2013 ("the Act"). The financial statements are presented in Indian Rupees (INR), which is also the functional currency.

The financial statements have been prepared under the historical cost convention, except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date, regardless of whether that price is directly observable

or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use as in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- a. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- b. Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly;
- c. Level 3 inputs are unobservable inputs for the asset or liability;

3.2. Use of estimates and judgements

The preparation of the financial statements requires the management to make estimates, assumptions and judgements that affect the reported amount of assets and liabilities, income and expenses. Actual amounts could differ from these estimates.

Estimates and underlying assumptions are reviewed on an on going basis.

Revisions to accounting estimates are recognized prospectively.

Judgements are made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements.

3.3. Property, Plant and Equipment

Property, Plant and Equipment are valued at historical cost less accumulated depreciation. Cost includes related taxes, duties, freight, insurance etc. attributable to acquisition and installation of assets and borrowing costs incurred up to the date of commencing operations. Impairment loss is recognised, where applicable; when the carrying value of fixed assets exceeds its market value or the value in use, whichever is higher.

3.4. Leases: Right-of-use asset and Lease liabilities

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the company. Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the fixed payments (including in-substance fixed payments), less any lease incentives receivable.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease tenure.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received

- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Payments associated with short-term leases of property, plant and office equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

3.5. Depreciation

Depreciation on tangible assets is provided as per revised useful life contained in Schedule II of the Companies Act, 2013.

3.6. Intangible Assets and amortization

Intangible assets (computer software) acquired separately are carried at cost less accumulated amortization. Amortization is recognized on a straight-line basis over their estimated useful life as determined under Schedule II of the Companies Act, 2013.

3.7. Investments in equity instruments at FVTOCI

On initial recognition, the Company had made an irrevocable election on instrument by instrument basis, pertaining to investment in equity instruments, to present the subsequent changes in fair value in other comprehensive income .

Dividend on these investments is recognized when the Company's right to receive the dividend is established and recognized in profit and loss in "other income" head.

3.8. Inventories

Materials at site are valued at cost on Weighted Average Method. Work-in-Progress in respect of contracts till attaining a reasonable progress level and in property development, till significant risks and rewards of ownership are

transferred, is valued at cost plus proportionate overheads. Unsold land is valued at cost .

3.9. Revenue Recognition

Revenue is recognized to the extent that is probable that the economic benefits will flow to the Company and the revenue can be measured, irrespective of when the payment is being made. Revenue is measured at the fair value of the billing whether received or to be received, net of taxes collected on behalf of the Government.

- i) Revenue in respect of Construction Contracts, is recognised on percentage of completion method.
- ii) In case of Property development, Percentage of completion is arrived at as the proportion of costs incurred (including directly attributable borrowing costs) up to the Balance Sheet date to the estimated total project costs.
- iii) In case of indivisible works contracts, revenues are recognized on percentage completion method, synchronised to the billing schedules agreed by the customers.
- iv) Revenue in respect of billed and unbilled contracts/property development in progress includes recognised profits based on percentage of completion and retention on bills. Provision for expected losses is made irrespective of percentage of completion.
- v) Revenue from Property Development activity is recognised when significant risks and rewards of ownership in the land and/ or building are transferred to the customers.
- vi) Bill raised for value of work done in respect of completed and ongoing contracts including retention on bill is disclosed as proceeds on contracts.

vii) Sale of goods is recognized when the goods are delivered and titles have passed.

viii) Sales are recorded net of trade discounts/ rebates exclusive of taxes collected on behalf of Government.

3.10. Other Income

- i) Dividend Income from investments is recognized when the right to receive payment has been established.
- ii) Interest Income from a financial asset is recognized and accrued on time proportion basis.
- iii) Insurance claims are accounted on the basis of claims admitted and to the extent amount recoverable can be measured reliably.

3.11 Borrowing Costs

Borrowing costs that are attributable to the acquisition or construction of assets that necessarily takes substantial period of time to get ready for intended use are treated as part of the cost of such assets. Borrowing costs attributable to unsold properties that are under development are inventorised and charged to revenue as and when they are sold. All other borrowing costs are recognized in profit and loss in the period they are incurred.

3.12. Employee Benefits

a. Short Term

Short term employee benefits, including accumulated compensated absences, are recognized as an expense as per the Company's scheme, based on expected obligations on undiscounted basis.

b. Long term

i. Leave encashment

This is recognized at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by the employees upto the reporting date.

ii. Provident Fund

Contributions are made to the Company's Employees Provident Fund Trust in accordance with the fund rules. The interest rate payable by the trust to the beneficiaries every year is notified by the Government. The company has an obligation to make good the shortfall, if any, between the return from the investments of the trust and the notified interest rate.

iii. Superannuation

This is defined contribution plan. Fixed contributions to the Superannuation Fund administered by trustees and managed by Life Insurance Corporation of India are charged to the Statement of Profit and Loss. The Company has no further obligations for future superannuation benefits other than its annual contributions and recognizes such contributions as an expense in the year incurred.

iv. Gratuity

The Company makes annual contribution to a Gratuity Fund administered by trustees and managed by Life Insurance Corporation of India (LIC). Liability for future gratuity benefits is accounted based on actuarial valuation, as at the Balance Sheet date, determined by independent Actuary.

Remeasurement, comprising actuarial gains and losses, the effect of the changes to asset ceiling (if any) and the return on plan assets (excluding net interest), is recognized in Other Comprehensive income in the period in which they occur and this is not reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of plan amendment.

3.13. Taxation

Provision for current tax is made based on the liability computed in accordance with the relevant tax rates and tax laws. Current income tax assets and liabilities are measured at the amount expected to be received or payable to taxation authorities.

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible tax differences to the extent that it is probable that taxable profit will be available against which those deductible temporary differences can be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

3.14. Provisions & Contingent Liabilities/ Assets:

Provisions are recognized for known liabilities that can be measured where the Company has a present obligation as a result of past event. It is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of obligation.

Contingent Liabilities are disclosed for possible obligation which will be confirmed only by future events not wholly within the control of the Company or present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the

obligation cannot be made. Contingent assets are not recognized in the financial statements.

3.15. Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expenses or income related to the dilutive potential equity shares by the weighted average number of equity shares considered for basic earnings per share and the weighted average number of equity shares including those which could have been issued on the conversion of all dilutive potential equity shares.

3.16. Cash flow statement

Cash flows are reported using the indirect method, whereby the profit/ (loss) and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The Cash flows from operating, investing and financing activities of the Company are segregated based on available information.

For this purpose, cash comprises of cash on hand and demand deposits with banks. Cash equivalents are short term balances with original maturity of

three months or less from the date of acquisition, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

3.17. Financial instruments

Financial assets and liabilities are recognized where the Company becomes a party to the contractual provisions of the instruments. They are initially measured at fair value.

All regular purchases or sale of financial assets are recognized or derecognized on a trade date basis. All recognized financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Debt and equity instruments issued by a Company are classified as either financial liabilities or equity in accordance with the substance of the contractual arrangements and the definition of financial liabilities and equity instrument.

