

RAASI REFRACTORIES LIMITED

CIN: L26920TG1981PLC003339

Date: 07th December 2020

To
General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Dalal Street, Mumbai – 400001

Dear Sir,

Ref; Raasi Refractories Limited (Scrip Code: 502271)

Sub; Submission of Notice of 38th Annual General Meeting to be held on Thursday, the 31st Day of December, 2020 & 38th Annual Report for FY 2019-20

Pursuant to Regulation 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, we are herewith submitting the 38th Annual Report of the Company along with the Notice of the Annual General Meeting for the financial year 2019-20, which is being dispatched/sent to the members by email in pursuance of MCA/SEBI Circular.

The 38th Annual General Meeting (“AGM”) of the company will be held on Thursday, the 31st December 2020 at 11:00 AM through video conferencing/Other Audio Visual Means (“OAVM”)

Kindly take the above Informed on record

Thanking You

Yours faithfully,

Sd/-

SATYANARAYANA KAPUGANTI
Director
DIN: 07959357

**Registered Office: 15-145/9, Kodandaram Nagar, Saroor Nagar, Near Sarada Talkies,
Hyderabad – 500060**
Tel: 040 – 2405 4462, Email: marketing@raasi.in, CIN: L26920TG1981PLC003339

38th
ANNUAL REPORT
2019-20



Raasi Refractories Limited
(CIN:L26920TG1981PLC003339)

BOARD OF DIRECTORS

Sri. Konda Venkanna	: Director
Smt. Konda Soujanya	: Woman Director
Sri. Konda Ramakrishna	: Director
Sri. Satyanarayana Kapuganti	: Independent Director
Sri. Suresh Silumula	: Independent Director
Sri. Rajendra Prasad Kandikattu	: Nominee Director

STATUTORY COMMITTEES

AUDIT COMMITTEE

Sri Satyanarayana Kapuganti	: Chairman
Sri Suresh Silumula	: Member
Sri Venkanna Konda	: Member

NOMINATION AND REMUNERATION COMMITTEE

Sri Satyanarayana Kapuganti	: Chairman
Sri Suresh Silumula	: Member
Sri Venkanna Konda	: Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Sri Satyanarayana Kapuganti	: Chairman
Sri Suresh Silumula	: Member
Sri Venkanna Konda	: Member

REGISTERED OFFICE

15-145/9, Kodandaram Nagar,
Saroornagar, Near Sarada Talkies,
Hyderabad - 500060

FACTORY

Lakshmpuram, Narketpally,
Nalgonda District,
Telangana State - 508254

STATUTORY AUDITORS

M/s VMM & Co
Plot No 30, Flat G2, Dharani Enclave,
Chandanagar, RR District, Hyderabad,
Telangana - 500050

REGISTRAR & TRANSFER AGENT

M/s Aarthi Consultants Pvt Ltd
Regd. Office: 1-2-285,
Domalguda, Hyderabad – 500 029
Phone No's: 040-27638111, 27634445, 27642217, 66611921
Fax: 040-27632184
Email: info@arthiconsultants.com
Website: www.arthiconsultants.com

BANKER

Allahabad Bank, Himayath Nagar Branch
3-6-435, Himayath Nagar Main Road,
Himayath Nagar,
Hyderabad -500 029

NOTICE

Notice is hereby given that the 38th Annual General Meeting of the members of **RAASI REFRACORIES LIMITED** will be held on Thursday, 31st Day of December, 2020 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary business:

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and the auditors thereon.
2. To appoint a director in place of Sri Ramakrishna Konda (DIN: 05119171) who retires by rotation and, being eligible, offers himself for reappointment.

By order of the Board

SATYANARAYANA KAPUGANTI

Place : Hyderabad

Date : 14th November, 2020

Director

(DIN: 07959357)

NOTES :

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the 38th Annual General Meeting of the company shall be the registered office of the company
2. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to marketing@raasi.in with a copy marked to evoting@cdslindia.com.
5. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio

management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Aarthi Consultants Private Limited ("ACPL") for assistance in this regard

6. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with ACPL in case the shares are held by them in physical form
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to ACPL in case the shares are held by them in physical form
8. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to ACPL in case the shares are held in physical form.
9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or ACPL, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company atleast seven days before the date of AGM through email on marketing@raasi.in. The same will be replied by the Company suitably.
12. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories.
13. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act
14. At the Thirty-Seventh AGM held on September 30, 2019 the Members approved appointment of M/s VMM & Co., Chartered Accountants (Firm Registration No. 014297S) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the Annual General Meeting to be held in the financial year 2024, subject to ratification of their appointment by Members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the thirty eighth AGM.
15. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice

16. Instructions for e-voting and joining the AGM are as follows:

A. VOTING THROUGH ELECTRONIC MEANS

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- ii. The remote e-voting period commences on Monday, 28th December, 2020 at 10:00 A.M IST and ends on Wednesday, 30th December, 2020 at 5:00 P.M IST. During this period, Members holding shares either in physical form or in dematerialized form, as on Thursday, 24th December, 2020 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- iii. The Board of Directors has appointed Pavan Kumar Bhattiprolu (Membership No. FCS 5399) as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner
- iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date
- vi. Any person, 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 helpdesk.evoting@cdslindia.com However, if he/she is already registered with CDSL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
- vii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - a) The shareholders should log on to the e-voting website www.evotingindia.com.
 - b) Click on "Shareholders" module.
 - c) Now enter your User ID
 - v For CDSL: 16 digits beneficiary ID,
 - v For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - v Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically

- d) Next enter the Image Verification as displayed and Click on Login.
- e) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- f) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their names and the 8 digits of the sequence number in the PAN field • In case the sequence number is less than 8 digits enter the applicable number of “0” before the number after the first two characters of the name in the CAPITAL letters. Eg. If your name is Vasudevan with Folio No. 1 then enter VA00000001 in the PAN Field
Dividend Bank Details OR Date of Birth	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- a) After entering these details appropriately, click on “SUBMIT” tab.
- b) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- c) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- d) Click on the EVSN for “RAASI REFRACORIES LIMITED” on which you choose to vote.
- e) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- f) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- g) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- h) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- i) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- j) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- k) Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- l) Process For Those Shareholders Whose Email Addresses Are Not Registered With The Depositories For Obtaining Login Credentials for e-voting:
 - i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
 - ii. For Demat shareholders -, please provide Demat account details (CDSL16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.

A. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- i. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- ii. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- iii. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- iv. Please note that Participants 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. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- vi. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

B. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER

- i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

- ii. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- iii. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- iv. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the EGM/AGM.

C. INSTRUCTIONS FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- i. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - ii. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - iii. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - iv. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - v. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - vi. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; madhu_green@madhusudan-india.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same
 - vii. Members who need assistance before or during the AGM, or have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
 - viii. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 022-23058542/43.
1. The scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than 48 hours from the conclusion of the meeting, 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.

2. The Results will be declared on receipt of Scrutinizer's Report at the registered office of the Company at 15-145/9, Kodandaram Nagar Saroor Nagar, Near Sarada Talkies Hyderabad, Telangana - 500060. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL immediately and communicated to the BSE.

BRIEF PROFILES OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT

Name of the Director	Ramakrishna Konda
Date of Birth	25/03/1988
Date of Appointment/Reappointment	23/06/2018
Qualification	Master of Science (MS)
Expertise in specific functional area List of public ltd. Companies in which outside directorships held	-
Memberships/Chairmanships of committees of their public companies (includes only audit committee and stakeholders relationship committee)	None
Number of shares held in the company	Nil

For other details such as number of meetings of the board attended during the year, remuneration drawn and relationship with other directors and key managerial personnel in respect of above directors, please refer to the corporate governance report which is a part of this Annual Report

DIRECTORS' REPORT

To
Dear Members,

The Directors take pleasure in presenting the 38th Annual Report of Raasi Refractories Limited along with the audited financial statements for the financial year ended 31st March 2020

FINANCIAL SUMMARY/HIGHLIGHTS :
Amount in lacs

Particulars	Year ended	
	2019-20	2018-19
Revenue from Operations	48,21,64,034	41,26,51,402
Other Income	4,73,001	7,46,207
Total Income	48,26,37,035	41,33,97,609
Less: Expenses	44,04,50,768	35,98,35,678
Profit/Loss before Interest, Depreciation, Extraordinary Items & Tax	4,21,86,267	5,35,61,931
Less: Interest	2,30,14,013	3,51,01,584
Profit/Loss before Depreciation, Extraordinary Items & Tax	1,91,72,254	1,84,60,347
Less: Depreciation	29,69,900	28,75,251
Profit/Loss before Extraordinary Items & Tax	1,62,02,354	1,55,85,096
Extraordinary Items	-	2,48,77,749
Profit before tax	1,62,02,354	4,04,62,845
Less: Current Income Tax	14,79,047	-
Less: Previous year Tax ,	25,81,434	-
Less: Deferred Tax	-	-
Net Profit/Loss after Tax	1,21,41,873	4,04,62,845
Other Comprehensive Income	-	(4,51,498)
Total Comprehensive Income	1,21,41,873	4,00,11,347

Earnings per share

i) Basic	2.58	8.49
ii) Diluted	2.58	8.49

OPERATIONAL PERFORMANCE

During the year under review, Your company has earned a profit after tax of Rs. **1,21,41,873/-** when compared to the profit after tax of Rs **4,04,62,845/-** in the previous year.

DIVIDEND

Your Board while taking note of the challenges faced on account of the Covid-19 pandemic and the needs to conserve the resources do not recommend any dividend for the financial year 2019-20

TRANSFER TO RESERVES

The Company proposes to transfer profit of Rs 1,21,41,873/- to reserves for the Financial

Year 2019-20.

DEPOSITS

The company has not accepted any deposits during the financial year under review.

SHARE CAPITAL

During the financial year under review, there has been no change in the authorized capital of the company. The Company has not issued any debentures, bonds or any non-convertible securities during the financial year under review.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no Material Changes and Commitments affecting the financial position of the Company which occurred between the end of the financial year to which the financial statements relate and the date of this Report

MANAGEMENT DISCUSSION AND ANALYSIS

Business Overview and Outlook and the state of the affairs of the Company and the Industry in which it operates, is discussed in detail in the section relating to Management Discussion & Analysis which forms part of this Report.

CHANGE IN NATURE OF BUSINESS

There has been no change in the nature of business carried on by the Company during the year under review.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There were no materially significant related party transactions entered by the Company during the year with the Promoters, Directors, Key Managerial Personnel or other persons which may have a potential conflict with the interest of the Company.

However, a list of transaction with the related parties carried out on an arm's length basis in the ordinary course of business. Members may refer to the Financial Statement which sets out related party disclosures pursuant to Ind AS.

