

(Formerly known as Aanvik Mercantile Private Limited)

14TH ANNUAL REPORT

2021-2022

(Formerly known as Aanvik Mercantile Private Limited)

BOARD OF DIRECTORS:

Shri Devendra Surana

Shri Narender Surana

Shri Rakesh Kumar Agarwal

Smt. Sanjana Jain

Director

Director

Whole-time Director

- Independent Director

CHIEF FINANCIAL OFFICER:

Surendra Bhutoria

COMPANY SECRETARY:

Srinivas Dudam

STATUTORY AUDITORS:

M/s. Luharuka & Associates

Chartered Accountants 5-4-187/3 & 4, 2nd Floor, Soham Mansion, M.G. Road, Ranigunj, Secunderabad - 500 003

SECRETARIAL AUDITOR:

Rakhi Agarwal

Company Secretary in Practice 6-3-660, Flat # 520, Block 4, Amrit Apartments, Kapadia Lane, Somajiguda, Hyderabad – 500 082

BANKERS:

HDFC Bank Limited ICICI Bank Limited

FACTORY:

Sy.nos. 98,99,100,101(P),102,103,104,105,107,111, 230,231,232 & 234(P), Shabashpalli (Village) Shivampet Mandal, Medak District, Telangana State.

REGISTERED OFFICE:

Sy No 98 to 105,107,111,230,231,232,234, Shabashpally Village, Shivampet Mandal, Medak, TG - 502334 IN Tel: +91 40 27845119, 44665750

Fax: +91 40 27818868

E-mail: bil@surana.com; cs@surana.com

CIN: U27100TG2008PTC125034



Registered Office:
Sy. No. 98 to 105, 107, 111, 230,231,232, 234,
Shabashpally Village, Shivampet Mandal,
Medak District - 502334, Telangana, India.
Tel: +91-4027845119/44665700

Email: surana@surana.com Website : http://www.surana.com CIN No.: U27100TG2008PTC125034

Fax: +91-40-27848851/27818868

NOTICE OF 14TH ANNUAL GENERAL MEETING

Notice is hereby given that the 14th Annual General Meeting of the members of Bhagyanagar Copper Private Limited will be held on Tuesday, 27th September, 2022 at 10:00 A.M. at the Registered Office of the Company at Sy No 98 to 105,107,111,230,231,232,234, Shabashpally Village, Shivampet Mandal, Medak, TG – 502334 to transact the following items of business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2022 and the Statement of Profit and Loss and Cash Flow Statement along with Notes to Accounts for the year ended 31st March, 2022 along with Auditors' Report & Directors' Report thereon.
- 2. To appoint a Director in place of Shri. Narender Surana (DIN: 00075086), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To approve and ratify the remuneration of Cost Auditors for the financial year 2022-23:

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactments thereof, for the time being in force), the cost audit fees of Rs.10,000/- (Rupees Ten Thousand Only) to be paid to M/s Lavanya & Associates, Cost Accountants in practice, the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2022-23 be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution".

By Order of the Board For BHAGYANAGAR COPPER PRIVATE LIMITED

Place: Secunderabad Date: 05.08.2022



DEVENDRA SURANA DIRECTOR (DIN: 00077296)





NOTES:

- 1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies, to attend and vote instead of himself/herself and the proxy need not be a member of the company. Proxies in order to be effective must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
- 2. The Explanatory Statement under Section 102 of the Companies Act, 2013 is annexed herewith and forms part of the notice.
- 3. Details of Director(s) retiring by rotation/seeking appointment/re-appointment at this meeting are provided in the "Annexure" to the Notice. Director seeking appointment/ reappointment have furnished requisite declarations under section 164(2) and any other applicable provisions of the Companies Act, 2013 including rules framed thereunder.

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013)

Item No. 3:

The Board of Directors at their meeting held on 27.05.2022 has approved the appointment and remuneration of the M/s. Lavanya & Associates, Cost Accountants in practice, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31.03.2023 at a remuneration of Rs.10,000/- (Rupees Ten Thousand Only).

