

General information about company	
Scrip code	533047
NSE Symbol	IMFA
MSEI Symbol	NOTLISTED
ISIN	INE919H01018
Name of the entity	INDIAN METALS AND FERRO ALLOYS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I																									
Annexure I to be submitted by listed entity on quarterly basis																									
I. Composition of Board of Directors																									
Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson											Yes														
Whether Chairperson is related to MD or CEO											No														
Disqualification of Directors under section 164 of the Companies Act, 2013																									
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN

1	Mr	NALINI RANJAN MOHANTY	BRPM8748F	00237732	Non-Executive - Non Independent Director	Chairperson		08-11-1944	No				Active	Yes	04-09-2021	07-01-2005	26-07-2021		36	1	0	1	1		
2	Mr	BAIJAYANT PANDA	DYPP5309A	00297862	Executive Director	Not Applicable		12-01-1964	No				Active	NA		26-02-1986	28-10-2021			1	0	0	0		
3	Mr	SUBHRAKANT PANDA	DYPP5312K	00171845	Executive Director	Not Applicable	MD	05-01-1971	No				Active	NA		30-10-1999	28-10-2021			4	3	0	0		
4	Mr	CHITTA RANJAN RAY	AMPR3509H	00241059	Executive Director	Not Applicable		19-12-1944	No				Active	NA		31-01-2013	31-01-2022			1	0	1	0		
5	Mr	STEFAN GEORG AMREIN	ZZZZZ9999Z	06996186	Non-Executive - Non Independent Director	Not Applicable		03-01-1974	No				Active	NA		07-01-2016	26-07-2022			1	0	0	0	Textual Information (1)	
6	Mr	SUDHIR PRAKASH MATHUR	AASPM7087R	00173775	Non-Executive - Independent Director	Not Applicable		12-10-1946	No				Active	Yes	27-03-2019	28-10-2006	01-04-2019		60	1	1	1	1		
7	Mr	BIJOY KUMAR DAS	AAJPD5771G	00179886	Non-Executive - Independent Director	Not Applicable		24-09-1946	No				Active	Yes	24-07-2021	09-02-2016	09-02-2021		60	1	1	2	0		
8	Mrs	LATHA RAVINDRAN	AAYPR3044D	08711691	Non-Executive - Independent Director	Not Applicable		30-05-1954	No				Active	NA		23-07-2020	23-07-2020		60	1	1	2	0		

**Text Block**

Textual Information(1)	Citizen of Switzerland, hence PAN is not applicable
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**Annexure 1**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)

Risk Management Committee has no regular Chairperson. Members present in the Meeting choose one among themselves as the Chairperson of the Committee for each Meeting. Accordingly Mr C R Ray chaired the last Meeting held on 30th December, 2022

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00173775	SUDHIR PRAKASH MATHUR	Non-Executive - Independent Director	Chairperson	17-05-2016		
2	00179886	BIJOY KUMAR DAS	Non-Executive - Independent Director	Member	26-07-2021		
3	08711691	LATHA RAVINDRAN	Non-Executive - Independent Director	Member	26-07-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00179886	BIJOY KUMAR DAS	Non-Executive - Independent Director	Chairperson	21-05-2018		
2	08711691	LATHA RAVINDRAN	Non-Executive - Independent Director	Member	15-12-2020		
3	06996186	STEFAN GEORG AMREIN	Non-Executive - Non Independent Director	Member	26-07-2021		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00237732	NALINI RANJAN MOHANTY	Non-Executive - Non Independent Director	Chairperson	12-02-2019		
2	00241059	CHITTA RANJAN RAY	Executive Director	Member	17-05-2016		
3	00179886	BIJOY KUMAR DAS	Non-Executive - Independent Director	Member	26-07-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson						No	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00171845	SUBHRAKANT PANDA	Executive Director	Member	09-06-2021		
2	00241059	CHITTA RANJAN RAY	Executive Director	Chairperson	09-06-2021		Textual Information(1)
3	00173775	SUDHIR PRAKASH MATHUR	Non-Executive - Independent Director	Member	09-06-2021		

Sr Text Block	
Textual Information(1)	Risk Management Committee has no regular Chairperson. Members present in the Meeting choose one among themselves as the Chairperson of the Committee for each Meeting. Accordingly Mr C R Ray chaired the last Meeting held on 30th December, 2022

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00171845	SUBHRAKANT PANDA	Executive Director	Chairperson	17-05-2016		
2	00241059	CHITTA RANJAN RAY	Executive Director	Member	26-07-2021		
3	08711691	LATHA RAVINDRAN	Non-Executive - Independent Director	Member	15-12-2020		

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	

Annexure 1	
Annexure 1	
III. Meeting of Board of Directors	
Disclosure of notes on meeting of board of directors explanatory	