The policy on Related Party Transactions as approved by the Audit Committee and the Board of Directors is hosted on the website of the Company

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, your Directors to the best of their knowledge and ability confirm as under:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) We have selected such accounting policies and applied them 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, 2020 and of the profit of the Company for the financial year ended 31st March, 2020;
- c) We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The annual accounts have been prepared on a going concern basis
- e) The Company had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f) We have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186;

Details of Loans, Guarantees, Investments under the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 as at 31st March, 2020 form part of the

Notes to the financial statements provided in this Annual Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In pursuance of Section 152 of the Companies Act, 2013 and the rules framed there under, Sri Ramakrishna Konda (DIN: 05119171), Director of the company is liable to retire by rotation, at the ensuing Annual General Meeting and being eligible have offered himself for reappointment.

The Company has appointed a whole time company secretary on 1st December 2019 as per the provisions of section 203 of the companies act, 2013

Other than as stated above, there has been no other change in the Directors or the Key Managerial Personnel during the year under review.

The Independent Directors have submitted the declaration of independence, pursuant to Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 read with sub rule (1) and (2) of Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 as amended

Further, there has been no change in the circumstances which may affect their status as independent director during the year.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy which lays down a framework in relation to selection, appointment and remuneration to directors, key managerial personnel and senior management of the Company. The Company's policy on directors and KMP appointment and remuneration and other matters provided in section 178(3) of the Act is hosted on the website of the company

MEETINGS OF THE BOARD OF DIRECTORS

During the financial year under review, the board has met 4 times i.e., May 30, 2019, August 14, 2019, November 14, 2019 and February 14, 2020. The details with respect

to Committee meetings and attendance there at required under the Secretarial Standard-1 issued by the Institute of Company Secretaries of India have been provided in the Corporate Governance Report forming part of Annual Report.

AUDIT COMMITTEE

The Company has in place an Audit Committee in terms of the requirements of the Companies Act, 2013 read with the Rules made thereunder and Regulation 18 of the SEBI (LODR) Regulations, 2015. The details relating to the Audit Committee are given in the section relating to Corporate Governance forming part of the Board Report.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177 of the Companies Act, 2013 and the Rules framed there under and pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has established a mechanism through which all the stakeholders can report the suspected frauds and genuine grievances to the appropriate authority. The Whistle Blower Policy which has been approved by the Board of Directors of the Company has been hosted on the website of the Company. During the year under review the Company has not received any complaint(s) under the said policy

RISK MANAGEMENT

The Board of the Company has framed a policy to implement and monitor the risk management plan for the Company and ensuring its effectiveness.

The Board oversees the Risk Management process including risk identification, impact assessment, effective implementation of the mitigation plans and risk reporting. The Audit Committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Company has in place adequate internal financial controls commensurate with the size, scale and complexity of its operations. The Company has policies and procedures in place for ensuring proper and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds the accuracy and completeness of the accounting records and the timely preparation of reliable financial information

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Government of India under Section 118(10) of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN (MGT 9)

The extract of the annual return in Form MGT 9 as required under the provisions of section 92 of the Act is given in **Annexure – I** and forms part of the director's report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT:

There are no significant and material orders passed by the Regulators/ Courts that would impact the going concern status of the Company and its future operations.

STATUTORY AUDITOR AND THEIR REPORT

At the thirty-seventh AGM held on September 30, 2019 the Members approved appointment of M/s VMM & Co., Chartered Accountants (Firm Registration No. 014297S) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the Annual General Meeting to be held in the financial year 2024, subject to ratification of their appointment by Members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies

(Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the thirty eighth AGM

Further, the Auditors Report does not contain any qualification, reservation or adverse remark. The Auditors Report along with the financial statements forms part of this report.

SECRETARIAL AUDIT

As per the provisions of Section 204(1) of the Companies Act, 2013, the Company has appointed Mr Pavan Kumar Bhattiprolu, Proprietor, BPK Associates, Company Secretaries, to conduct Secretarial Audit of the records and documents of the Company for the Financial Year 2019-20.

The Secretarial Audit Report for the Financial Year ended 31st March, 2020 in Form MR-3 is annexed to the Directors Report - **Annexure - II** and forms part of this Report.

CORPORATE SOCIAL RESPONSIBILITY

The provisions relating to section 135 of the Companies Act, 2013 are not applicable to the company for the period under review.

CORPORATE GOVERNANCE

The Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance enunciated in provisions of SEBI (LODR) Regulations, 2015.

A report on Corporate Governance pursuant to the provisions of Corporate Governance Code stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report. Full details of the various board committees are also provided therein along with Auditors' Certificate regarding compliance of conditions of corporate governance and forms integral part of this Report.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013 and the Rules framed there under either to

the Company or to the Central Government

HUMAN RESOURCES

Many initiatives have been taken to support business through organizational efficiency, process change support and various employee engagement programmes which has helped the Organization achieve higher productivity levels. A significant effort has also been undertaken to develop leadership as well as technical/functional capabilities in order to meet future talent requirement.

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo required to be disclosed under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 are provided in the **Annexure III** forming part of this Report.

PROTECTION OF WOMEN AT WORK PLACE

Your Company has always believed in providing a safe and harassment free workplace for every individual working in its premises through various policies and practices. Company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment.

Your Company has adopted a policy on Prevention of Sexual Harassment at Workplace which aims at prevention of harassment of employees and lays down the guidelines for identification, reporting and prevention of undesired behaviour.

The Company has not received any complaints on sexual harassment during the financial year under review.

PARTICULARS OF EMPLOYEES

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of the

Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and has not paid any remuneration to the directors of the Company.

Hence, Disclosures with respect to the remuneration of directors and employees as required under Section 197(12) of Companies Act, 2013 and Rule 5 (1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable.

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Companies Act, 2013 read with the Rules framed thereunder and SEBI (LODR) Regulations.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of Independent Directors, performance of non-independent directors, the Board as a whole and the Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

APPRECIATION

Your Directors wish to place on record their appreciation to employees at all levels for their

hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain stable, despite increased competition from several existing and new players.

ACKNOWLEDGEMENTS

The Board desires to place on record its sincere appreciation for the support and cooperation that the Company received from the suppliers, customers, strategic partners, Bankers, Auditors, Registrar and Transfer Agents and all others associated with the Company. The Company has always looked upon them as partners in its progress and has happily shared with them rewards of growth. It will be the Company's endeavor to build and nurture strong links with trade based on mutuality, respect and co-operation with each other.

By order of the Board

SATYANARAYANA KAPUGANTI

Director

(DIN: 07959357)

Place : Hyderabad

Date : 14th November, 2020

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31-03-2020**

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS :

CIN	L26920TG1981PLC003339
Registration Date	12/24/1981
Name of the Company	RAASI REFRATORIES LIMITED
Category / Sub-Category of the Company	Company Limited by shares/Indian Non Government Company
Address of the Registered Office and contact details	15-145/9, Kodandaram Nagar, Saroor nagar, Near Sarada Talkies, Hyderabad - 500060. Phone no. – 08682 – 272455/272444
Whether listed company Yes / No	Yes
Name, address and contact details of Registrar and Transfer Agent, if any.	M/s. Aarathi Consultants Pvt.Ltd Regd. Office : 1-2-285, Domalguda, Hyderabad – 500 029

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Name & Description of main products/services	NIC Code of. products/services	% of total turnover of the company
Manufacture of Refractory Products	2391	99.9

III. PARTICULARS OF HOLDINGS, SUBSIDIARY AND ASSOCIATE COMPANIES:

[No. of Companies for which information is being filled]

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable section
-	-	-	-	-	-

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change in share holding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1,293,250	-	1,293,250	27.14	1,293,250	-	1,293,250	27.14	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1,098,320	-	1,098,320	23.30	1,098,320	-	1,098,320	23.30	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):-	2,391,570		2,391,570	50.74	2,391,570		2,391,570	50.74	
(2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(2):-									
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	2,391,570		2,391,570	50.74	2,391,570		2,391,570	50.74	

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change in share holding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	750	2,200	2,950	0.06	750	1,100	1,850	0.04	-0.02
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	95,825	-	95,825	2.03	95,825	-	95,825	2.03	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Co's	-	-	-	-	-	-	-	-	-
g) FIs -	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)-	965,75	2,200	98,775	2.09	96,575	1,100	97,675	2.07	-0.02
2. Non-Institutions									
a) Bodies Corp.	13,964	6,300	20,264	0.43	12,910	6,250	19,160	0.41	-0.02
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	5,54,566	3,82,839	9,37,405	19.89	5,58,847	3,81,039	9,39,886	19.94	0.05
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	1,253,376	-	1,253,376	26.59	1,254,224	-	1,254,224	26.61	0.02
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	9,836	50	9,886	0.21	10,421	50	10,471	0.22	0.01
Clearing Members	1,760	-	1,760	0.04	50	-	50	-	-0.04
Trusts 100	-	100	0.00	100	-	100	0.01	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)-	18,33,602	3,89,189	2,222,791	47.16	18,36,552	3,87,339	2,223,891	47.19	0.02
Total Public Shareholding (B)=(B)(1)+ (B)(2)	19,30,177	3,91,389	23,21,566	49.26	19,33,127	388,439	23,21,566	49.26	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4,321,747	3,91,389	47,13,136	100	1,933,119	3,88,439	4,713,136	100	-

B) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered total shares	
1	Konda Laxmaiah	1293250	27.44%	99.66%	1293250	27.44%	99.66%	-
2	Ramlaxman Paraboled Rice Private Limited	10,98,320	23.30%	100%	10,98,320	23.30%	100%	-
	Total	36,24,423	50.74	98.82	36,24,423	50.74	98.82	-

(C) Change in Promoters' Shareholding

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of company	No. of shares	% of total shares of company
	At the beginning of the year				
1	Konda Laxmaiah	23,91,750	50.74	23,91,750	50.74
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.) At the End of the year	NIL			
	TOTAL	23,91,750	50.74	23,91,750	50.74

(D) Shareholding Pattern of top ten Shareholders

(Others than Directors, Promoters & Holders of GDRs & ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of company	No. of shares	% of total shares of company
1.	VASA VENKATESHWARLU	179580	3.81	179580	3.81
2.	GUTTU SOUJANYA	172985	3.67	172985	3.67
3.	GATTU SWARAJYAM	160000	3.39	160000	3.39
4.	VIJAYA VASA	160000	3.39	160000	3.39
5.	KAMALAMMA CHARUGONDLA	160000	3.39	160000	3.39
6.	POLA SAROJANA	159358	3.38	159358	3.38
7.	ANDHRA PRADESH INDUSTRIAL DEVELOPMENT CORPORATION LIMITED	95825	2.03	95825	2.03
8.	SRIMANI VALLABHANENI	50000	1.06	50000	1.06
9.	SANDEEP KUMAR AGARWAL (HUF)	54315	1.15	54315	1.15
10.	PRITTY DEVI SARAWAGI	-	-	47948	1.02

E) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of company	No. of shares	% of total shares of company
	At the beginning of the year				
1	Konda Laxmaiah	-	-	-	-
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.) At the End of the year	NIL			
	TOTAL	-	-	-	-

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(Rs. in Lacs)