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31.03.2023.

The Board of Directors recommends the Ordinary Resolution for your approval.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

By Order of the Board For BHAGYANAGAR COPPER PRIVATE LIMITED

Place: Secunderabad Date: 05.08.2022

ANNEXURE

The details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting are furnished below:-

1) Shri Narender Surana, Director:

DIN 00075086 Date of Birth 06.07.1960 Qualification B.E (Chemical) Expertise in specific functional areas Shri. Narender Surana is the Managing Director of Bhagyan Limited and Surana Telecom and Power Limited, Director of S Limited, Bhagyanagar Properties Limited and other Companies Group, one of the leading Industrial house in Telangana. He by years of experience in the telecom cable, metals and solar industive been the President of Federation of Andhra Pradesh Change Companies of Andhra Pradesh Best Entrepreneur Award. Nature of appointment (appointment) List of other Companies in which Directorship is held as on 31st March, 2022. 1. Surana Solar Limited 2. Bhagyanagar Properties Limited 3. Bhagyanagar India Limited 4. Surana Infocom Private Limited 5. Bhagyanagar Energy and Telecom Private Limited 6. Scientia Infocom India Private Limited 7. Innova Technologies Private Limited 8. AP Golden Apparels Private Limited	
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8. AP Golden Apparels Private Limited	
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9. Bhagyanagar Securities Private Limited	
10. Surana Solar Systems Private Limited	
11. Tejas Technopark Private Limited	-
12. Indian Solar Power Producers Association	
13. Tejas India Solar Energy Private Limited	
14. Aryavaan Renewable Energy Private Limited	
15. Bhagyanagar Copper Private Limited	
16. Globecom Infra Ventures India Private Limited	7
Chairman/ Member 1. Bhagyanagar India Ltd (Member - Stakeholders Relationship (Lommittee)
of the Committees of the Roard of other 2. Surana Solar Limited (Member - Audit Committee) 3. Surana Solar Limited (Member - Stakeholders Relationship Committee)	mmittee
A Rhawanagar Proporting I td (Mambar Namination & Ramus	, ,
Companies in which Committee)	-1.441011
he is a Director as on 5. Bhagyanagar Properties Ltd (Member - Stakeholders Relations	ship
31st March, 2022. Committee)	.
No. of equity shares -	
held in the Company	•

ATTENDANCE SLIP

14th Annual General Meeting – Tuesday, 27th September, 2022 at 10:00 A.M

Regd. Folio No.:	
No. of shares held:	
I	certify that I am a registered shareholder of the Company
Limited held on Tuesday, 27th September,	Annual General Meeting of Bhagyanagar Copper Private 2022 at the Registered Office of the Company at Sy No 98 pally Village, Shivampet Mandal, Medak, TG – 502334.
Member's/Proxy's name in Block Letters Signature	Member's/Proxy's

Note: Please fill this attendance slip and hand it over at the venue.

Form No. MGT-11 Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Mem				
Registered Address	SS			
Folio No.				
Email ID:				
I/We, being the Company, hereb			holding shares of the a	above named
1. Name : Address : E-mail Id : Signature:			2. Name:	
General Meeting the Registered (g of Bhagyan Office of the npet Mandal,	agar Copper Priv Company at Sy Medak, TG – 5	II) for me/us and on my/our behalf at the vate Limited held on Tuesday, 27th Septer No 98 to 105,107,111,230,231,232,234, 502334., and at any adjournment thereof	mber, 2022 at Shabashpally
		•		
Resolution No.		Resol	utions	
	iness	Resol	utions	
No.	To receive, Statement o	consider and ado f Profit and Loss	opt the Audited Balance Sheet as at 31st Ms and Cash Flow Statement along with Not 022 and Auditors' Report & Directors' Report	tes to Accounts for
No. Ordinary Bus	To receive, Statement of the year end To appoint	consider and ado f Profit and Loss led 31 st March, 2 st a Director in place	opt the Audited Balance Sheet as at 31st M s and Cash Flow Statement along with Not	tes to Accounts for port thereon.
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No. Ordinary Bus	To receive, Statement of the year end To appoint rotation and	consider and ado f Profit and Loss led 31 st March, 2 a Director in place being eligible, o	opt the Audited Balance Sheet as at 31st Ms and Cash Flow Statement along with Not 022 and Auditors' Report & Directors' Rece of Shri. Narender Surana (DIN: 00075	tes to Accounts for port thereon.