3.18 Operating cycle

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realization into cash/cash equivalents, the operating cycle has been determined as 12 months for the purpose of classification of its assets and liabilities.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2021**NOTE 4 a PROPERTY, PLANT AND EQUIPMENT**

(₹ in lakhs)

Carrying amounts of:	As at		
	31.03.2021	31.3.2020	01.04.2019
Office Buildings	0.00	0.00	0.00
Plant and equipment	721.54	1,007.37	1,332.67
Furniture and fittings	0.67	0.26	0.35
Vehicles	0.11	4.21	7.55
Office Equipment	2.66	1.14	2.53
Computers	1.27	1.43	0.12
Total	726.25	1,014.41	1,343.22

	Office Buildings	Plant and equipment	Furniture and Fittings	Vehicles	Office Equipment	Computers	Total
Cost or deemed cost							
Balance at April 1, 2019	23.11	3,837.94	1.28	16.19	28.47	42.62	3,949.61
Additions	-	4.04	-	-	1.59	1.99	7.62
Disposals	-	-	-	-	1.81	-	1.81
Balance at March 31, 2020	23.11	3,841.98	1.28	16.19	28.25	44.61	3,955.42
Additions	-	5.18	0.55	-	0.74	0.58	7.05
Disposals	-	-	-	9.99	0.29	-	10.28
Balance at March 31, 2021	23.11	3,847.16	1.83	6.20	28.70	45.19	3,952.19

	Office Buildings	Plant and equipment	Furniture and Fittings	Vehicles	Office Equipment	Computers	Total
Accumulated depreciation and impairment							
Balance at April 1, 2019	23.11	2,505.27	0.93	8.64	25.94	42.50	2,606.39
Depreciation expense	-	329.34	0.09	3.34	1.17	0.68	334.62
Eliminated on disposals	-	-	-	-	-	-	-
Balance at March 31, 2020	23.11	2,834.61	1.02	11.98	27.11	43.18	2,941.01
Depreciation expense	-	291.01	0.14	1.44	0.93	0.74	294.26
Eliminated on disposals	-	-	-	7.33	2.00	-	9.33
Balance at March 31, 2021	23.11	3,125.62	1.16	6.09	26.04	43.92	3,225.94

	Office Buildings	Plant and equipment	Furniture and Fittings	Vehicles	Office Equipment	Computers	Total
Carrying amount							
Balance at April 1, 2019	-	1,332.67	0.35	7.55	2.53	0.12	1,343.22
Additions	-	4.04	-	-	1.59	1.99	7.62
Disposals	-	-	-	-	1.81	-	1.81
Depreciation expense	-	329.34	0.09	3.34	1.17	0.68	334.62
Balance at March 31, 2020	-	1,007.37	0.26	4.21	1.14	1.43	1,014.41
Additions	-	5.18	0.55	-	0.74	0.58	7.05
Disposals	-	-	-	2.66	(1.71)	-	0.95
Depreciation expense	-	291.01	0.14	1.44	0.93	0.74	294.26
Balance at March 31, 2021	-	721.54	0.67	0.11	2.66	1.27	726.25

Assets pledged as security

Property, Plant and Equipment have been pledged as security for loan from Bank.

Capitalised borrowing cost :No Borrowing cost has been capitalised on property, plant and equipment for the year ended 31st March 2020 & 31st March 2021.

NOTE 4 B RIGHT OF USE ASSETS

The company has adopted Ind AS 116 retrospectively from April 1, 2019, however the Company does not have any lease or right of use asset for a tenure exceeding 12 months and hence there is no impact on account of adoption of AS 116.

NOTE 4 C INTANGIBLE ASSETS

(₹ in lakhs)

Carrying amounts of :	As at		
	31.03.2021	31.3.2020	01.04.2019
Software & Licensing	-	-	-

Significant intangible assets

The Company does not hold any intangible assets that materially affect the business operations of the company.

NOTE 5**NON CURRENT INVESTMENTS**

Particulars	Face Value	Quantity as at		Value as at	
		31.03.2021	31.03.2020	31.03.2021	31.03.2020
(A) Instruments at Fair Value Through Other Comprehensive Income (FVTOCI)	Rs.			Rs. Lakhs	Rs. Lakhs
Shares in companies - Non Trade					
Quoted (fully paid up)					
Sri Vajra Granites Ltd	10	100	100	0.00	0.00
Un Quoted (fully paid up)					
New India Co-operative Bank Ltd	10	50000	50000	15.37	15.37
Total				15.37	15.37

Particulars	As at	As at
	31.03.2021	31.03.2020
(a) Aggregate market value of quoted investments	0.00	0.00
Aggregate carrying value of unquoted investments	15.37	15.37
(b) Financial assets designated at FVTOCI	15.37	15.37
Mandatorily measured at FVTPL	0.00	0.00

NOTE 6**TRADE RECEIVABLES**

		As at	
		31.03.2021	31.03.2020
		Rs. Lakhs	Rs. Lakhs
a) Unsecured, considered good		110.23	
b) Doubtful		79.11	79.11
Less: Provision for doubtful receivables		79.11	79.11
		110.23	-

- Trade receivables are generally due between 30 days to 60 days based on submission and certification of invoices.
- Credit risk is managed at client and contract level. At the time of entering into contracts, the credit period is mutually agreed and varies from contract to contract.
- The Company has evaluated on contract to contract basis for computing credit loss allowance, if any, for the receivables.
- Some trade receivables may be past due over 365 days without being impaired considering the certainty of realisation

NOTE 7

(₹ in lakhs)

DEFERRED TAX ASSET/(LIABILITY) NET

		As at	
		31.03.2021	31.03.2020
		Rs. Lakhs	Rs. Lakhs
a)	Timing Difference		
	- Depreciation	29.04	(5.54)
	- Expenses allowed on payment basis	12.64	14.00
	- Provision for doubtful receivables and advances	22.01	22.01
b)	Unabsorbed Business losses	1,341.78	1,431.69
		1,405.47	1,462.16

Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of: (a) deductible temporary differences; b) the carry forward of unused tax losses; and (c) the carry forward of unused tax credits.

Particulars	Balance as at	Recognised in		Balance as at
	01.04.2020	Profit & loss	Other comprehensive Income	31.03.2021
Breakup for deferred tax assets (net):				
Accelerated depreciation for tax purposes	(5.54)	34.58	0	29.04
Expenses allowed on payment basis	14.00	(1.36)	0	12.64
Allowances for doubtful receivables and advances	22.01	-	0	22.01
Carry forward of unused tax losses (Net)	1,431.69	(89.91)	0	1,341.78
	1,462.16	(56.69)	-	1,405.47

Particulars	Balance as at	Recognised in		Balance as at
	01.04.2019	Profit & loss	Other comprehensive Income	31.03.2020
Breakup for deferred tax assets (net):				
Accelerated depreciation for tax purposes	(49.09)	43.55	0	(5.54)
Expenses allowed on payment basis	11.73	2.27	0	14.00
Allowances for doubtful receivables and advances	22.01	-	0	22.01
Carry forward of unused tax losses (Net)	1,349.10	82.59	0	1,431.69
	1,333.75	128.41	-	1,462.16

The Company elected to exercise the option under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. The full impact on account of remeasurement of Deferred Tax Assets and Liabilities due to revised rates, have been recognised in the statement of Profit and Loss for the year ended 31st March 2020.

NOTE 8

(₹ in lakhs)

OTHER NON CURRENT ASSETS

	As at	
	31.03.2021	31.03.2020
Advance for properties	365.00	365.00
Less : Provision for doubtful advances	-	-
	365.00	365.00

NOTE 9**INVENTORIES**

	As at	
	31.03.2021	31.03.2020
a) Raw Materials at cost	460.26	483.41
b) Work-in-Progress at cost	903.75	903.75
c) Finished Apartments at cost	817.61	1,885.87
	2,181.62	3,273.03

a. The method of valuation of inventories has been stated in Note No. 3.8

b. The above inventories are expected to be recovered in the normal operating cycle of the Company

NOTE 10**TRADE RECEIVABLES (UNSECURED)**

	As at	
	31.03.2021	31.03.2020
Unsecured - Considered good		
Outstanding for a period exceeding six months from the due date of payment		
(a) Unsecured, considered good	192.47	109.76
Doubtful	-	-
Less: Provision for doubtful debts	-	-
	192.47	109.76
(b) Unsecured, considered good		
Other Receivables	1,857.26	1,480.04
Doubtful	-	-
Less: Provision for doubtful debts	-	-
	1,857.26	1,480.04
Total (a + b)	2,049.73	1,589.80

a) Trade receivables are generally due between 30 days to 60 days based on submission and certification of invoices.

b) Credit risk is managed at client and contract level. At the time of entering into contracts, the credit period is mutually agreed and varies from contract to contract.

c) The Company has evaluated on contract to contract basis for computing credit loss allowance, if any, for the receivables.