Indebtedness at the beginning of the financial year	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	170,848,077	350,997,088	-	521,845,165
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i + ii +iii)	170,848,077	350,997,088	-	521,845,165
Change in Indebtedness during the financial year				
* Addition		-	-	
* Reduction	730,559	77,064,939	-	77,795,498
Net Change				
Indebtedness at the end of the financial year	170,117,518	273,932,149		444,049,667
i) Principal Amount		-	-	
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	170,117,518	273,932,149	-	444,049,667

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs.In Lakhs)

Sl.No.	Particulars of Remuneration	Name of the MD		Total Amount
1	Gross salary		NIL	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		-	-
2	Stock Option		-	-
3	Sweat Equity		-	-
4	Commission		-	-
	- as % of profit		-	-
	- others, specify...		-	-
5	Others, please specify		-	-
	Total (A)		NIL	-
	Ceiling as per the Act		-	-

B. Remuneration to other Directors

(Rs.In Lakhs)

SI.No.	Particulars of Remuneration	Name of Directors			Total Amount
		Satyanarayana Kapuganti	Suresh Silumula		
1	Independent Directors	0	0	0	0
	Fee for attending board committee meetings	0	0	0	0
	Commission	0	0	0	0
	Others, please specify	-	-	-	-
	Total (1)	NIL	NIL	-	NIL
2	Other Non-Executive Directors	Ramakrishna Konda	Soujanya Konda		
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	NIL	NIL	-	NIL
	Total (B)=(1+2)	NIL	NIL	-	NIL
Total Managerial Remuneration		NIL	NIL	-	NIL
Overall Ceiling as per the Act		-	-	-	-

C. Remuneration to key managerial personnel other than MD/Manager/WTD

SI.No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	CFO	CS	
1	Gross salary	NIL	NIL	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	NIL	NIL	NIL	NIL

VI. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY Penalty Punishment Compounding			NIL		
B. DIRECTORS Penalty Punishment Compounding			NIL		
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding			NIL		

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

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

Form No. MR-3

To
The Members,
Raasi Refractories Limited
15-145/9, Kodandaram Nagar Saroor Nagar,
Near sarada Talkies, Hyderabad
Telangana - 500060

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 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:

I 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, 2020 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the Audit Period);**
- 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, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the audit period)**
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(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 (Buyback of Securities) Regulations, 1998 (**Not applicable to the Company during the Audit Period**);
- vi. Other laws applicable to the company as provided by the management as mentioned below:
- Employees State Insurance Act, 1948 and Employees' State Insurance (General) Regulations, 1950;
 - Employees Provident Funds and Miscellaneous Provisions Act, 1952 and the Employees' Provident Funds Scheme, 1952;
 - Payment of Bonus Act, 1965 and the Payment of Bonus Rules, 1965;
 - Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959
 - Contract Labour (Regulation and Abolition) Act, 1970 and the Contract Labour (Regulation and Abolition) Central Rules, 1971;
 - Factories Act, 1948 and the rules made thereunder;
 - Shops and Establishment Act, 1988;
 - Water (Prevention and Control of Pollution) Act, 1974
 - Air (Prevention and Control of Pollution) Act, 1981
 - Environment Protection Act, 1986
 - Public Liability Insurance Act, 1991
 - Indian Boilers Act, 1923

I have also examined compliance with the applicable clauses of the following:

1. Secretarial Standards issued by The Institute of Company Secretaries of India.
2. Listing Agreement entered into by the company with Stock Exchange(s) and SEBI (LODR) Regulations, 2015

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. The Company has not appointed Key Managerial Personnel as required under Section 203 of the Companies Act, 2013. As explained by the management, the company was in the process of selecting a suitable candidate for appointments for the above. However, the company has appointed Company Secretary at a duly held board meeting w.e.f from 01.12.2019
2. The Company has defaulted and delayed in filing various periodical and one time forms to be filed with the Ministry of Corporate Affairs
3. The Company has not maintained cost records as per section 148 of the Companies Act, 2013.
4. The Company has not maintained an active website as on the date of this audit. We are not in a position to comment on the website for the year under review.

5. The Company has not appointed internal auditors as required under section 138 of the Companies Act, 2013 for the financial year 2019-2020.
6. The Company has not updated statutory registers during the audit period
7. The Company has not paid annual listing fees under Regulation 14 of SEBI (LODR) Regulations, 2015.
8. The Company has not submitted the half yearly compliance certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015 to the stock exchange for the half year ending September 2019
9. The Company has not submitted the half yearly compliance certificate from practicing Company Secretary under Regulation 40(9) of SEBI (LODR) Regulations, 2015 to the Stock exchange for the half year ending on September 2019.
10. Other Laws

Management has submitted representation about the Compliances of various labour laws, however the required documents were not produced for audit purpose relating to Boilers Act, 1923; Air (Prevention & Control of Pollution) Act, 1981; Water (Prevention & Control of Pollution) Act, 1974; Water (Prevention and Control of Pollution) Cess Act, 1977; The Public Liability Insurance Act, 1991; Equal Remuneration Act, 1976; Environment Protection Act, 1986; Minimum Wages Act, 1948; Payment of Wages Act, 1936; Payment of Bonus Act, 1965; The Employees' Provident Fund & Misc Provisions Act 1952 and EFP Scheme 1952; The Payment of Gratuity Act, 1972; Apprentice Act 1961; Maternity Benefits Act, 1961; Employees Compensation Act, 1923; Industrial Disputes Act, 1947; The Factories Act, 1948; Shops and Establishment Act, 1988 and also for other industry specific acts as applicable to the company.

Hence I am unable to comment on the Compliance of the above said Acts

I further report that

The Board of Directors of the Company is not duly constituted with proper balance of Executive, Non-Executive Directors and Independent Directors. There are no Changes in the composition of the Board of Directors during the audit period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the company has not entered into / carried out any activity that has major bearing on the company's affairs.

**For BPK Associates
Company Secretaries**

Sd/-

Pavan Kumar Bhattiprolu
Proprietor

M.No: 5399 C.P No: 4774

UDIN: F005399B000711962

Place : Hyderabad

Date : 14th September, 2020

*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.*

“ANNEXURE A”

To
The Members,
Raasi Refractories Limited
15-145/9, Kodandaram Nagar Saroor Nagar,
Near sarada Talkies, Hyderabad
Telangana - 500060

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. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as are appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. During the course of my examination of the books and records of the Company, that has been carried out in accordance with generally accepted practices in India, I have neither come across any instance of fraud on or by the Company, nor the Company has noticed and reported any such case during the year and accordingly the Company has not informed me of any such case.

**For BPK Associates
Company Secretaries**

Sd/-
Pavan Kumar Bhattiprolu
Proprietor

M.No: 5399 C.P No: 4774
UDIN: F005399B000711962

Place : Hyderabad
Date : 14th September, 2020

Annexure – III

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

Information under Section 134(3) (m) of the Companies Act, 2013 read with Rules 8(3) of the Companies (Accounts), Rules, 2014 and forming part of Board’s Report for the year ended 31st March, 2020.

The company has been putting regular efforts to improve Energy efficiency through energy conservative measures.

A. Conservation of Energy

- i. Energy conservation measures taken:
 - The Company has carried out various measures to optimize energy consumption.
 - The Company has replaced conventional electrical cables, MCBs etc. with latest Electrical items.
- ii. Impact of measures taken:
 - Reduction in annual diesel oil consumption
 - Continuous alertness of power saving
- iii. Steps taken for utilizing alternate sources of energy:
 - The management takes effective steps to ensure minimal consumption of energy.
- iv. Capital investment on energy conservation equipment’s:
 - Capital expenditure has not been accounted for separately.

B. Technology absorption Research and Development (R & D)

- i. Efforts in brief made towards Technology Absorption
 - The Company has adopted indigenous Technology for manufacture of formulations and no imported technology is involved.
 - The Company has an in house R & D Division for improving the quality, productivity and for developing the new viable products
- ii. Benefits derived as a result of the above efforts:
 - Improving in product quality and productivity
 - Enhanced products range to address emerging market opportunities
- iii. Imported technology (imported during the last three years reckoned from the beginning of the financial year):
 - Not applicable as no technology was imported during the last three years.
- iv. Expenditure incurred on Research and Development
 - R & D Expenditure has not been accounted for separately

C. Foreign Exchange Earnings and Outgo

The Company is making continuous efforts for exploring export market for Triphenyl Phosphine. Due to these efforts the Company was successful in identifying potential foreign buyers.

The Foreign Exchange used and earned during the year:

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Foreign Exchange Earning	NIL	NIL
Foreign Exchange Outgo	NIL	NIL

By order of the Board

SATYANARAYANA KAPUGANTI

Director

Place : Hyderabad

Date : 14th November, 2020

(DIN: 07959357)

MANAGEMENT DISCUSSION AND ANALYSIS**Company overview:**

Management presents herein the industry overview, opportunities and threats, initiatives by the Company and its overall strategy for the future. This outlook is based on the assessment of current business environment, which may vary due to the future economic and other developments both in India and abroad.

A. Industry Structure & Development

Fortune of your Company which is in refractory industry is directly linked to the performance of Steel Industry as it is the largest consumer of refractory products. The other consumers of refractory products are Cement, Copper, Glass, Aluminum and Petro-chemical industries etc. which are witnessing reasonable growth, all these factors will have a very positive impact on the growth of refractory industry in near future.

Products of Raasi Refractories are manufactured at its manufacturing facility at Hyderabad, in Telangana. The Company has ongoing programs for improving efficiency and effectiveness of its manufacturing processes, raw material cost, energy conservation, control over working capital and to produce special refractories at low cost so as to add maximum value to the customers. Energy efficient installations have been made at the factory. Best in class safety measures and processes have been put in place and improved upon at the factory and all working sites.

B. Opportunities & Threats**Opportunities**

The refractories industry largely follows trends set by its main driver, the steel industry. Iron and steel production is responsible for up to 70 % of the total demand for Refractories; therefore the profitability of the refractories industry as a whole is strongly influenced by steel production levels and steel plant investments.

Consequent technology advancement in steel making processes, major opportunity lies in manufacturing of continuous casting refractories, special monolithics viz. Castables; Plastic based ramming mass and gunning materials, etc. The Company is having its vision in line to this technology change. Demand for refractories has increased substantially due to increased steel and Aluminum production in India.

Threats

Competition in refractory industry is building up. Lot of consolidation and re-organization is taking place in refractory industry. Input costs mainly the increase in cost of raw materials is also a cause of concern for refractory industry. Cost reduction measures will play an important role in keeping the unit viable in the face of stiff competition. Your Company has taken several cost reduction measures for improving operations to bring down the cost of production and is hopeful to successfully meet the challenges of competition. Further the company is continuously pursuing for some large orders from the consumers in India

Your Company is taking steps to take on the challenges and strengthen its brand image in neighboring states as well as in Telangana where the company is already a brand leader. Power remains another major threat to the industry. Severe power shortage and high cost of power in the State has rendered most of the factories very non remunerative.