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	27-10-2022				Yes	8	8
2		30-01-2023			Yes	8	8

### Annexure 1

#### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	27-10-2022				Yes	3	3	3	0
2	Audit Committee	30-01-2023				Yes	3	3	3	0
3	Corporate Social Responsibility Committee	21-10-2022				Yes	3	3	1	0
4	Corporate Social Responsibility Committee	30-01-2023				Yes	3	2	1	0
5	Risk Management Committee	30-12-2022				Yes	3	3	1	0
6	Stakeholders Relationship Committee	17-10-2022				Yes	3	3	1	0
7	Stakeholders Relationship Committee	27-12-2022				Yes	3	2	0	0
8	Stakeholders Relationship Committee	09-03-2023				Yes	3	3	1	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Prem Khandelwal
2	Designation	Company Secretary and Compliance Officer

**Annexure II**

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

**I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://www.imfa.in/our-business/markets-customers.htm">http://www.imfa.in/our-business/markets-customers.htm</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://www.imfa.in/pdfs/AppointmentletterIndependentDirector2021.pdf">http://www.imfa.in/pdfs/AppointmentletterIndependentDirector2021.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="http://www.imfa.in/pdfs/Composition-Committees-Board.pdf">http://www.imfa.in/pdfs/Composition-Committees-Board.pdf</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.imfa.in/pdfs/code.pdf">http://www.imfa.in/pdfs/code.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.imfa.in/pdfs/WBP.pdf">http://www.imfa.in/pdfs/WBP.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://www.imfa.in/investor-information/disclosure-regulations.htm">http://www.imfa.in/investor-information/disclosure-regulations.htm</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://www.imfa.in/pdfs/Materiality-RP-Transactions.pdf">http://www.imfa.in/pdfs/Materiality-RP-Transactions.pdf</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="http://www.imfa.in/pdfs/MaterialSubsidiaries.pdf">http://www.imfa.in/pdfs/MaterialSubsidiaries.pdf</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://www.imfa.in/pdfs/IMFA-Familiarization-Program-2022.pdf">http://www.imfa.in/pdfs/IMFA-Familiarization-Program-2022.pdf</a>
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.imfa.in/investor-information/compliance-services.htm">http://www.imfa.in/investor-information/compliance-services.htm</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://www.imfa.in/investor-information/grievance-services.htm">http://www.imfa.in/investor-information/grievance-services.htm</a>
12	Financial results	Yes		<a href="http://www.imfa.in/investor-information/financial-information.htm">http://www.imfa.in/investor-information/financial-information.htm</a>
13	Shareholding pattern	Yes		<a href="http://www.imfa.in/investor-information/shareholdinginfo.htm">http://www.imfa.in/investor-information/shareholdinginfo.htm</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		<a href="http://www.imfa.in/investor-information/investor-call.htm">http://www.imfa.in/investor-information/investor-call.htm</a>
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="http://www.imfa.in/investor-information/advertisements.htm">http://www.imfa.in/investor-information/advertisements.htm</a>
18	Credit rating or revision in credit rating obtained	Yes		<a href="http://www.imfa.in/investor-information/credit-rating.htm">http://www.imfa.in/investor-information/credit-rating.htm</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="http://www.imfa.in/investor-information/financials-subsidiaries.htm">http://www.imfa.in/investor-information/financials-subsidiaries.htm</a>

20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="http://www.imfa.in/investor-information/disclosure-regulations.htm">http://www.imfa.in/investor-information/disclosure-regulations.htm</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="http://www.imfa.in/pdfs/Materiality-RP-Transactions.pdf">http://www.imfa.in/pdfs/Materiality-RP-Transactions.pdf</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		<a href="http://www.imfa.in/pdfs/Dividend-Distribution-Policy.pdf">http://www.imfa.in/pdfs/Dividend-Distribution-Policy.pdf</a>
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="http://www.imfa.in/pdfs/SEBILODRWebsiteCertificate.pdf">http://www.imfa.in/pdfs/SEBILODRWebsiteCertificate.pdf</a>

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1),17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	



24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

### Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Prem Khandelwal
2	Designation	Company Secretary and Compliance Officer

### Annexure II

#### III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

**Annexure II**

1	Name of signatory	Prem Khandelwal
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure		Applicable	
Reason for Non Applicability		Textual Information(1)	
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	Guarantee Given	0	39961880
KMPs or any other entity controlled by them	0	0	

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by**

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	

**(D) Additional Information****II. Affirmations**

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Textual Information(3)
Name	Prem Khandelwal	
Designation	CFO	
Place	Bhubaneswar	
Date	14-04-2023	

**Signatory Details**

Name of signatory	Prem Khandelwal
Designation of person	Company Secretary and Compliance Officer
Place	Bhubaneswar
Date	14-04-2023