NOTE 11**CASH AND CASH EQUIVALENTS AND BANK BALANCES**

(₹ in lakhs)

		As at	
		31.03.2021	31.03.2020
a)	Cash on hand	1.40	2.47
b)	Current Account balance with Banks	1.77	3.18
	Total	3.17	5.65
	Restricted balances		
c)	Margin Money - For Bank Guarantees	0.39	0.39
TOTAL		3.56	6.04

During the year, the Company has not entered into any non-cash transactions on investing and financing activities.

NOTE 12**OTHER FINANCIAL ASSETS**

		As at	
		31.03.2021	31.03.2020
a)	Deposits	138.52	133.16
		138.52	133.16

NOTE 13**OTHER CURRENT ASSETS**

		As at	
		31.03.2021	31.03.2020
	Loans and Advances to suppliers and subcontractors	400.51	257.17
	Unbilled Contract in progress	931.38	827.33
	Advance Tax & TDS receivable	30.18	86.51
	Balance with Statutory Authorities	410.41	495.07
	Others	31.33	105.39
		1,803.81	1,771.47

NOTE 14**EQUITY SHARE CAPITAL**

		As at	
		31.03.2021	31.03.2020
Authorised			
	Equity Shares		
	4,00,00,000 (01 April 2020 & 31 March 2021 : 4,00,00,000) equity shares of Rs.10 each	4,000.00	4,000.00
		4,000.00	4,000.00
Issued			
	Equity Shares		
	3,32,77,278 (01 April 2020 & 31 March 2021 : 3,32,77,278) Equity shares of Rs. 10 each #	3,327.73	3,327.73
		3,327.73	3,327.73
Subscribed and Paid Up			
	Equity Shares		
	3,32,33,598 (01 April 2020 & 31 March 2021 : 3,32,33,598) Equity shares of Rs. 10 each	3,323.36	3,323.36
		3,323.36	3,323.36

- Issued Equity Share Capital includes 43680 Equity Shares of Rs. 10/- each issued on Rights basis, kept in abeyance due to a pending legal issue

(₹ in lakhs)

a. Reconciliation of the number of shares outstanding at the beginning and end of the reporting period;		
Equity Shares	31.03.2021	31.03.2020
At the beginning of the period	3,32,77,278	3,32,77,278
Outstanding at the end of the period	3,32,77,278	3,32,77,278
b. Terms/rights attached to equity shares :		
The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend, if proposed by the Board of Directors, is subject to approval of the shareholders in the ensuing annual general meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts.		

NOTES FORMING PART OF FINANCIAL STATEMENTS

c. Shares in the company held by each shareholder holding more than 5 percent shares							
S No	Name of the Shareholder	As at 31.03.2021		As at 31.03.2020		As at 31.03.2019	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Carborundum Universal Limited	3042900	9.16	3042900	9.16	3042900	9.16
2	Cholamandalam Home Finance Ltd	2500100	7.52	2500100	7.52	2500100	7.52
3	Dare Investments Limited	2500100	7.52	2500100	7.52	2500100	7.52
4	Parry Agro Industries Limited	2500100	7.52	2500100	7.52	2500100	7.52
5	Parry Infrastructure Company Private Limited	2500100	7.52	2500100	7.52	2500100	7.52
6	Ambadi Investments Limited	3492579	10.51	3492579	10.51	3492579	10.51

NOTE 14 A**OTHER EQUITY EXCLUDING NON-CONTROLLING INTEREST**

		As at	
		31.03.2021	31.03.2020
a)	Capital Reserve	7.24	7.24
b)	General Reserve		
	As Per last Balance Sheet	629.43	629.43
	Add : Transfer from Statement of Profit and Loss	-	-
	Add : Transfer from Investment allowance reserve	-	-
		629.43	629.43
c)	Securities Premium Account	2,440.80	2,440.80
d)	Retained earnings :		
	Balance as per last financial statement	(6,407.75)	(5,936.72)
	Add : Net profit/(Loss) after tax for the year	(793.10)	(471.03)
	Appropriations :		
	Less : Transfer to General Reserve	-	-
	Balance available for Appropriation	(7,200.85)	(6,407.75)
e)	Items of Other Comprehensive Income :		
	Reserve for equity instruments	13.97	13.97
	Total (a+b+c+d+e)	(4,109.41)	(3,316.31)

Capital Reserve includes the amounts received as Capital subsidy from Government of Tamil Nadu and those arising out of amalgamation in earlier years

General Reserve is a free reserve, retained from Company's profits and can be utilised upon fulfilling certain conditions in accordance with the Companies Act.

Securities Premium account represents the premium received towards allotment of 16,47390 Rights issue shares in 2008-09 and 2,99,38,818 Rights issue shares in 2013-14 , net of utilisation for permitted purposes under Companies Act.

Balance will be utilised in accordance of provisions of Section 52 and Section 68 of the Companies Act.

Balance in Retained earnings , when positive, can be distributed by the Company as dividends to its equity shareholders, in compliance of the Companies Act and depending on the financial position and dividend policy of the Company.

Reserve for equity instruments represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through Other Comprehensive income.

NOTE 15

(₹ in lakhs)

PREFERENCE CAPITAL

	As at	
	31.03.2021	31.03.2020
Authorised		
32,00,000(01 April 2020 : 32,00,000) preference shares of Rs.100 each	3,200.00	3,200.00
Issued		
28,35,630 (01 April 2020 :28,35,630) Preference Shares of Rs. 100 each issued on Preferential basis	2,835.63	2,835.63
Subscribed and Paid Up		
28,35,630 (01 April 2020 :28,35,630) Preference Shares of Rs. 100 each issued on Preferential basis	2,835.63	2,835.63

a. Reconciliation of the number of shares outstanding at the beginning and end of the reporting period;

At the beginning of the period	2,835,630	700,000
Issued during the period	-	2,135,630
Redeemed during the period	-	-
Outstanding at the end of the period	2,835,630	2,835,630

b. Terms/rights attached to preference shares :

The preference shares, carrying a coupon rate of 7% p a, are cumulative in nature and by virtue of agreement with Preference Shareholders, the date of redemption is extended upto 22nd August 2022 for Rs 700 Lacs . During the Year 2019-20, additional cumulative non convertible preference shares were issued to the tune of Rs 1200 Lacs on 3rd Sep 19 and Rs 935.63 Lacs on 24th Oct 19, carrying a coupon rate of 7% p a, redeemable after 5 years. Dividend is waived upto 31st March 2021 for all 28,35,630 shares. Dividend not paid for an year will be paid in arrears, in subsequent year, subject to availability of Profits and other statutory requirements.

NOTE 16

LONG TERM BORROWINGS

	As at	
	31.03.2021	31.03.2020
Secured		
Term Loan from Non Banking Financial Institution (Secured by charge on the PPE Assets of the Company)	800.00	1,699.96
Unsecured		
Term Loan from Non Banking Financial Institution Under ECLGS (Emergency Credit Line Guarantee Scheme -COVID 19 package)	408.35	
	1,208.35	1,699.96

NOTE 17**OTHER FINANCIAL LIABILITIES**

(₹ in lakhs)

	As at	
	31.03.2021	31.03.2020
Liability towards fixed dividend on Preference Shares	-	106.88
	-	106.88

During the year, the dividend on Preference Shares due at 7% from 23rd Aug 2019 to 31st March 2021 had been waived by Preference Shareholders.