COVID-19 pandemic has disrupted supplies, demand, human resource and created uncertainty to Industrial growth.

C. Segment or Product Wise Performance

Your company operates in only one business segment and one product viz., refractories.

D. Outlook

Market outlook in future for refractory seems good. Per capita consumption of steel in India is being far below in comparison to the international standards. It is expected that the demand for increase of domestic steel production will be robust and this will have positive impact in refractory consumption. Growth in real estate and consumer durable sector will lead to increase in cement, glass and special alloys production. This will also necessitate use of better quality refractories. Your Company's effort to keep pace with changing technology which offer superior product will ensure not only retention of existing business but also increase the business volume wherever such products are used.

E. Risks & Concern

The nationwide lockdown has disrupted the production of all refractory manufacturers. Despite the disruption and curtailments in steel production, there is demand of refractory material. Indian refractory manufacturers are dependent on China for key raw materials like Bauxite and Magnesite. Clogged logistical network and lack of transportation facilities are taking toll on timely delivery of raw material. Due to Corona the supply is erratic from China. It is very difficult to comment on forecast, even to comment on short term outlook is difficult because of Government's action which are changing the situation on day to day basis.

Another major area of concern is availability of adequately qualified and competent workforce. The Industry is facing countless difficulties both in terms of increasing raw material and other input costs as well as the availability, further the negotiating power of the refractory makers is poor mainly due to their size as it caters to the industries which is far bigger in sizes like aluminum, steel, cement etc.

F. Discussion on Financial Performance with respect to Operational Performance

Your Company has achieved the gross turnover of Rs 4821.64 lacs against a turnover of Rs. 4126.51 lacs achieved during the previous financial year. The Company has achieved a Net profit of Rs 121.42 lacs as against profit of Rs 404.63 lacs during previous year.

G. Material developments in Human Resources/Industrial Relations front including number of people employed

It is your Company's belief that the competence and commitment of its people are key drivers of competitive advantage enabling the Company to compete successfully in the market place. Your Company endeavors to strengthen organizational culture in order to attract and retain the best talent and bring out the best in people.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objective, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, among others, economic conditions affecting demand / supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws and other statutes and incidental factors.

By order of the Board

SATYANARAYANA KAPUGANTI

Director

Place : Hyderabad

Date : 14th November, 2020

(DIN: 07959357)

REPORT ON CORPORATE GOVERNANCE

1. COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company’s Philosophy of Corporate Governance is in assisting the management for operating the industry in efficient way and meeting the obligations of shareholders and stakeholders. The Company believes in hard and sincere work for achieving goals and enhancing the long term values of the Company.

Raasi Refractories Limited believes strongly that Corporate Governance is a comprehensive code of best practices being designed to achieve the high standards of the corporate behavior and the Company is committed for the policy. The Company has practiced for good Corporate Governance.

Raasi Refractories Limited has created an environment for upholding the values like transparency, Integrity, accountability and responsibility while trying to enhance the long term values of the Company for its shareholders and stake holders.

2. BOARD OF DIRECTORS:

Composition and Category of Directors:

As on 31st March 2020, the Company’s Board consists of 6 members. The Chairman of the Board is Non-Executive Director. The Board has 3 Non-Executive Non Independent Directors, 2 Non Executive Independent Directors and 1 Nominee Director.

The details of the composition are as follows:

Name	Category	No.of Directorships		No.of Committees	
		Public	Private	Member (including chairmanships)	Chairman
SURESH SILUMULA	Non-Executive - Independent Director	1	0	3	0
SATYANARAYA KAPUGANTI	Non-Executive - Independent Director	1	0	3	3
SOUJANYA KONDA	Non-Executive – Non Independent Director	1	0	0	0
VENKANNA KONDA	Non-Executive - Non Independent Director, Chairperson related to Promoter	1	1	3	0
RAMA KRISHNA KONDA	Non-Executive – Non Independent Director	1	0	0	0
K RAJENDRA PRASAD	Non-Executive - Nominee Director	3	0	0	0

None of the Directors hold equity shares in the company

Board Meetings

The Board met Four times during the year on 30/05/2019, 14/08/2019, 14/11/2019, 14/02/2020. The Board meets at least four times a year with a maximum gap of one hundred and twenty days between any two meetings. Additional meetings are held, whenever necessary.

The particulars of attendance of Directors at the Board Meetings and Annual General Meetings by Directors for the financial year ended 31.03.2020 has been set out here below:

S No.	Name of the Director	Designation	Attendance on Meetings held on				Attendance at last AGM on 30-09-2019
			30/05/2019	14/08/2021	14/11/2019	14/02/2020	
1	SURESH SILUMULA	Independent Director	NO	NO	YES	YES	YES
2	SATYANARAYA KAPUGANTI	Independent Director	YES	YES	YES	YES	YES
3	SOUJANYA KONDA	Woman Director	YES	YES	NO	NO	YES
4	VENKANNA KONDA	Director	YES	NO	NO	YES	YES
5	RAMA KRISHNA KONDA	Director	YES	NO	YES	NO	NO
6	K RAJENDRA PRASAD	Nominee Director	NO	NO	NO	NO	NO

3. BOARD COMMITTEES:

Details of the Board Committees and other related information are provided hereunder:

3.1.AUDIT COMMITTEE:

(i) Brief description of terms of reference:

The terms of reference stipulated by the Board to the Audit Committee includes review of the following:

- Management Discussion and Analysis of financial position and results of operations;
- Statement of significant related party transactions submitted by Management;
- Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
- Internal Audit Reports relating to internal control weaknesses; and the appointment, removal and terms of remuneration of the Chief Internal Auditor
- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditor and the fixation of Audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
- The annual financial statements before submission to the Board for approval, with particular reference to following with the Management:
 - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of Clause (3C) of Section 134 of the Companies Act, 2013
 - ii. Changes, if any, in accounting policies and practices and reasons for the same.
 - iii. Major accounting entries involving estimates based on the exercise of judgment by Management
 - iv. Significant adjustments made in the financial statements arising out of Audit findings

- v. Compliance with listing and other legal requirements relating to financial statements
- vi. Disclosure of any related party transactions
- vii. Qualifications in the draft Audit Report.
- Reviewing, with the Management, the quarterly financial statements before submission to the Board for approval.
- Reviewing, with the Management, performance of Statutory and Internal Auditors, adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the Internal Audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with Internal Auditors any significant findings and follow up there on.
- 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.
- Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To review the functioning of the Whistle Blower Mechanism.

(ii) Composition and meetings:

The Audit Committee met four times during the year on 30/05/2019, 14/08/2019, 14/11/2019, 14/02/2020. All the members of the audit committee are financially literate. The Chairman attended the last annual general meeting to answer shareholders’ queries. The Particulars of composition of the audit committee and the details of attendance is as follows :

S No.	Name of the Director	Designation	Attendance on Meetings held on			
			30/05/2019	14/08/2019	14/11/2019	14/02/2020
1.	Satyanarayana Kapuganti	Chairman	Yes	Yes	Yes	Yes
2.	Suresh Silmula	Member	Yes	Yes	Yes	Yes
3.	Konda Venkanna	Member	Yes	Yes	Yes	Yes

The Statutory Auditors and Internal Auditors of the Company have also attended the above meetings on invitation. The recommendations made by the Audit Committee from time to time have been followed by the Company.

The Chairman of the Audit Committee has attended the Annual General Meeting to answer the queries raised by the Shareholders regarding Audit and Accounts.

The Company continued to derive immense benefit from the deliberation of the Audit Committee comprising of Non-Executive Independent Directors.

3.2.NOMINATION & REMUNERATION COMMITTEE:

(i) Brief description of terms of reference:

The brief terms of reference of the Nomination and Remuneration Committee, inter alia, include the following:

- a. Identifying and selection of persons for appointment as directors and senior management in accordance with the criteria laid down and to recommend to the Board their appointment.
- b. Formulate the criteria for determining qualifications, positive attributes and independence of a Director.
- c. Recommend/review remuneration of the Managing Director and Whole time Director(s) based on performance and defined assessment criteria.
- d. Recommend to the Board a policy for selection and appointment of Directors, Key Managerial Personnel and other senior management positions.
- e. Formulate and review criteria for evaluation of performance of the Board of Directors
- f. Devise a policy on Board diversity.
- g. Succession planning for the Board level and key management positions.
- h. Carry out any other function as mandated by the Board from time to time and/or enforced by any statutory notification/amendment.

(ii) Composition and meetings:

The committee did not meet during the year as there was no need for appointment / resignation any Director / KMP. The Chairman attended the last annual general meeting to answer shareholders’ queries. The Particulars of composition of the Nomination and Remuneration committee is as follows:

S No.	Name of the Director	Category	Designation
1.	Satyanarayana Kapuganti	Independent Director	Chairman
2.	Suresh Silmula	Independent Director	Member
3.	Konda Venkanna	Non-Independent Director	Member

The Company Secretary acts as the secretary to the Nomination and Remuneration Committee.

(iii) REMUNERATION POLICY:

The Nomination and Remuneration Committee has adopted a Nomination and Remuneration Policy which, inter-alia, deals with the manner of selection of Board of Directors, KMP & other senior management and their remuneration. The extract of the same is as follows:

a) Remuneration to Executive Director and KMP:

Executive Directors and KMP are eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The Executive Director and KMP remuneration is determined based on levels of responsibility and scales prevailing in the industry. The executive directors are not paid sitting fee for any Board/Committee meetings attended by them.

b) Remuneration to Non-Executive Directors:

The Non- Executive / Independent Director may receive remuneration by way of sitting fees for attending meetings of Board or Committees thereof.

- (i) Details of Remuneration of Non - Executive Directors: The Company does not pay sitting fees to the Non-executive Directors.

- (ii) Pecuniary relationship or transactions of Non-Executive Director: Apart from attending the Board and Audit Committee Meetings, the Nonexecutive Independent Directors do not have any other material pecuniary relationship or transactions with the Company, its promoters or its Management, which in the opinion of the Board may affect independence of judgment of such Directors.
- (iii) Details of Remuneration to Executive Directors: The Company do not pay sitting fees to the Executive Directors

c) FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS:

Your Company follows a structured orientation and familiarization programme through various reports/codes/internal policies for all the Directors with a view to update them on the Company's policies and procedures on a regular basis.

Periodic presentations are made at the Board Meetings on business and performance, long term strategy, initiatives and risks involved. The framework on familiarization programme has been posted in the website of the Company.

d) INDEPENDENT DIRECTORS' MEETING:

During the year, 1 meeting of Independent Directors on 4th February, 2020 was held to review the performance of the Board as a whole on parameters of effectiveness and to assess the quality, quantity and timeliness of flow of information between the management and the Board.

Composition & Meeting

S No.	Name of the Director	Designation	Attendance on 04/02/2020
1.	Satyanarayana Kapuganti	Non-Executive Independent Director	Present
2.	Suresh Silmula	Non-Executive Independent Director	Present

e) PERFORMANCE EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, 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 Board Committees. A structured questionnaire was prepared after circulating the draft forms, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

The Performance evaluation of the Chairman and Managing Director and the Non-Independent Directors was carried out by the Independent Directors. The Directors express their satisfaction with the evaluation process.