Signature of shareholder

Signature of Proxy holder(s)



Registered Office:
Sy. No. 98 to 105, 107, 111, 230,231,232, 234,
Shabashpally Village, Shivampet Mandal,
Medak District - 502334, Telangana, India.

Tel: +91-4027845119/44665700 Fax: +91-40-27848851/27818868 Email: surana@surana.com

Website: http://www.surana.com CIN No.: U27100TG2008PTC125034

DIRECTORS' REPORT

To

The Members of

Bhagyanagar Copper Private Limited

(Formerly Aanvik Mercantile Private Limited)

Your Directors have pleasure in presenting the 14th Annual Report together with the Audited Accounts of the Company for the financial year ended 31st March, 2022 and the Auditors' Report thereon.

FINANCIAL RESULTS:

Your company's financial results for the year 2021-2022 are given below in summarized format:

(Amount in lakhs)

		(Zimoune in autins)	
Particulars	2021-22	2020-21	
Revenue from Operations	54,507.44	34,803.78	
Other Income	12.71	3.93	
Total Revenue	54,520.16	34,807.71	
Expenses:			
Cost of Raw Materials and Components Consumed	50,248.81	31,766.40	
Employee Benefit Expenses	329.90	292.12	
Finance Cost	698.07	493.44	
Depreciation	204.49	186.31	
Other Expenses	2,367.67	1,802.48	
Total Expenses	53,848.97	34,540.75	
Profit/(Loss) Before Tax	671.22	266.96	
Tax Expenses:			
- Current Tax (Adjusted with MAT Credit Entitlement)	-	16.41	
- Tax of earlier years	-	-	
Profit/(Loss) for the year	671.22	250.55	
Earning Per Equity Share			
- Basic	3.36	1.25	
- Diluted	3.36	1.25	

PERFORMANCE AND OPERATIONS:

During the year 2021-22, the Company's turnover is Rs. 54,507.44 lakhs as against Rs. 34803.77 lakhs in the previous year. PBT is Rs.671.22 lakhs as compared to that of last year profit of Rs. 266.96 lakhs and PAT is Rs. 671.22 lakhs as compared to that of previous year profit of Rs. 250.55 lakhs.

BUSINESS DEVELOPMENT AND PROSPECT:

As reported in the last year, the Company had set up copper plant situated at Shabhashpally Village, Shivampet Mandal, Medak District, Telangana, which commenced its commercial operations with effect from 1st March, 2019 with capacity of 9000 MT per annum. The Company's strategy is to have continued focus on addition of new value added products to gain traction from OEM customers across various sectors such as Automobile, Electrical Switch Gears, Heaters etc. The Company will

remain focused on copper business and continue to add further value added products in line with the requirement of our OEM customers.

DIVIDEND:

The Board of Directors has not recommended the dividend for the financial year 2021-22 to retain the maximum possible cash in the system. The Company is constrained to skip the dividend in view of the high debts on the Company.

SUBSIDIARY/ JV/ ASSOCIATE COMPANY:

The Company is a Wholly Owned Subsidiary of Bhagyanagar India Limited. Further the Company does not have any Subsidiary, Joint venture or Associate Company.

RESERVES:

During the year under review, no amount has been allocated or transferred to Reserves.

FIXED DEPOSITS:

During the year under review, your Company has not accepted any fixed deposits within the meaning of Section 73 or 76 of the Companies Act, 2013, read with rules made there under.