NOTE 18**LONG TERM PROVISIONS**

	As at	
	31.03.2021	31.03.2020
a) Provision for Employee benefits	36.82	41.30
b) Provision for taxation	-	-
	36.82	41.30

The movement in provision for employee benefits reflects the net additional provision made/settlements during the respective periods

NOTE 19**SHORT TERM BORROWINGS**

	As at	
	31.03.2021	31.03.2020
Secured		
a) Cash Credit from Banks	1,085.03	934.97
b) Working Capital Loan (Secured by charge on the PPE Assets of the Company)	-	600.00
c) Short term loan from Non Banking Financial Company (Secured against charge on the present and future current assets of Property Development Business)	800.00	600.00
	1,885.03	2,134.97

NOTE 20**TRADE PAYABLES**

	As at	
	31.03.2021	31.03.2020
a) For Goods and Services Dues of Micro Enterprises and Small Enterprises (Note 31)	22.03	11.50
b) Dues of Others	1,502.85	772.85
	1,524.88	784.35

NOTE 21
OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

		As at	
		31.03.2021	31.03.2020
	Secured		
a)	Current maturities of long term borrowings	-	-
	Unsecured		
b)	Outstanding Liabilities	1,480.98	1,478.14
c)	Interest Payable	12.88	17.90
d)	Provision for Employee Benefits	5.22	6.86
e)	Other payables	65.54	67.86
		1,564.62	1,570.76

NOTE 22
OTHER CURRENT LIABILITIES

		As at	
		31.03.2021	31.03.2020
a)	Advance from customers-PDD	168.61	74.45
b)	Advance from Customers	340.31	369.56
c)	Statutory Liabilities	21.36	5.53
		530.28	449.54

NOTE 23
REVENUE FROM OPERATIONS

		For the year ended	
		31.03.2021	31.03.2020
a)	Sale of Services Proceeds on contract	9,882.41	4,806.10
b)	Proceeds on Property development Other Operating revenues	964.99	958.57
c)	Scrap and Sundry Sales	3.43	2.60
		10,850.83	5,767.27

NOTE 24
OTHER INCOME

		For the year ended	
		31.03.2021	31.03.2020
a)	Interest Income	0.66	0.77
b)	Interest on Income Tax Refund	5.84	-
c)	Dividend Income	-	0.55
d)	Profit on Sale of Fixed Assets	0.07	-
e)	Insurance Claim	0.40	-
f)	Miscellaneous receipts	1.70	13.64
g)	Other Income - Reversal of expenses & provision	-	311.65
		8.67	326.61

NOTE 25**MATERIALS CONSUMED**

(₹ in lakhs)

		For the year ended	
		31.03.2021	31.03.2020
a)	Opening stock of Raw Materials	483.41	267.30
b)	Add: Purchases	3,457.79	1,561.49
		3,941.20	1,828.79
c)	Less: Closing stock of Raw Materials	460.26	483.41
		3,480.94	1,345.38

NOTE 26**CHANGES IN INVENTORIES**

		For the year ended	
		31.03.2021	31.03.2020
a)	Opening stock of		
	Work-in-progress	903.75	903.75
	Finished goods	1,885.87	2,897.04
b)	Purchase		
c)	Closing stock of		
	Work-in-progress	903.75	903.75
	Finished goods	817.61	1,885.87
	(Increase)/ Decrease	1,068.26	1,011.17

NOTE 27**EMPLOYEE BENEFIT EXPENSES**

		For the year ended	
		31.03.2021	31.03.2020
a)	Salaries, wages and bonus	605.37	509.23
b)	Contribution to provident and other funds	63.56	56.19
c)	Staff welfare expenses	24.61	32.18
		693.54	597.60

NOTE 28**FINANCE COST**

		For the year ended	
		31.03.2021	31.03.2020
a)	Interest expenses	423.90	522.92
b)	Fixed dividend on Preference Shares	198.49	123.41
c)	Processing fees and others	26.05	15.09
		648.44	661.42

NOTE 29
OTHER EXPENSES

(₹ in lakhs)

		For the year ended	
		31.03.2021	31.03.2020
a)	Transport & freight	45.25	48.90
b)	Power & fuel	12.81	9.25
c)	Rent	74.29	60.19
d)	Rates and taxes	8.21	20.00
e)	Repairs and maintenance		
	- Plant and Machinery	8.38	9.67
	- Others	14.17	14.25
f)	Plant hire charges	103.11	86.71
g)	Insurance	47.92	39.44
h)	Professional and consultancy charges	44.90	49.05
i)	Travelling expenses	50.85	46.01
j)	Communication and Postage expenses	17.31	21.28
k)	Security & Watchward	36.70	21.06
l)	Advertisement, Exhibition and Sales Promotion expenses	1.87	2.11
m)	Printing and Stationery	6.12	5.91
n)	Loss on sale of Fixed Assets (Net)	-	1.63
o)	Bank Charges	0.40	2.59
p)	Payment to Auditors (see Note 32)	7.00	7.28
q)	Directors Sitting Fees	4.70	5.70
r)	Miscellaneous expenses	0.46	1.16
		484.45	452.19

NOTE 30
CONTINGENT LIABILITY

	As at	
	March 31, 2021	March 31, 2020
1.1 Estimated amount of contracts remaining to be executed on capital account not provided for	Nil	Nil
1.2 a) Guarantees issued by the Company's bankers for which the Company has given counter guarantees. (Net of guarantees for which liability exists in the books of account)	867.04	785.54
1.2 b) Letter of credits issued by the Company's bankers for which the Company has given counter guarantees	Nil	Nil
1.3 Estimated liability on account of certain taxes and duties not provided for		
i) Sales tax /VAT		
Andhra Pradesh VAT for 2006-07 & 2007-08 (against which Rs 32.01 L deposited with the Commercial Tax Officer, Hyderabad)	43.32	43.32

(₹ in lakhs)

	As at	
	March 31, 2021	March 31, 2020
Tamil Nadu-Entry tax for 2012-13 (Entire amount of Rs 2.99 Lacs deposited with the Commercial Tax Officer, Ranipet)	2.99	2.99
Kerala VAT for 2011-12 - tax on disputed turnover and interest thereon (Rs 0.66 Lacs paid, appeal filed)	5.60	5.60
Telangana Order passed by DC, VAT 2010-11 to 2012-13 (Appeal filed before SAT, Hyderabad). deposited Rs. 34.28 L , Stay obtained from HC for additional collection)	86.50	86.50
Suit filed by the Vendor against the company in the Court of Additional District Judge (West Dist), Tis Hazari Court, Delhi (Civil Suit No. 07/2017)	16.67	-
NOTE 31 (i) Sundry Creditors include: Principal amount dues to Micro, Small and Medium enterprises in respect of suppliers from whom intimation received on their status under MSME Dev Act, 2006 (Refer Note 20). This is based on information collected by management and relied upon by Auditors	22.03	11.50
NOTE 32 Auditor's Remuneration (included in Note 29)		
Statutory audit fees	4.25	4.25
Tax audit fees	1.40	1.40
Other services	1.35	1.33
Out of pocket expenses	-	0.30
	7.00	7.28
NOTE 33 Turnover		
Contract revenue	10,847.40	5,764.67
Scrap & sundry sales	3.43	2.60
NOTE 34 Disclosure relating to Contracts		
Contract revenue recognised	9,681.25	2,141.41
Contract costs incurred	9,199.48	1,993.07
Advances received	340.31	369.56
Retention	510.73	439.19
Dues from customers	1,474.64	991.62

(₹ in lakhs)

	As at	
	March 31, 2021	March 31, 2020
NOTE 35		
Basic/Diluted Earnings Per Share		
- Profit/(loss) attributable to the Equity Shareholders	(798.41)	(465.61)
- No. of Adjusted Equity Shares Outstanding during the year	33,233,598	33,233,598
- Nominal value of Equity Share (Rs.)	10	10
- Basic Earnings Per Share (Rs.)	(2.40)	(1.40)
- Diluted Earnings Per share (Rs.)	(2.40)	(1.40)
NOTE 36		
As the Company's business activity falls within a single significant business segment, viz. "Construction", no separate segment reporting as per Accounting Standard 108 is disclosed		
NOTE 37		
Expenditure in Foreign currency	-	-
NOTE 38		
Related Party		
M/s Parry Enterprises India Ltd		
Key Management Personnel		
Mr. N. Velappan, Associate Vice President		
Mr. M. Narayanan, CFO (Previous year)		
Mr. K. Thiyagarajan, CFO (Part of Current year)		
Mr. R. Selvakumar, CFO (Part of Current year from 01/02/2021)		
Mrs C. Parvathi Nagaraj, Company Secretary		
Transactions with Related parties		
Payment for services to M/s Parry Enterprises India Ltd	3.52	6.65
Remuneration to Key Management Personnel		
Mr. N. Velappan, Associate Vice President	31.90	36.08
Mr. M. Narayanan, CFO (Part of Previous year)	-	20.44
Mr. K. Thiyagarajan, CFO (Part of Current year)	10.15	-
Mr. R. Selvakumar, CFO (Part of Current year from 01/02/2021)	2.59	-
Mrs. C. Parvathi Nagaraj, Company Secretary	2.40	1.96

NOTE 39**Employee Benefits**

(₹ in lakhs)

a) Defined Contribution plans :

The Company operates defined contribution retirement benefit plans for all qualifying employees. The assets of the plans are held separately from those of the Company under the control of trustees. When any employee leaves the plans before full vesting of contributions, the contributions payable by the Company are reduced by the amount of contributions forfeited by said employee.