4. GENERAL BODY MEETINGS:

- i) Details of the location and time of the last three Annual General Meetings of the company are as follows:

Year	Locations	Date	Time
2018-19	Kummara Samkshema Sangam, H No. 10-1-105, Trimurty Colony, Lingoji Guda, Saroor Nagar, Hyderabad-500 035	30.09.2019	10.00 AM
2017-18	Kummara Samkshema Sangam, H No. 10-1-105, Trimurty Colony, Lingoji Guda, Saroor Nagar, Hyderabad-500 035	29.09.2018	10.00 AM
2016-17	Kummara Samkshema Sangam, H No. 10-1-105, Trimurty Colony, Lingoji Guda, Saroor Nagar, Hyderabad 500 035	29.09.2017	10.30 AM

- ii) Whether any special resolutions passed in the previous 3 AGMs

2016-17: Nil

2017-18: Nil

2018-19: Nil

There were no occasions to pass Special Resolutions through postal ballot on any of the matters specified under provisions of SEBI (LODR) Regulations, 2015 and provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

Further, no such resolution is proposed to be placed for the approval of the shareholders at the forthcoming Annual General Meeting.

5. DISCLOSURES:

- (i) Disclosures on materially significant related party transactions i.e., transactions of the company of material nature, with its promoter, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of company at large.

Besides the transactions mentioned elsewhere in the Annual Report, there were no materially significant related party transactions during the year conflicting with the interest of the Company.

- (ii) Details of non-compliance by the company, penalties, and strictures imposed on the company by Stock Exchange, SEBI or any statutory authority, on any matter related to capital markets, during the last three years: Nil.

- (iii) Whistle Blower Policy:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of SEBI(LODR) Regulations, 2015, the Company has formulated Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of

the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The policy is available on the Company website.

(iv) Non Mandatory Requirements:

Adoption of non-mandatory requirements of SEBI (LODR) Regulations, 2015 is being reviewed by the Board from time to time.

Core Skill/Expertise/Competencies

As stipulated under Schedule V of the SEBI Listing Regulations, core skills / expertise / competencies, as required in the context of the business and sector for it to function effectively and those actually available with the Board have been identified by the Board of Directors.

Chart/Matrix of such core skills/expertise/competencies is given in the Table below:

List of Core Skills/Expertise/Competencies identified by the Board of Directors

S.No.	Name of the Director	Core Skills/Expertise/Competencies
1.	Sri Konda Venkanna	Business Development
2.	Smt. Konda Soujanya	Human Resource
3.	Sri Konda Ramakrishna	Business Strategy
4.	Sri Satyanarayana Kapuganti	Statutory Compliances
5.	Sri Suresh Silumula	General Management
6.	Sri Rajendra Prasad Kandikattu	Nominee Director

Non-Disqualification of Directors

None of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

Fees Paid to Statutory Auditors

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all the entities in the network firm/network entity of which the statutory auditor is a part, are as follows:

During the year the Company has paid Rs. 2,72,000/- to the auditors.

6. MEANS OF COMMUNICATION:

i) Financial / Quarterly Results:

The Company intimates unaudited as well as audited financial results to the Stock Exchanges, immediately after the Board Meetings at which they are approved. The results of the Company are also published in at least one prominent national and one regional newspaper having wide circulation. Normally the results are published in Business Standard (English) and Nava Telangana (Telugu)

ii) Newspapers wherein results normally published:

The official news releases are published in Business Standard (English) and Nava Telangana (Telugu) Newspapers, Detailed presentations made to institutional investors, financial analyst.

iii) Website:

The website contains a separate dedicated section for the Company's "Investor Relations" where shareholders' information is available. The full Annual Report, shareholding pattern etc., is also available in the 'Investor Relations' sections on the website of the Company.

CEO/ CFO Certification

In line with the requirements of Regulation 17 of the Listing Regulations, Sri Satyanarayana Kapuganti, Director and Sri Sistla Subramanian Sastry, CFO have submitted a certificate to the Board, certifying inter-alia, that the Financial Statements and the Cash Flow Statement for the year ended March 31, 2020 were reviewed to the best of their knowledge and belief, that they do not contain any material untrue statement, do not omit any material facts, are not misleading statements, together present a true and fair view and are in compliance with the applicable laws and regulations. The certificate further confirms that the transactions entered into by the Company for establishing internal control, financial reporting, evaluation of the internal control systems and making of necessary disclosures to the Auditors and the Audit Committee have been complied with.

7. The Management Discussion and Analysis Report:

A Report of the Management Discussion and Analysis is attached as part of the Annual Report.

i) GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting	Date : 31 st December, 2020 Time : 11.00 A.M. (Thursday)
Financial Calendar	1 st April 2019 to 31 st March 2020.
Date of Book Closure	
Listing on Stock Exchanges	BSE Ltd
Stock Code	502271
ISIN Number for NSDL & CDSL	INE858D01017

ii) Registrar and Transfer Agents

Share Transfers & Communication regarding Share Certificates, Dividends & Change of Address may be sent to

M/s. Aarathi Consultants Pvt Ltd.,
 Regd. Office: 1-2-285, Domalguda,
 Hyderabad – 500029
 Phone No's: 040-27638111, 27634445,
 Fax: 040-27632184,
 Email: info@aarthiconsultants.com, Website: www.aarthiconsultants.com

iii) Share Transfer System

The Shares lodged for transfer at the Registrar's address are normally processed within 15 days from the date of lodgment, if the documents are clear in all respects. All requests for dematerialization of shares are processed and the confirmation is given to the depositories within 15 days. With a view to expedite the process of share transfers, the Board has appropriately delegated the powers of approval of share transfers. The work of Registrars and Share Transfer Agents is being monitored and reviewed. The dematerializations of shares are directly transferred to the beneficiaries by the Depositories.

iv) Reconciliation of Share Capital Audit:

As stipulated by the SEBI, a qualified Practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted Capital with NSDL and CDSL and the total issued and listed capital. The Audit is carried out every quarter and the Report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors. The Report inter-alia confirms the total listed and paid up share capital of the Company is in agreement with the aggregate of the total dematerialized shares and those in the physical mode.

v) Distribution of shareholding Pattern as on 31st March, 2020:

CATEGORY	NO. OF SHARES	% OF SHARES
NSDL	1874235	39.77
CDSL	2450462	51.99
PHYSICAL	3,88,439	0.02
TOTAL	47,13,136	100

 vi) Shareholding Pattern as on 31st March, 2020:

Category	No. of Shares	% Holding
Promoters	2391570	50.74
Institutional Investors	1850	0.04
Bodies Corporate	19159	0.41
State Government	95825	2.03
Individuals	2194111	46.55
NRI	10471	0.22
Clearing Members	50	0.00
Trust	100	0.00
Total	4713136	100

vii) Dematerialization of Shares & Liquidity

The trading in Company's shares is permitted only on dematerialized form. In order to enable the shareholders to hold their shares in electronic form and to facilitate scrip-less trading, the Company has enlisted its shares with NSDL and CDSL.

viii) Outstanding ADRs / GDRs / Warrants or any : Nil

ix) Listing on Stock Exchanges

The equity shares of the Company are listed on BSE. The annual listing fee for the year 2019-20 has not been paid to the stock exchange. The Company's stock exchange codes are as mentioned below. The Company will pay the annual custodial fee for the year 2019-20 to both the depositories namely, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on receipt of the invoices.

x) Stock Market Data

The below mentioned Table gives the monthly high and low prices of the Company's equity shares on BSE for the year 2019-20.

Month	BSE Limited	
	High (In Rs.)	Low (In Rs.)
April, 2019	7.22	4.68
May, 2019	5.15	4.42
June, 2019	5.30	5.06
July,2019	5.30	3.80
August, 2019	6.18	4.00
September, 2019	6.48	5.86
October, 2019	5.57	5.04
November, 2019	4.86	4.40
December, 2019	4.18	3.80
January, 2020	4.00	3.63
February, 2020	3.49	3.03
*March, 2020	3.33	3.33

*Trading in the shares of the company during the month of March was suspended due to penal reasons.

xi) **Distribution Schedule :**

The below mentioned table gives the distribution schedule of equity shares of the Company for the year ending 31st March, 2020.

Sl. No.	Category	No.of shareholders	%	No.of shares	%
1	1-5000	5420	95.47	501949	10.65
2	5001-10000	118	2.08	91338	1.94
3	10001-20000	62	1.09	92687	1.97
4	20001-30000	19	0.33	46797	0.99
5	30001-40000	16	0.28	55242	1.17
6	40001-50000	7	0.12	34448	0.73
7	50001-100000	17	0.3	113848	2.42
8	100001 & above	18	0.32	3776827	80.13
	TOTAL	5677	100	4713136	100

8. A code of conduct is duly approved by the Board is communicated to all Directors and Senior Management of the company and affirmed by them as to its compliance on an annual basis. Code conduct is posted on website of the Company. A declaration to this effect signed by Chairman & Managing Director of the Company forms part of this report.

9. **Address for Correspondence**

Sl. No.	Shareholders Correspondence for	Address
1.	Transfer/Dematerialization/ Consolidation / Split of shares, Issue of Duplicate Share Certificates, Non-receipt of dividend/ Bonus.	M/s. Aarthi Consultants Pvt.Ltd Regd.Office:1-2-285, Domalguda, Hyderabad - 500 029. Phone No's : 040-27638111, 27634445, 27642217, 66611921 Fax: 040-27632184, Email: info@aarthicconsultants.com, Website: www.aarthicconsultants.com
2.	Shareholders general correspondence/ Queries on Annual Report.	RAASI REFRATORIES LIMITED 15-145/9, Kodandaram Nagar Saroornagar, Near Sarada Talkies Hyderabad - 500060. Tel: +91 040-24054462 E-mail: marketing@raasi.in

10. Depository Services:

For guidance on Depository Services, Shareholders may write to the Company or to the respective Depositories:

National Securities Depository Ltd Trade World, 4 th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 Tel : 091-022-24972964-70 Fax : 091-022-24972993 / 24976351 Email : info@nsdl.co.in	Central Depository Services (India) Ltd PhirozeJeejeebhoy Towers, 17 th Floor, Dalal Street, Mumbai – 400 023 Tel : 091-022-22723333/22723224 Fax: 091-022-22723199 Email : investors@cdslindia.com
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11. Company's Policy on prevention of Insider Trading:

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, and in continuation with your Company's efforts to enhance the standards of corporate governance in the Company and to strictly monitor and prevent insider trading within the company, your company has in place a Code of Conduct which is approved by the Board.

On December 31, 2018, Securities and Exchange Board of India amended the Prohibition of Insider Trading Regulations, 2015, prescribing various new requirements with effect from April 1, 2019. In line with the amendments, your Company has adopted an amended Code of Conduct to regulate, monitor and report trading by Designated Persons and their Immediate Relatives under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. This Code of Conduct also includes code of practices and procedures for fair disclosure of unpublished price sensitive information.