Contribution to Provident fund and Other funds under defined contribution plans are as follows :

	2020-21	2019-20
Amount recognised in Profit and Loss for the year	54.69	50.27

b) Defined benefit plans :

The Company offers funded defined benefit plans for employees. Under the plans, the employees are entitled to post-retirement benefits amounting to 57.69% of last drawn monthly salary for each year of completed service until retirement age or resignation, subject to having specified years of service with the Company. The defined benefit plans are administered by separate funds, independent of the Company.

The above plans expose the Company to actuarial risks such as Investment, Interest rate, salary and longevity risk. These risks typically arise out of movement in market yields, interest rate movements, rate of increase in salary of participants and their tenure with the Company. Some of the risks are partially offset by counter gains of the fund.

No other Post-retirement benefits are provided to the employees.

The actuarial valuation of the plan assets and present value of defined benefit obligation were carried out as at 31st March, 2021 by a certified actuary of the Institute of Actuaries of India. The present value of defined benefit obligation and the related current service cost and past service cost, were measured using the projected unit credit method.

Details of Actuarial Valuation of Gratuity

	2020-21	2019-20
i) Changes in Present Value of Benefit Obligation- Gratuity		
1 Present Value of Benefit Obligation at the beginning of the Period	67.01	58.30
2 Current Service Cost	5.88	4.42
3 Interest Cost	3.55	4.25
4 Benefits Paid	(27.00)	(2.54)
5 Actuarial (Gain)/Loss	(2.60)	2.58
6 Present value of Benefits Obligation at the end of the period	46.85	67.01
ii) Changes in Fair Value of Plan Assets		
1 Fair Value of Plan Assets at the beginning of the Period	45.03	46.90
2 Expected return on Plan Assets	2.14	3.41
3 Contributions	1.32	0.11
4 Benefits Paid	(27.00)	(2.54)
5 Actuarial gain/(Loss) on Plan assets	2.71	(2.85)
6 Fair Value of Plan Assets at the end of the period	24.20	45.03
iii) Amount recognised in the Balance Sheet		
1 Projected Benefit Obligation at the end of the period	46.85	67.01
2 Fair Value of Plan Assets at the end of the period	24.20	45.03
3 Funded Status of the Plan-Liability/(Asset)	22.65	21.98

(₹ in lakhs)

iv)	Amount recognised in the Statement of Profit & Loss/Other Comprehensive Income		
1	Current Service Cost	5.88	4.42
2	Interest Cost	3.55	4.25
3	Expected return on Plan Assets	(2.14)	(3.41)
4	Net Actuarial (Gain)/Loss recognised in Other Comprehensive Income	(5.31)	5.42
5	Net Cost of defined benefit plan for the year	1.98	10.68
	Of the above, break up for Net Actuarial (Gain)/Loss are as follows:		
	Experience adjustments on plan liabilities-(loss)/gain	2.27	(6.97)
	Impact of change in assumptions on plan liabilities - (loss)/gain	0.32	4.39
	Experience adjustments on plan assets-(loss)/gain	2.71	(2.83)
v)	Principal Actuarial Assumptions		
1	Discount Rate	6.75%	6.64%
2	Estimated Rate of Return on Plan Assets	6.75%	6.64%
3	Expected rate of Salary increases	5%	5%
4	Attrition Rate	5%	5%
5	Mortality Table used-Indian Assured Lives Mortality (2006-08) Ultimate		

11.3 Note on Provident Fund : With respect to the Provident Fund administered by the Trust, the Company shall make good deficiency, if any, between interest to be credited to members as per interest rate notified by Government and the return on investments on the Trust funds for the year. Having regard to assets of the fund and return on investments, the Company does not expect any deficiency in the foreseeable future.

NOTE 40

FINANCIAL INSTRUMENTS

a) Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company's approach on capital management are

- Protecting the ability to continue as a going concern, so that return to shareholders and benefits to other stakeholders can be continuously provided
- Maintain capital structure in such a manner to minimise the weighted average cost of capital

Debt to Equity Ratio

Particulars	31.03.2021	31.03.2020
Debt (including Preference Capital)	5,929.01	6,670.57
Equity	(786.05)	7.05
Debt to Equity ratio	(7.54)	946.06

Covenants relating to various loans have been adhered to as on March 31, 2021.

b) Categories of financial instruments

(₹ in lakhs)

Particulars		31.03.2021	31.03.2020
i)	Financial assets		
	Measured at fair value through Profit or Loss (FVTPL) - mandatorily measured	-	-
	Measured at Amortised cost		
	- cash and bank balances	3.56	6.04
	- Other financial assets	2,298.48	1,722.96
	Measured at fair value through Other Comprehensive Income (FVTOCI)		
	- Investments in equity instruments designated at initial recognition	15.37	15.37
ii)	Financial liabilities (including borrowings/preference capital and payables)	9,018.51	9,132.55

c) Financial risk management objectives

Based on the Company's activities, it is exposed to market risk, liquidity risk and credit risk. The following explains the manner in which the Company manages the risk.

- i) Market risk arising from interest rate movement on long term borrowings are monitored through trend and sensitivity analysis and managed through negotiations
- ii) Liquidity risk on account of borrowings and other liabilities are monitored through cash flow analysis and managed through having adequate sanctioned undrawn funded and non funded facilities. This addresses the financial liabilities portion.
- iii) Credit risk on account of trade receivables and financial assets measured at amortised cost are measured through ageing analysis, counter party risk analysis and financial analysis, managed through review of credit limits, follow up and secured mode of payment.

The risk management is governed by policies established with approval of Board of Directors. This is also reviewed by the Risk Management Committee of the Board and monitored by the senior management on periodic basis.

The Company does not have any risk associated with foreign currency transactions or price risk from current investments.

Fair Value measurements

The Company measures some of the financial assets and liabilities at fair value at the end of the reporting period. The following gives the information on how the fair valuation is done :

Financial assets and financial liabilities	Fair value as at		Fair value	Valuation
	31.03.2021	31.03.2020	Hierarchy	techniques
Investments in quoted/actively traded equity instruments at FVTOCI	0	0	Level 1	Market quoted bid price
Investments in other equity instruments at FVTOCI	15.37	15.37	Level 3	Valuation based on discounted cash flow

There were no changes in the fair value hierarchy levels in the above periods.

(₹ in lakhs)

Fair value of financial assets and financial liabilities that are not measured at fair value, but requiring fair value disclosures

Financial assets held at amortised cost :	Carrying value as at		Fair value Hierarchy	Fair value
	31.03.2021	31.03.2020		
Non-Current Financial Assets				
Receivables	110.23	-	Level 2	No change
Current Financial Assets				
Receivables	2,049.73	1,589.80	Level 2	No change
Deposits	138.52	133.16	Level 3	No change

Non current financial liabilities				
Borrowings	1,208.35	1,699.96	Level 2	No change
Preference Capital	2,835.63	2,835.63	Level 2	No change
Other financial liabilities	-	106.88	Level 2	No change

Current financial liabilities				
Borrowings	1,885.03	2,134.97	Level 2	No change
Trade payables	1,524.88	784.35	Level 2	No change
Other financial liabilities	1,564.62	1,570.76	Level 3	No change

NOTE 41

An assessment of the Impact of Covid-19 on the operations and carrying value of the assets of the Company was carried out by the management of the Company. The Company has fixed unit rate contracts and revenue is derived based on measurement of work done. Hence no revenue impact is estimated on the existing contracts. The RM inventories consists of items like cement held for use and there is no diminution in the value of the same. Similarly, there is no impairment in the carrying value of Receivables or Plant and Equipments held by the Company, as per the estimate of management. Given the uncertainty because of Covid-19, the final impact on the Company's assets in future might be different from the estimate as at the date of approval of these financial statements.