12. Plant Location:

The Company's Plant is located at:
Raasi Refractories Limited
Lakshmipuram, Narketpally,
Nalgonda District, Telangana – 508254

13. Address for Correspondence:

Raasi Refractories Limited
15-145/9, Kodandaram Nagar,
Saroornagar, Near Sarada Talkies
Hyderabad- 500060.

Declaration of compliance with Code of Conduct

This is to certify that the Company had laid down code of conduct for all the Board members and Senior Management Personnel of the Company and the same is uploaded on the website of the Company www.raasi.in

Further, I hereby confirm that the Company has obtained from all the members of the Board of Directors and Senior Management Personnel affirmation that they have complied with the code of conduct applicable to them during the year ended 31st March 2020.

By order of the Board

SATYANARAYANA KAPUGANTI

Director

Place : Hyderabad

Date : 14th November, 2020

(DIN: 07959357)

Chairman and Chief Financial Officer Certification

This is to certify that

- a. We have reviewed financial statements and the cash flow statement for the year 2019-20 and that to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the company'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 company during the year which are fraudulent, illegal or violate the company'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 company 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. We have indicated to the auditors and the Audit committee
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. 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 company's internal control system over financial reporting.

Place : Hyderabad

Date : 14th November, 2020

(Satyanarayana Kapuganti)
Director
(DIN: 07959357)

(Sistla Subrahmanya Sastry)
Chief Financial Officer

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of **RAASI REFRACTORIES LIMITED**

We have examined the compliance of conditions of Corporate Governance by Raasi Refractories Limited, for the year ended 31st March, 2020 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015").

The compliance of these conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance as stipulated in the said Clause. 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 Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For VMM & Co
Chartered Accountants

Firm Regd. No. 014297S
(CA Murali Mohan V)
Partner
(M.No.214167)

Place : Hyderabad
Date : 4th September, 2020

INDEPENDENT AUDITOR'S REPORT

To

The Members of Raasi Refractories Limited

We have audited the stand alone financial statements of **RAASI REFRATORIES LIMITED ("the company")** which comprise the stand alone Balance Sheet of as at **31st March, 2020** and the Statement of Profit and Loss, Statement of Changes in equity and statement of cash flows for the year then ended, and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

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 31 March 2020, and profit and other comprehensive income, changes in equity and its cash flows for the year ended 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 Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Other Information

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 auditors' 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 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 RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The company 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 financial statements that give a true and fair view of the state of affairs, profit/loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

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

- Identify and assess the risk of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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 of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.

A. 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 appears from our examination of those books.
- c. The stand alone Balance Sheet, the stand alone Profit and Loss (Including other comprehensive income), the stand alone Statement of Changes in equity and stand alone statement of cash flows dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid stand alone financial statements comply with the IND AS specified under section 133 of the Act.
- e. On the basis of written representations received from the directors, as on **31st March, 2020**, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on **31st March, 2020** from being appointed as a director in terms of 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to 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 :

- a. The company does not have any pending litigations as on **31st March, 2020** which would impact its financial position in its stand alone financial statements.
- b. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; and
- d. The disclosures in its standalone financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 have not been made in these standalone financial statements since they do not pertain to the financial year ended 31 March 2020.
- c. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For VMM & Co
Chartered Accountants

Firm Regd. No. 014297S
(CA Murali Mohan V)

Partner

(M.No.214167)

UDIN:20214167AAAACB3357

Place : Hyderabad

Date : 4th September, 2020

ANNEXURE A TO THE AUDITORS' REPORT

With reference to Annexure A referred to in Independent Auditors' Report to the members of the **RAASI REFRACORIES LIMITED** on the standalone financial statements for the year ended **31 March 2020**, we report the following :

1. Fixed Assets

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

As such there are no properties are taken on lease long term basis except which are temporary and short term and hence this lease clause may be treated as not applicable or NIL

2. Inventories

The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. In our opinion, and according to the information and explanations given to us, procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. The Company is maintaining proper records of Inventory and the discrepancies noticed on physical verification of stocks were not material.

3. According to the information and explanations given to us, and as per information and explanations provided to us by the management, the company has not granted any loans during the period under review covered in the registers maintained under section 189 of the Companies Act, 2013. Since there are no loans granted sub-clauses a, b and c are not applicable.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans given, investments made, guarantees and securities given. Accordingly, paragraph 3(iv) of the Order is not applicable to the Company
5. The Company has not accepted any deposits from the public within the meaning of the directives issued by Reserve Bank of India , provisions of section 73 to 76 of the Act, any other relevant provisions of the Act and the relevant rules framed thereunder.
6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
7. a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities and the outstanding stator dues as at the end of the financial year outstanding for more than months are as follows.

Nature of Statutory Dues	Undisputed
	Amount (Rs. in Lakhs)
Tax Deducted at Source	14.60
Provident Fund	28.44
Employee State Insurance	6.67

- b. According to the information and explanations given to us, there exists some outstanding balances as disputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears for a period of more than six months from the date they became payable as at the end of the financial year.

Nature of statutory dues	Dispute Amount (Rs. in Lakhs)
Provident Fund	90.47
Income Tax	14.48

8. According to the information and explanations given to us there exists delay in in repayment of loans and borrowing to a financial institution, banks during the year under audit.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **VMM & Co**
Chartered Accountants

Firm Regd. No. 014297S
(CA Murali Mohan V)
Partner
(M.No.214167)
UDIN:20214167AAAACB3357

Place : Hyderabad
Date : 4th September, 2020

ANNEXURE-B TO THE AUDITORS 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 with reference to standalone financial statements of **RAASI REFRACTORIES LIMITED** (“the Company”) as of **31 March 2020** in conjunction with our audit of financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2020, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls With reference to standalone financial statements issued by the Institute of Chartered Accountants of India (the “Guidance Note”).

Management’s Responsibility for Internal Financial Controls

The Company’s management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls with reference to standalone financial statements (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 with reference to standalone financial statements were established and maintained and whether 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls, 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 judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

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

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at **31 March 2020**, based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls With reference to standalone financial statements issued by the Institute of Chartered Accountants of India

For **VMM & Co**
Chartered Accountants

Firm Regd. No. 014297S
(CA Murali Mohan V)
Partner
(M.No.214167)

Place : Hyderabad
Date : 4th September, 2020

UDIN:20214167AAAACB3357

AUDITED STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH 2020

Particulars	Note No.	31st March 2020 Rs.	31st March 2019 Rs.
ASSETS			
Non-current assets			
Property, Plant and Equipment	2	61,241,036	61,971,899
Capital work-in-progress	2	26,763,877	26,763,877
Total non-current assets		88,004,913	88,735,776
Current assets			
Inventories	3	71,153,308	58,502,210
Financial assets			
Trade receivables	4	138,556,988	248,268,156
Cash and cash equivalents	5	2,411,634	3,660,604
Other bank balances	6	7,943,028	5,856,150
Other financial assets	7	47,365,731	53,305,362
Other current assets	8	698,931	8,494,706
Total current assets		268,129,620	378,087,188
TOTAL ASSETS		356,134,533	466,822,964
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	9	47,131,360	47,131,360
Other equity	10	(206,879,131)	(219,021,004)
Total Equity		(159,747,771)	(171,889,644)
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	11	297,054,614	366,750,713
Provisions	12	2,570,516	2,570,516
Deferred tax liabilities		10,454,535	10,454,535
Other Non-current liabilities	13	37,699,964	37,699,964
Total Non-current liabilities		347,779,629	417,475,728
Current liabilities			
Financial liabilities			
Borrowings	14	146,995,053	155,094,452
Trade Payables	15	6,150,816	7,750,905
Other financial liabilities			
Other current liabilities	16	14,956,806	58,391,523
Provisions			
Total current liabilities		168,102,675	221,236,880
TOTAL EQUITY AND LIABILITIES		356,134,533	466,822,964

“See accompanying notes forming part of the financial statements”

AS PER OUR REPORT OF EVEN DATE

for and on behalf of the Board

For VMM & Co
Chartered Accountants
Firm Regd. No. 014297S

for Raasi Refractories Limited

(CA Murali Mohan V)
Partner
(M.No.214167)
UDIN:20214167AAAACB3357

S. SURESH
Director

K. SATYANARAYANA
Director

Place: Hyderabad
Date : 04-09-2020

AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MAR 2020
(Amount in Rs.)

Particulars	Note No.	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Revenue from operations	17	482,164,034	412,651,402
Other Income	18	473,001	746,207
Total income		482,637,035	413,397,609
Expenses			
Cost of materials consumed	19	296,393,606	198,316,184
Changes in inventories of finished goods, work in progress and stock in trade	20	(17,989,518)	92,586,581
Employee benefit expense	21	1,462,568	7,167,855
Finance cost	22	23,014,013	35,101,584
Depreciation and amortization expense	2	2,969,900	2,875,251
Other expenses	23	160,584,112	61,765,059
Total expenses		466,434,681	397,812,513
Profit/(loss) before extraordinary, exceptional items and tax		16,202,354	15,585,096
Extraordinary items	24	-	24,877,749
Exceptional items		-	-
Profit/(loss) before tax		16,202,354	40,462,845
Tax expense			
(i) Current tax		1,479,047	-
(ii) Previous years tax		2,581,434	-
(ii) Deferred tax		-	-
Net profit/(loss) for the period/year		12,141,873	40,462,845
Other comprehensive income			
A (i) Items that will not be reclassified to Statement of Profit and loss		-	(451,498)
(ii) Income tax relating to items that will not be reclassified to Statement of Profit and loss		-	-
B (i) Items that will be reclassified to Statement of Profit and loss		-	-
(ii) Income tax relating to items that will be reclassified to Statement of Profit and loss		-	-
Total comprehensive Income		12,141,873	40,011,347
Earnings per equity share (EPS)			
Paid up Equity Share Capital (Face value of Rs.10/- each per equity share)		4,713,136	4,713,136
Basic and Diluted Earnings per share of Rs.10/- each (<i>not annualised</i>) Rs.		2.58	8.49

See accompanying notes forming part of the financial statements

AS PER OUR REPORT OF EVEN DATE

for and on behalf of the Board
For VMM & Co
Chartered Accountants
Firm Regd. No. 014297S
for Raasi Refractories Limited
(CA Murali Mohan V)
Partner
(M.No.214167)
UDIN:20214167AAAACB3357
S. SURESH

Director

K. SATYANARAYANA

Director

Place: Hyderabad

Date : 04-09-2020

NOTES FORMING PART OF THE FINANCIAL STATEMENT.**Note Particulars****1 Corporate Information**

Raasi Refractories Limited is engaged in manufacture and sale of refractories

1.1 Significant accounting policies

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

1.2 Basis of Preparation and Presentation

The financial statements have been prepared on the historical cost basis and on accrual basis in accordance with the Indian Accounting Standards ("Ind AS") notified under the companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendments Rules, 2016

1.3 Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

1.4 Property, plant and equipment

Property, plant and equipment are stated at cost, net off recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price and any cost directly attributable to bringing the assets to its working conditions for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Gains and losses upon disposal of an item of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of property, plant and equipment and are recognised in the statement of profit and loss.