NOTE 42**EVENTS AFTER THE REPORTING PERIOD**

There is no significant event to be reported that happened between the closing date and the date of the meeting of Board of Directors.

NOTE 43**APPROVAL OF FINANCIAL STATEMENTS**

The Financial statements were reviewed and recommended by the Audit committee and has been approved by the Board of Directors in their respective meeting held on 18th May, 2021.

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For CNGSN & Associates LLP
Chartered Accountants
F.R.No.0049155

C.N. GANGADARAN
Partner
Membership No.011205

Chennai
18th May 2021

M.A.M. ARUNACHALAM
Director

N. VELAPPAN
Manager

On Behalf of the Board

M.M.VENKATACHALAM
Chairman

R.SELVAKUMAR
Chief Financial Officer

NOTICE OF THE SEVENTY THIRD ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventy Third Annual General Meeting (AGM) of the Members of COROMANDEL ENGINEERING COMPANY LIMITED will be held on Monday, the 9th day of August, 2021 at 10.00 am I.S.T by way of Video Conferencing (“VC”) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Directors’ Report and the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the Report of the Auditors thereon.
2. To appoint a Director in the place of Mr. M M Venkatachalam, (DIN: 00152619), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and if deemed fit, to pass, the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to Section 148 (3) and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs.75,000/- (Rupees Seventy-Five Thousand only) plus applicable taxes and payment of such out of pocket expenses as approved by the Board of Directors of the Company to be paid to Mr. N.V. Thanigaimani, Cost Accountant (Membership No.15557) of M/s. Thanigaimani

b) Remuneration:

S.NO	PARTICULARS	AMOUNT (In Rs.)
1	Basic	Rs.1,00,000/per month
2	Allowances	Rs.1,90,000/per month
3	LTA	Not Applicable
4	PF/SAF/Gratuity	Not Applicable
5	Medical Reimbursement & Hospitalization	Rs. 15,000 per annum
6	Car fuel	Rs. 60,000 per annum

& Associates, Cost Accountants for the conduct of the audit of the cost accounting records of the Company for the financial year ending 31st March, 2022 be and is hereby ratified and confirmed.

4. To consider and if deemed fit, to pass, the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), read with Schedule V to the Companies Act, 2013, the consent of the Company be and is hereby accorded to the appointment of Mr. N. Velappan as the “Manager” of the Company from 01st April, 2021 upto 31st March, 2022 on the terms and conditions of appointment and remuneration as given under;

Terms & conditions of the appointment

- a) Period of appointment: From 01st April, 2021 upto 31st March, 2022

5. To consider and if deemed fit, to pass, the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014, and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations) as amended from time to time, Mr. A Sridhar (DIN: 07913908) who was appointed as an Additional Director of the Company with effect from 01st May, 2021 pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company to hold office up to the date of this Annual General Meeting and in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

Place: Chennai
Date: 18th May, 2021

6. To consider and if deemed fit, to pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations) as amended from time to time, Ms. G Jalaja (DIN:00149278), Non Executive Director, who meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, who has submitted a declaration and consent to that effect and in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of an Independent Director be and is hereby re-designated as an Independent Director a term of 5 consecutive years commencing from 22nd April, 2021 to 21st April, 2026, not liable to retire by rotation.

On Behalf of the Board

M.M. VENKATACHALAM
Chairman
(DIN: 00152619)

NOTES

The statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business and the relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking re-appointment at this AGM is annexed herewith.

General instructions for accessing and participating in the 73rd AGM through VC Facility and voting through electronic means including remote e-Voting:

- 1. In view of the pandemic CoVID-19 and the resultant lockdown situation across the country restricting the movement of persons, the 73rd Annual General meeting (AGM) of the company will be held over Video Conferencing (“VC”) in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 , Circular no. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and Circular no. SEBI/HO/CFD/CMD21/ CIR/P/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India in this regard. The deemed venue for the 73rd AGM shall be the Registered Office of the Company from where the Company Secretary of the Company would be convening and attending the AGM.**
- 2. Since the AGM is being held over video conferencing where physical attendance of members in any case has been dispensed with, a member entitled to attend and vote at the meeting will not be eligible to appoint proxies to attend the meeting instead of him/her. Accordingly, the proxy form and attendance slip is not attached to this notice and the resultant requirement for submission of proxy forms does not arise.**

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 Dated December 9,2020 on “E-Voting facility provided by listed companies”, E-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat account/websites of depositories/DPs in order to increase the efficiency of the voting process.
3. Members who have not registered or who wish to update their e-mail ID, postal address, telephone/mobile numbers, Permanent Account Numbers, bank account details are requested to register/intimate the same with their Depository Participant, if the shares are held by them in electronic form and in case of members holding shares in physical form, all intimations are to be sent to M/s. KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited), Registrar and Transfer Agent, at einward.ris@kfintech.com.
4. Corporate members intending to attend the Meeting are requested to send to the Company a certified scanned copy of the Board Resolution authorizing their representatives to attend the AGM through VC and vote on its behalf. The said resolution/ authorization shall be sent to the following e-mail address rsaevoting@gmail.com with a copy marked to evoting@kfintech.com.
5. The Register of Members and the Share Transfer Books of the Company shall remain closed from **Monday, 2nd August, 2021 to Monday, 9th August, 2021** (both days inclusive), for the purpose of Annual General Meeting.
6. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
7. In terms of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, securities of listed companies can be transferred only in dematerialized form effective 1st April, 2019. In view of the same, Members are advised to dematerialize the shares held by them in physical form forthwith immediately.
8. As per the provisions of the Companies Act, 2013, facility for making nomination is available to individuals holding shares in the Company. The prescribed nomination form can be obtained from the Registrar and Share Transfer Agent (RTA).
9. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the financial year

2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report for the financial year 2020-21 will also be available on the Company's website coromandelengg.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. For any communication, the shareholders may also send requests to the Company's Registrars KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) at einward.ris@kfintech.com. OTHER THAN THE ABOVE, NO PHYSICAL/HARD COPIES OF THE NOTICE AND THE ANNUAL REPORT WILL BE SENT TO THE SHAREHOLDERS. Please note that the above is in accordance with the various exemptions provided by the MCA and SEBI in connection with conduct of Shareholders' meetings during 2021.

10. Members may note that the VC Facility provided by M/s. KFin Technologies Private Limited allows participation of up to 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 73rd AGM without any restriction on account of first-come first-served principle, in accordance with the circulars issued by MCA in this regard.
11. The Member's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance at the AGM and members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.
13. The register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members can send an email for this purpose to cscecl@cec.murugappa.com.

A. Instruction to members for Voting through electronic means:

1. Pursuant to the framework issued by MCA and SEBI and pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide to the members the facility to exercise their right to vote at the 73rd Annual General Meeting (AGM) by electronic means. The members may cast their votes using an electronic voting system ('remote e-voting') through the e-Voting services provided by KFinTech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below:
 2. The remote e-voting facility will be available during the following period:
 - Commencement of remote e-voting: From 9 a.m. (IST) on Friday, 6th August, 2021
 - End of remote e-voting: Up to 5 p.m. (IST) on Sunday, 8th August, 2021
 3. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by kfintech upon the expiry of the aforesaid period.
 4. Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. August 2, 2021.
 5. The Board of Directors of the Company has appointed Mr. R Sridharan of M/s. R Sridharan & Associates, Company Secretaries (C.P. No. 3239) or failing him Ms. Srinidhi Sridharan of M/s. Srinidhi Sridharan & Associates, Company Secretaries (C.P. No. 17990) as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
 6. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. August 2, 2021 only, shall be entitled to avail the facility of remote e-voting.
 7. Any person holding shares in physical form and non-individual shareholders, who acquires

shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with Kfintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

8. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meeting

for Individual shareholders holding securities in demat mode.”

9. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1 : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access to Kfintech e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Step 3 : Access to join virtual meetings (e-AGM) of the Company on KFin system to participate in the e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
<p><u>Individual Shareholders holding securities in demat mode with NSDL</u></p>	<p>1. User already registered for IDeAS facility:</p> <ol style="list-style-type: none"> I. Visit URL: https://eservices.nsdl.com II. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting” IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. <p>2. User not registered for IDeAS e-Services To register click on link : https://eservices.nsdl.com</p> <p>Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Proceed with completing the required fields.</p> <p>Follow steps given in points 1</p> <p>3. Alternatively by directly accessing the e-Voting website of NSDL Open URL: https://www.evoting.nsdl.com/</p> <p>Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>A new screen will open. You will have to enter your User ID (i.e. your sixteen digits demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. Kfintech.</p> <p>On successful selection, you will be redirected to Kfintech e-Voting page for casting your vote during the remote e-Voting period.</p>

<p><u>Individual Shareholders holding securities in demat mode with CDSL</u></p>	<p>1. Existing user who have opted for Easi / Easiest Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <ul style="list-style-type: none"> II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. Kfintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest</p> <ul style="list-style-type: none"> I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1 <p>3. Alternatively, by directly accessing the e-Voting website of CDSL Visit URL: www.cdslindia.com</p> <ul style="list-style-type: none"> I. Provide your demat Account Number and PAN No. II. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. III. After successful authentication, user will be provided links for the respective ESP, i.e KFintech where the e- Voting is in progress.
<p><u>Individual Shareholder login through their demat accounts / Website of Depository Participant</u></p>	<ul style="list-style-type: none"> I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name ore-Voting service provider – Kfintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

Details on Step 2 are mentioned below:**II) Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL:<https://emeetings.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e. "Coromandel Engineering Company Limited - AGM" and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST"

or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Registration of e-mail address: On account of the continuing threat posed by COVID-19 pandemic and in terms of the MCA Circulars, the Company has sent the Annual Report, Notice of e-AGM and e-Voting instructions only in electronic form to the registered email addresses of the shareholders. Therefore, those shareholders who have not yet registered their email address are requested to get their e-mail addresses registered by following the procedure given below:
 - i. Members who have not registered their email address and in consequence the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

- ii. Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.
- iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Details on Step 3 are mentioned below:

III) Instructions for all the shareholders for attending the AGM of the Company through VC and e-Voting during the meeting.

- i. Member will be provided with a facility to attend the AGM through VC platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
- ii. Facility for joining AGM through VC shall open at least 15 minutes before the commencement of the Meeting i.e. 09.45 AM.
- iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox22.
- iv. Members will be required to grant access to the webcam to enable VC. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. Since the Company is required to provide the Members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date and not casting their vote electronically, may cast their vote during the e-AGM.
- vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vii. Members who have cast their votes through remote e-voting may also attend the e-AGM. However, those Members are not entitled to cast their vote again in the e-AGM.
- viii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- ix. Facility of joining the AGM through VC shall be available for at least 1000 members on first come first served basis.
- x. Institutional Members are encouraged to attend and vote at the AGM through VC.
- xi. During the 73rd AGM, the Chairman shall, after responding to the questions raised by the Members in advance, formally propose to the Members participating through VC Facility to vote on the resolutions as set out in the Notice of the 73rd AGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be closed with the formal announcement of closure of the 73rd AGM.
- xii. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall

countersign the same and declare the result of the voting forthwith.

- xiii. The results of voting declared along with the Scrutinizer's Report shall be placed on the Company's website www.coromandelengg.com and on the website of KFintech immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange(s).
- xiv. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting i.e. August 9, 2021.
- xv. Members can submit their questions in advance with regards to the financial statements or any other matter to be placed at the 73rd AGM. They may send their questions from their registered email address mentioning their name, DP ID and Client ID/folio number, mobile number at cscecl@cec.murugappa.com from 02nd August, 2021 (9:00 a.m. IST) to 07th August, 2021 (5:00 p.m. IST). The Chairman or the concerned person shall respond to the queries. Such questions by the members shall be taken up during the meeting and replied by the company suitably.
- xvi. Members, who would like to ask questions during the 73rd AGM with regard to the financial statements or any other matter to be placed at the 73rd AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/folio number and mobile number, to reach the Company's email address at cscecl@cec.murugappa.com from 02nd August, 2021 (9:00 a.m. IST) to 07th August, 2021 (5:00 p.m. IST). Those Members who have registered themselves as a speaker shall be allowed to ask questions during the 73rd AGM, depending upon the availability of time.
- xvii. Due to limitations of transmission and co-ordination during the Q&A session, the Company may dispense with the speaker registration during the e-AGM Conference.

The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital

of the Company as on the cut-off date viz., **02nd August, 2021**. However, a person who is not a Member as on the cut-off date should treat this Notice for information purpose only. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by KFintech upon expiry of the aforesaid period. Once the vote on a resolution is cast by the Member, he will not be allowed to change it subsequently or cast the vote again.

In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

- i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
 1. Example for NSDL:
 2. MYEPWD <SPACE> IN12345612345678
 3. Example for CDSL:
 4. MYEPWD <SPACE> 1402345612345678
 5. Example for Physical:
 6. MYEPWD <SPACE> XXXX1234567890
- ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.

In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) at evoting@kfintech.com or call KFintech's toll free No. 1-800-3094-001 for any further clarifications.

ANNEXURE TO THE NOTICE

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2

Mr. M M Venkatachalam (DIN: 00152619), Director is liable to retire by rotation at this AGM in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment. The Company has received requisite consent and Disclosures from him.

Brief profile of Director

Mr. M M Venkatachalam is a graduate in Agriculture and has done his Masters in Business Administration from George Washington University, USA. He has been a Director in the Company since 2009. He also holds the post of a Director in other companies like Coromandel International Limited, EID Parry (India) Limited, Ramco Cements Limited, Ramco Systems Limited etc.

The Board considers that the continued association of Mr. M M Venkatachalam would be of immense benefit to the company and hence it is desirable to continue to avail his services as a Director.

Memorandum of Interest

Except Mr. M M Venkatachalam being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives is interested or concerned, financially or otherwise in the aforesaid resolution proposed to be passed as an ordinary resolution.

The Board recommends the resolution set forth in Item no.2 of the Notice for the approval of the members.

Item No. 3

In accordance with the provisions of Section 148 of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014 (the Rules), the Company is required to appoint a cost auditor to audit the cost records of Company. On the recommendation of the Audit Committee, the Board has appointed Mr. N.V. Thanigaimani, Cost Accountant (Membership No.15557) of M/s. Thanigaimani & Associates, Cost Accountants, as Cost Auditor to conduct the audit of cost accounting records of the company for the financial year 2021-22 at a remuneration of Rs. 75,000/- (Rupees Seventy-Five Thousand only) exclusive of taxes as may be applicable and reimbursement of out of pocket expenses, if any, in connection with the

cost audit. The remuneration of the cost auditor is required to be ratified by the members under the provisions of Section 148 of the Companies Act, 2013 and Rule 14 of Companies (Audit and Auditors) Rules, 2014.

Memorandum of Interest

None of the Directors or their relatives or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise in the resolution set out under item no.3 of the Notice.

The Board recommends the resolution set forth in Item no.3 of the Notice for the approval of the members.

Item No.4

Mr. N. Velappan was re-appointed as the Manager of the company by the Board for a term commencing from 08th June, 2020 up to 31st March, 2021. As Mr. Velappan's tenure as the Manager expired at the close of business hours on 31st March, 2021, the Board based on the recommendation of the Nomination and Remuneration Committee considered the re-appointment of Mr. Velappan as the Manager of the Company at their meeting held on 28th January, 2021 and has recommended his re-appointment for a period of one year from 01st April, 2021 to 31st March, 2022 for the approval of the shareholders at the 73rd Annual General Meeting.

Memorandum of Interest

Except Mr. N Velappan, being the appointee, none of the Directors or their relatives or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise in the resolution set out under item No.4.