Depreciation on property, plant and equipment is provided using written down value method. Depreciation is provided based on useful life of the assets as prescribed in schedule II to the companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

1.5 Financial Assets**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchase and sale of financial assets are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement**i. Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii. Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

iii. Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

For trade receivables, Company applies 'simplified approach' for recognition of impairment loss allowance on the trade receivable balances. The application of simplified approach require the Company to recognise impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

Financial Liabilities

Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable transaction costs. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition of financial instruments

A financial asset (or a part of the financial asset) is derecognized from the Company's balance sheet when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of the financial liability) is derecognized from the Company's balance sheet when the obligation under the liability is discharged or cancelled or expires.

1.6 Cash and cash equivalents

Cash and cash equivalents consist of cash at banks and on hand, demand deposits and other short term deposits that are readily convertible into known amounts of cash, are subject to insignificant risk of changes in value and have a maturity of three months or less.

1.7 Inventories

Inventories consist of raw materials, stores and spares, work-in-progress and finished goods are measured at the lower of cost and net realisable value after providing for obsolescence. The cost of all categories of inventories is based on the weighted average method. Cost includes expenditures incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of finished goods and work-in-progress, cost includes an appropriate share of overheads based on normal operating capacity. Net realisable value is the

estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expense.

1.8 Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated to determine the extent of impairment if any.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or the cash-generating unit.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). An impairment loss is recognised in the statement of profit and loss to the extent, the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

1.9 Provisions, Contingent Liabilities and Contingent Assets

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A contingent liability is disclosed when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets

Contingent assets are not recognised in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

1.10 Revenue recognition

Effective 1st Apr, 2018 the Company has applied Ind AS 115. This comprehensive new standard will supersede existing revenue recognition guidance, and requires an entity to recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

i. Sale of goods

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs can be estimated reliably, there is no continuing effective control or management involvement with the goods, and the amount of revenue can be measured reliably. Revenue from sale of goods is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms and excluding taxes or duties collected on behalf of the government.

iv. Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and effective interest rate applicable.

1.11. Employee Benefits Expense**i. Short Term Employee Benefits**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

ii. Post-Employment Benefits**Defined Contribution Plans**

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company's contributions to defined contribution plans are recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined Benefit Plans

The liability in respect of gratuity benefit is determined using the Projected Unit Credit Method based on actuarial valuation, performed by an independent qualified actuary.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

1.12 Finance cost

Interest expenditure has been accounted using effective interest rate method.

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale are capitalized as part of the cost of such assets. All other borrowing costs are charged to the statement of profit and loss for which they are incurred.

1.13 Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax expense is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

Current tax

Current tax is the expected tax payable on the taxable income for the year, using the tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years

Deferred tax

Deferred tax is recognised using the balance sheet method on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding amounts used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply to the temporary differences in the period in which the liability is settled or the asset realised, based on tax laws that have been enacted or substantively enacted by the end of reporting period.

1.14 Earnings per share

The Company presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the company by the weighted average number of ordinary shares outstanding during the period.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares except where the result would be anti dilutive.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020.
Note No. 2

FIXED ASSETS - TANGIBLE

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	As at 1 st April 2019 Rs.	Additions during the year Rs.	Deletions during the year Rs.	As at 31 st March 2020 Rs.	Upto 1 st April 2019 Rs.	For the year Rs.	Eliminated on disposal of assets during the year Rs.	Upto 31 st March 2020 Rs.	As at 31 st March 2020 Rs.	As at 31 st March 2019 Rs.
TANGIBLE ASSETS										
LAND AND SITE DEVELOPMENT BUILDING	1,741,713			1,741,713	-	1,880,708	-	-	1,741,713	1,741,713
PLANT AND MACHINERY	69,968,402	2,000,000		69,968,402	17,938,607	583,880	-	19,819,315	50,149,087	52,029,795
FURNITURE AND FIXTURES	180,057,762	239,037		182,057,762	172,898,556		-	173,482,436	8,575,326	7,159,206
OFFICE EQUIPMENT	2,248,887			2,248,887	2,248,887		-	2,248,887	239,037	-
VEHICLES	2,252,001			2,252,001	2,138,749	10,010	-	2,148,759	103,242	113,252
	5,224,348			5,224,348	4,296,415	495,302	-	4,791,717	432,631	927,933
TOTAL	261,493,113	2,239,037	-	263,732,150	199,521,214	2,969,900	-	202,491,114	61,241,036	61,971,899
CAPITAL WORK IN PROGRESS	26,763,877	-		26,763,877					26,763,877	26,763,877
TOTAL	267,256,990	2,239,037	142,240	267,256,990	199,521,214	2,875,251	-	199,521,214	61,971,899	64,735,776
PREVIOUS YEAR	261,402,353	233,000	142,240	261,493,113	196,645,963	2,875,251	-	199,521,214	61,971,899	64,735,390

NOTES FORMING PART OF THE FINANCIAL STATEMENTS.

Note No.	PARTICULARS	As at 31 st March 2020 (Rs.)	As at 31 st March 2019 (Rs.)
3	INVENTORIES		
	Raw Materials	11,553,890	18,817,796
	Work-in-progress	17,355,284	17,111,948
	Finished Goods	34,400,872	16,654,690
	Stores & Spares	7,494,497	5,627,111
	Coal	302,450	244,350
	Furnace Oil	46,315	46,315
		<u>71,153,308</u>	<u>58,502,210</u>
4	TRADE RECEIVABLES		
	Unsecured		
	Considered good	138,556,988	248,268,156
	Considered doubtful	-	-
		<u>138,556,988</u>	<u>248,268,156</u>
5	CASH AND CASH EQUIVALENTS		
	Balances with banks		
	In Current accounts	2,226,971	3,531,736
	Cash on hand	184,663	128,868
		<u>2,411,634</u>	<u>3,660,604</u>
6	OTHER BANK BALANCES		
	Margin money for bank guarantees	7,943,028	5,856,150
		<u>7,943,028</u>	<u>5,856,150</u>
7	OTHER FINANCIAL ASSETS		
	Advance to vendors for supply of goods & services	47,365,731	53,305,362
		<u>47,365,731</u>	<u>53,305,362</u>
8	OTHER CURRENT ASSETS		
	Unsecured and considered good		
	Other Current Assets	698,931	6,725,844
	Advance Income Tax(Net)	-	1,768,862
		<u>698,931</u>	<u>8,494,706</u>

NOTES FORMING PART OF THE FINANCIAL STATEMENTS.

Note No.	PARTICULARS	As at 31 st March 2020 (Rs.)	As at 31 st March 2019 (Rs.)
9	SHARE CAPITAL		
	Authorised share capital		
	2,50,00,000 Equity shares of Rs.10/- each	250,000,000	250,000,000
	Issued, subscribed and fully paid-up		
	47,13,136 Equity Shares of Rs.10/- each with voting rights	47,131,360	47,131,360
		<u>47,131,360</u>	<u>47,131,360</u>

a. Reconciliation of equity shares outstanding at the beginning and at the end of the year

Particulars	31-Mar-20		31-Mar-19	
	No of Shares	Amount	No of Shares	Amount
At the beginning of the year	4,713,136	47,131,360	4,713,136	47,131,360
Issued during the year	-	-	-	-
Outstanding at the end of the year	<u>4,713,136</u>	<u>47,131,360</u>	<u>4,713,136</u>	<u>47,131,360</u>

b. Rights attached to the equity shares

The company has only one class of shares having a face value of Rs. 10/- per share. All equity shareholders rank pari-passu in respect of dividend and voting rights. Each holder of equity shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of preferential amounts, in proportion to their shareholding.

c. Details of shareholders holding more than 5% shares in the Company

Particulars	31-Mar-20		31-Mar-19	
	No of Shares	% of holding	No of Shares	% of holding
Mr. Konda Laxmaiah	1,293,250	27.44%	1,293,250	27.44%
M/s Ramlaxman Parabolised Rice Mill P Ltd	1,098,320	23.30%	1,098,320	23.30%

10. STATEMENT OF CHANGES IN EQUITY AND OTHER EQUITY

PARTICULARS	EQUITY SHARE CAPITAL	RESERVES & SURPLUS				TOTAL OTHER EQUITY
		SECURITIES PREMIUM	CENTRAL SUBSIDY & SHARE FORFEITURE	PROFIT AND LOSS	OTHER COMPREHENSIVE INCOME	
Balance as at 1st Apr 18	47,131,360	16,900,000	1,530,443	(276,958,390)	(504,404)	(259,032,350)
Profit for the year				40,462,845	-	40,462,845
Total Comprehensive Income for the year				-	(451,498)	-451,498
Balance as at 31st Mar 19	47,131,360	16,900,000	1,530,443	(236,495,545)	(955,902)	(219,021,004)
Profit for the year	-	-	-	12,141,873	-	12,141,873
Total Comprehensive Income for the year	-	-	-	-	-	-
Balance as at 31st Mar 20	47,131,360	16,900,000	1,530,443	(224,353,672)	(955,902)	(206,879,131)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS.

Note No.	PARTICULARS	As at 31 st March 2020 (Rs.)	As at 31 st March 2019 (Rs.)
11	BORROWINGS		
	Secured		
	SREI Equipment .Amortisation	169,155,388	169,555,388
	Vehicle Loan	962,130	1,292,689
	Unsecured		
	loans from directors (Promoters Group)	126,937,096	195,902,636
		<u>297,054,614</u>	<u>366,750,713</u>
12	PROVISIONS		
	Provision for employee benefits		
	Gratuity	2,570,516	2,570,516
		<u>2,570,516</u>	<u>2,570,516</u>
13	OTHER NON CURRENT LIABILITIES		
	Advance received against sale of land	37,699,964	37,699,964
		<u>37,699,964</u>	<u>37,699,964</u>
14	BORROWINGS		
	Loans repayable on demand (Unsecured)		
	From banks		
	Cash credit facilities	146,995,053	155,094,452
		<u>146,995,053</u>	<u>155,094,452</u>
15	TRADE PAYABLES		
	Due to micro, small and medium enterprises		
	Others	6,150,816	7,750,905
		<u>6,150,816</u>	<u>7,750,905</u>
16	OTHER CURRENT LIABILITIES		
	Advance from customers	-	
	Statutory remittances	12,329,336	53,026,553
	Other current liabilities	2,627,470	5,364,970
		<u>14,956,806</u>	<u>58,391,523</u>

NOTES FORMING PART OF THE FINANCIAL STATEMENTS.