The Board recommends the resolution set forth in Item No.4 for the approval of the members of the company.

Information about the appointee:

1. Background details: Worked in Industry for 38 years occupying several senior positions, as given below.
2. Past remuneration: Re-Appointed with effect from 01st April, 2021 and past remuneration as Manager is given below.

S. NO	PARTICULARS	AMOUNT (In Rs.)
1	Basic	Rs. 1,00,000/per month
2	Allowances	Rs.1,90,000/per month
3	LTA	Not Applicable
4	PF/SAF/Gratuity	Not Applicable
5	Medical Reimbursement &Hospitalization	Rs. 15,000 per annum
6	Car fuel	Rs. 60,000 per annum

3. Job profile and his suitability

Mr. N. Velappan, aged 60 years, passed his Bachelor of Engineering (Civil) in the year 1983 in first class with distinction from Annamalai University, Chidambaram. His first employment was with Public Works department, Tamil Nadu from June 83 to September 84. He joined Coromandel Engineering as a Graduate Engineer Trainee in September 84 and rose to the level of Associate Vice President in the year 2014. During the 37 years of service, he has worked in Industrial, Commercial, Institutional & Residential Projects.

Mr. Velappan was trained in Construction of Silos and Chimneys using Slipform Technique by M/s Interform, Sweden which was applied in Dalmia Cements and T. V. Tower Construction at Shimoga, Projects. Further, the Company had selected him and sent to Kansas, USA during November 1995 and trained in Pre - Engineered metal building systems through M/S. Butler Manufacturing Company - Kansas, USA. Special Projects handled by him for CEC includes Dalmia Cements, T.V. Tower Anantapur & Shimoga, Construction of RCC Pylons (Boiler Supporting structures) for APSEB through BHEL, PEB Buildings for Ford & Visteon, Auditorium for Alagappa University and Spare Parts ware house for Daimler. He was on transfer to E.I.D. - Parry (India) Limited. in between 1993 to 1996 for setting up their Acetic Acid Plant and Neemazal Plant (Green field project) in Cuddalore and re-inducted to CEC in 1996.

He has handled all functions - Tendering, Purchase, Agency - Procurement, Planning, Property Development, Projects, etc. in head office since 1996.

Item No. 5

Mr. A Sridhar (DIN: 07913908), was appointed as an Additional Director of the Company with effect from 01st May, 2021 pursuant to the provisions

of Section 161(1) of the Act and the Articles of Association of the Company, to hold office up to the date of ensuing Annual General Meeting.

Mr. A. Sridhar is a Chartered Accountant with a post qualification experience of 34 years of service. He had handled and headed finance function in Public-Sector Undertakings, MNC's, various corporate establishments and in overseas assignment. The industry exposure includes sectors such as manufacturing, tourism, entertainment and nutraceuticals. In the year 2013, he moved to Parry Agro Industries Limited, a part of Murugappa Group as Head of Operations and promoted as CEO and Whole Time Director in October, 2017. He retired from the services of Parry Agro Industries Limited as the CEO and Whole Time Director on 31st December, 2019 and is currently a Non Executive Director on the Board of the said Company.

Since Mr. A. Sridhar holds the office of as an Additional Director till the date of this Annual General Meeting, the Board at its meeting held on 18th May, 2021 based on the recommendation of the Nomination and Remuneration Committee considered the candidature of Mr. A. Sridhar as a Director of the company and has recommended his appointment as a Director, liable to retire by rotation, for the approval of the shareholders at the 73rd Annual General Meeting.

The required consent and disclosure forms have been received from Mr. A Sridhar. The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013, proposing the candidature of Mr. A Sridhar as a Director of the Company.

Memorandum of Interest

Except Mr. A Sridhar, being the appointee, none of the Directors or their relatives or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise in the resolution set out under item No.5.

The Board considers that the association of Mr. A Sridhar would be of immense benefit to the company and hence it is desirable to avail his services as a Director. Accordingly, the Board recommends the resolution set forth in Item no.5 of the Notice for the approval of the members.

Item No. 6

The Board of Directors pursuant to the recommendation of the Nomination and Remuneration Committee considered the re-designation of Ms. G Jalaja (DIN: 00149278),

Non Executive, Non Independent Director as an Independent Director of the Company w.e.f 22nd April, 2021 for a term of five consecutive years.

Ms. G. Jalaja, a Chartered Accountant with FCS has been associated with Murugappa Group since 1983. She has over 36 years of rich experience in areas of Secretarial, Corporate Finance, Legal and Treasury. She was earlier appointed on the Board as an Additional Director on 20th March, 2015 and her appointment as a non-executive and Non Independent Director of the Company was approved by the Members at the Annual General Meeting held on 24th July, 2015.

In the opinion of the Board, Ms. G Jalaja meets the criteria of Independence as provided in Section 149(6) of the Act and the Rules framed there under and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 and she has submitted the requisite declarations and consent to that effect. She has also provided a declaration that she has registered herself in the databank maintained

by the Indian Institute of Corporate Affairs and has been exempted from passing the online proficiency self-assessment test. The draft letter of appointment setting out the terms and conditions of her appointment is available on the website of the Company.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013, proposing the candidature of Ms. G Jalaja as an Independent Director of the Company.

Memorandum of Interest

Except Ms. G Jalaja, being the appointee, none of the Directors or their relatives or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise in the resolution set out under item No.6.

The Board recommends the resolution set forth in Item no.6 of the Notice for the approval of the members.

Place: Chennai
Date: 18th May, 2021

On Behalf of the Board

M.M. VENKATACHALAM
Chairman
(DIN: 00152619)

DETAILS AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS REGULATIONS 2015) & CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETING

Particulars	M M Venkatachalam
DIN	00152619
Date of Birth	24/11/1958
Date of first appointment on the Board	31/07/2009
Shareholding in the Company as on March 31, 2021	Nil
Relationship with other Director/KMP	Not applicable
Qualifications	Graduate in Agriculture and is a MBA from George Washington University, USA.
Number of Meetings attended during the year	4(4)
Directorship in other Companies as on March 31, 2021	<ol style="list-style-type: none"> 1. Coromandel International Limited 2. E.I.D Parry (India) Limited 3. The Ramco Cements Limited 4. Ramco Systems Limited 5. Parry Agro Industries Limited 6. USV Private Limited 7. Alampara Hotels And Resorts Private Limited 8. New Ambadi Estates Private Limited 9. Ambadi Investments Limited 10. M M Muthiah Sons Private Limited 11. M M Muthiah Research Foundation 12. Ootacamund Club
Membership/ Chairmanship of committees of other Board	<p>E.I.D Parry (India) Limited - Audit Committee – Member</p> <p>The Ramco Cements Limited - •Audit Committee – Member •Stakeholders Relationship Committee – Chairperson •Nomination and Remuneration Committee – Member •Risk Management Committee – Member •Corporate Social Responsibility Committee - Chairperson</p> <p>Ramco Systems Limited - • Audit Committee – Member •Nomination and Remuneration Committee – Chairperson •Corporate Social Responsibility Committee - Member</p> <p>Parry Agro Industries Limited - •Stakeholders Relationship Committee – Chairman •Nomination and Remuneration Committee – Member</p>

Particulars	A Sridhar	G Jalaja
DIN	07913908	00149278
Date of Birth	08/04/1961	03/05/1958
Date of first appointment on the Board	01/05/2021	20/03/2015
Shareholding in the Company as on March 31, 2021	Nil	Nil
Relationship with other Director/KMP	Not applicable	Not applicable
Qualifications	Mr. A. Sridhar is a Chartered Accountant.	Ms. G. Jalaja, is a Chartered Accountant and Company Secretary
Number of Meetings attended during the year	-	4(4)
Directorship in other Companies as on March 31, 2021	1. Parry Agro Industries Limited	-
Membership/ Chairmanship of committees of other Board	NIL	



If undelivered please return to:

COROMANDEL ENGINEERING COMPANY LIMITED

Registered Office :

Parry House, V Floor, 43, Moore Street, Chennai - 600 001

Ph: +91-44-25301700 | www.coromandelengg.com