Note No.	PARTICULARS	As at 31 st March 2020 (Rs.)	As at 31 st March 2019 (Rs.)
17	REVENUE FROM OPERATIONS Sale of Products	482,164,034	412,651,402
		482,164,034	412,651,402
18	OTHER INCOME Interest Income	473,001	746,207
		473,001	746,207
19	COST OF MATERIALS CONSUMED Opening stock Add:Purchases Less: Closing stock	18,817,796 289,129,700 11,553,890	13,348,960 203,785,020 18,817,796
		296,393,606	198,316,184
20	CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS		
	Finished Goods		
	Opening Stock	16,654,690	59,470,080
	Closing Stock	34,400,872	16,654,690
		(17,746,182)	42,815,390
	Work-in-progress		
	Opening Stock	17,111,948	66,883,139
	Closing Stock	17,355,284	17,111,948
		(243,336)	49,771,191
	Net Increase/(Decrease)	(17,989,518)	92,586,581
21	EMPLOYEE BENEFIT EXPENSE Salaries and wages & Others Contribution to provident and other funds	1,462,568	7,167,855
		1,462,568	7,167,855
22	FINANCE COSTS Interest on borrowings Other borrowing costs incl Bank Charges	20,011,532 3,002,481	33,694,988 1,406,596
		23,014,013	35,101,584
23	OTHER EXPENSES		
	a Office / Admn Exp		
	Office Maintainance / Admin Exp	3,160,684	1,150,715
	Legal & Professional Charges	525,149	245,200
	Payment to Auditors- Statutory Audit Fee	272,000	252,000
	Repairs & Maintenance	995,553	222,678
	Insurance	135,193	119,000
	Rent,Rates & Taxes	610,608	557,969
	Travelling & Conveyance	3,914,691	774,304
	Printing & Stationery	25,204	23,802
	Postage, Telegrams & Telephones	39,121	46,724
	Prior period expenses	-	266,880
	Donations	-	21,232
	Total .. a	9,678,203	3,680,504
	b Direct / Other Mfing Exp		
	Power & Fuel	5,521,985	6,368,029
	Consumption of Stores and Spares	88,433,298	30,893,534
	Sales, Marketing & Other Direct Expenses	56,950,626	20,822,992
	Total .. b	150,905,909	58,084,555
	Total .. (a+b)	160,584,112	61,765,059
24	EXCEPTIONAL ITEMS Profit on sale of asset	-	24,877,749
		-	24,877,749

NOTES FORMING PART OF THE FINANCIAL STATEMENT.
25 Employee Benefits
a. Defined contribution plan

Eligible employees of the Company receive benefits from a provident fund, which is a defined contribution plan. Both the employee and Company make monthly contributions to the provident fund plan equal to a specified percentage of the eligible employee's qualifying salary. The Company has no further obligations under the plan beyond its monthly contributions. The Company contributed Rs. 4,673/- (Previous year Rs. 18,261/-) towards provident fund plan during the years ended 31 March 2019.

b. Defined benefit plan

The Company provides for gratuity, a defined benefit plan ("Gratuity Plan") covering eligible employees. The Gratuity Plan provides a lump sum gratuity payment to eligible employees at retirement or termination of their employment. The amount of the payment is based on the respective employee's last drawn salary and the years of employment with the Company.

26 Related Party Transactions:
a. List of the transacted Related Parties and description of relationship

Relationship	Name of the related party	
	31 March 2020	31 March 2019
Key management personnel	Konda Soujanya Konda Ramakrishna Konda Venkanna Suresh Silumula K Satyanarayana	Konda Laxmaiah Konda Padma V Srishailam T Mohan Vijay Krishna T Hemanth
Enterprises controlled by key management personnel	Ramlaxman Parboiled Rice Pvt Ltd Anjaneya Traders	Ramlaxman Parboiled Rice Pvt Ltd Anjaneya Traders
Relatives of key management personnel	Konda Laxmaiah, Konda Padma	Konda Laxmaiah, Konda Padma

b. Related party transactions during the year from 01.04.2018 to 31.03.2019

Transaction	Name of the related party	Year ended 31 March 2019	Year ended 31 March 2018
Loan received	Konda Laxmaiah	-	24,507,785
Loan repaid	Konda Laxmaiah	-	20,683,800
Loan received	Ramlaxman Parboiled Rice Pvt Ltd	3,063,706	101,202,131
Loan repaid	Ramlaxman Parboiled Rice Pvt Ltd	64,207,949	57,778,851

Note No.	PARTICULARS	Year ended 31 March 2020	Year ended 31 March 2019
27	Contingent Liabilities and Commitments		
	Outstanding bank guarantee	25,302,350	23,006,273
	Appeal pending before income tax appellate tribunal	16,143,100	16,143,100
	Appeal pending before AP High court against PF demand	9,047,169	9,047,169
		50,492,619	48,196,542
28	Earnings Per Share		
	Profit/(Loss) after tax	12,141,873	39,938,682
	The weighted average number of equity shares	4,713,136	47,131,360
	Face value per Share	10.00	10.00
	Earnings per share - Basic and Diluted	2.58	0.85

NOTES FORMING PART OF THE FINANCIAL STATEMENT.

29 Dues to Micro and Small Enterprises have been shown in Financials as per the information provided by the management in Note No.15

30 Segment reporting

The Company operates in one reportable segment, hence segment reporting as per Ind AS-108 is not applicable.

31 Financial Instruments**31.1. Capital Management**

The Company manages its capital to ensure that it will be able to continue as going concern while maximizing the return to stakeholders through the optimization of equity balance.

The Company determines the amount of capital on the basis of annual master planning and budgeting and five year's corporate plan for working capital, capital outlay and strategic involvements.

31.2. Financial Instruments**Initial recognition**

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial asset or financial liabilities, as appropriate, on initial recognition.

Subsequent recognition

Financial liabilities are subsequently carried at amortized cost using effective interest method.

31.3. Financial Risk Management

In course of its business, the company is exposed to certain financial risk such as market risk (Including currency risk and other price risks), credit risk and liquidity risk that could have significant influence on the company's business and operational/financial performance. The Board of directors reviews and approves risk management framework and policies for managing these risks and monitor suitable mitigating actions taken by the management to minimize potential adverse effects and achieve greater predictability to earnings.

31.4. Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, a means of mitigating the risk of financial loss from defaults. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregated value of transactions concluded is spread amongst approved counterparties.

31.5. Liquidity Risk

Liquidity risk refers to the risk that the company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as pre requirements. The Company's exposure to liquidity risk is minimal.

AS PER OUR REPORT OF EVEN DATE

for and on behalf of the Board

For VMM & Co
Chartered Accountants
Firm Regd. No. 014297S

for Raasi Refractories Limited

(CA Murali Mohan V)
Partner
(M.No.214167)
UDIN:20214167AAAACB3357

S. SURESH
Director

K. SATYANARAYANA
Director

Place: Hyderabad
Date : 04-09-2020

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

Particulars	For the ended 31.03.2020		For the ended 31.03.2019	
A. Cash Flow from Operating Activities				
Net Profit/(Loss) before Extra-ordinary Items & Tax		16,202,354		15,585,096
<u>Adjustments for:</u>				
Depreciation and Amortisation	2,969,900		2,875,251	
Impairment of Fixed Assets	-		(524,163)	
(Profit) / Loss on Sale / Write off of Assets	-		-	
Finance Costs	23,014,013		35,101,584	
Interest Income	(473,001)		(746,207)	
		25,510,912		36,706,465
Operating Profit/(Loss) before Working Capital changes		41,713,266		52,291,561
<u>Changes in Working Capital:</u>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	(12,651,098)		88,825,553	
Trade Receivables	109,711,168		(73,678,125)	
Short Term Loans and Advances	5,939,631		14,485,974	
Long Term Loans and Advances	-		-	
Other Current Assets	7,795,775		40,979,216	
Foreign Currency Reserve	-		-	
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade Payables	(1,600,089)		(57,470,530)	
Other Current Liabilities	(43,434,717)		(43,627,165)	
Other Non-Current Liabilities	-		(12,020,059)	
Long Term Provisions	-		(524,163)	
		65,760,670		(43,029,299)
Cash Generated from Operations		107,473,936		9,262,262
Net Cash Flow from / (used in) operating activities (A)		107,473,936		9,262,262
B. Cash Flow from Investing Activities				
Capital expenditure on fixed assets including capital advances	(2,239,037)		(408,900)	
Proceeds from sale of fixed assets	-		-	
Inter-corporate deposits	-		-	
(Purchase)/Sale of Investments	-		-	
Bank balances not considered cash or cash equivalents - Placed	-		-	
Interest Received	473,001	(1,766,036)	746,207	337,307
Net Income Tax (paid) / refunds		(4,060,481)		1,120,980
Net Cash Flow from / (used in) Investing activities (B)		(5,826,517)		1,458,287

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020 (Contd..)

Particulars	For the ended 31.03.2020		For the ended 31.03.2019	
C. Cash Flow from Financing Activities				
Proceeds from issue of equity shares	-		-	
Proceeds from long term borrowings	-		-	
Proceeds towards sale of fixed assets			25,020,000	
Repayment of long term borrowings	(69,696,099)		(9,857,725)	
Net increase / (decrease) in working capital borrowings	(8,099,399)		7,970,140	
Finance Costs	(23,014,013)	(100,809,511)	(35,101,584)	(11,969,169)
Net Cash Flow from / (used in) Financing activities (C)		(100,809,511)		(11,969,169)
Net Increase / decrease in Cash or Cash Equivalents (A+B+C)		837,908		(1,248,620)
Cash and cash equivalents in the beginning of the year		9,516,754		14,187,401
Effect of exchange difference on restatement of foreign currency		-		-
Cash and cash equivalents in the end of the year		10,354,662		12,938,781
Reconciliation of cash and cash equivalents with Balance Sheet				
Cash and Cash equivalents as per Balance Sheet		10,354,662		12,938,780
(-) Bank balances not considered as cash and cash equivalents		-		-
Net cash and cash equivalents		-		-
(+) Current investments considered as part of cash		-		-
Cash and cash equivalents at the end of the year*		10,354,662		12,938,781
* comprises:				
(a) Cash		184,663		128,868
(b) Balances with Bank		-		-
- In current accounts		2,226,971		4,044,890
- In EEFC accounts		-		-
- In Deposit accounts		7,943,028		8,765,023
- In earmarked accounts		-		-
		10,354,662		12,938,781

AS PER OUR REPORT OF EVEN DATE

for and on behalf of the Board

For VMM & Co
Chartered Accountants
Firm Regd. No. 014297S
for Raasi Refractories Limited
(CA Murali Mohan V)
Partner
(M.No.214167)
UDIN:20214167AAAACB3357
S. SURESH
 Director

K. SATYANARAYANA
 Director

 Place : Hyderabad
 Date : 04-09-2020

PRINTED MATTER
BOOK-POST

If undelivered please return to :

RAASI REFRACTORIES LIMITED
15-145/9, Kodandaram Nagar,
Saroornagar,
Near Sarada Talkies,
Hyderabad - 500060. Telangana.