SHARE CAPITAL:

During the period under review, there is no change in share capital of the Company. As on 31.03.2022, the Paid-up share capital of the Company is Rs.20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs.10/- each.

SECRETARIAL STANDARDS:

The Directors state that applicable Secretarial Standards, i.e., SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Shri. Narender Surana, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

As on 31st March, 2022, Shri Devendra Surana, Director, Shri Rakesh Kumar Agarwal, Whole-time Director, Shri Surendra Bhutoria, CFO and Shri Srinivas Dudam, Company Secretary are the Key Managerial Personnel (KMPs) of the Company as per Section 203 of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR SECURITIES OR INVESTMENTS:

The details of Loans, Guarantees, Securities and Investments (if any) made during the financial year ended 31st March, 2022 are given in the notes to the Financial Statements in compliance with the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

PARTICULARS OF CONTRACTS / ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions that were entered into during the financial year were on arm's length basis and were in ordinary course of business. The disclosure on related party transactions are made in the Financial Statements of the Company. There are no materially significant related party transactions made by the company with promoters, Key managerial personnel or other designated persons which may have potential conflict with interest of company at large.

The particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 is prepared in Form AOC-2 pursuant to clause (h) of the Companies (Accounts) Rules, 2014 and the same is annexed herewith.

INSOLVENCY AND BANKRUPTCY CODE

There are no applications made or any proceedings pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

ONETIME SETTLEMENT WITH ANY BANK OR FINANCIAL INSTITUTION

No disclosure or reporting is required in respect of the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions, as the Company had not made any one time settlement with any bank or financial institution during the year.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There have been no significant material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There are no significant material changes and commitments occurred between the end of the financial year of the company to which the financial statements relate and the date of the report, affecting the financial position of the company.

BOARD MEETINGS:

During the year 12 Board Meetings were convened and held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

In respect of each meeting proper notices were given, the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

APPOINTMENT OF INDEPENDENT DIRECTORS:

The provision of Section 149 pertaining to the appointment of Independent Directors does not apply to your Company due to exemption under Rule 4 Sub Rule 2 of Companies (Appointment and Qualification of Directors) Rules, 2014.

Nevertheless, during the financial year 2019-20, the Company has contributed to more than 20% of the consolidated turnover of Bhagyanagar India Limited (BIL) and has become Material Subsidiary as defined under Regulation 24(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, it is necessitated to appoint at least one Independent Director of BIL on the Board of Directors of the Company pursuant to Regulation 24(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the Board of Directors has appointed Mrs. Sanjana Jain, Independent Director of BIL, on the Board of the Company as an Independent Director for a term of five (5) consecutive years commencing from 01st October, 2020 up to 30th September, 2025.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that:

- a) In the preparation of the Annual Accounts, the applicable Accounting Standards has been followed along with proper explanation relating to material departures;
- b) The Directors had 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 at the end of the financial year and of the profit and loss of the company for that period;
- c) The directors had 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 directors have prepared the annual accounts on a going concern basis; and
- e) The directors has devised a proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

STATUTORY AUDITORS:

M/s. Luharuka & Associates, Chartered Accountants (FRN-001882S), Hyderabad were appointed as Statutory Auditors of the Company at the 10th Annual General Meeting held on 04th July, 2018 to hold the office till conclusion of the 15th Annual General Meeting to be held in the year 2023.

There are no qualifications, reservations or adverse remarks made by M/s. Luharuka & Associates, Chartered Accountants, Statutory Auditors in their report for the financial year ended 31st March, 2022.

The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

COST AUDITORS:

The Company has been mandated to maintain cost records due to increase in turnover as specified by the Central Government under Section 148(1) of Companies Act, 2013 Accordingly, the Board appointed M/s Lavanya & Associates, Cost Accountants, Hyderabad as Cost Auditors for conducting audit of the cost accounts maintained by the Company relating to base metals for the financial year 2021-22.

SECRETARIAL AUDITORS:

Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity and its material unlisted subsidiaries incorporated in India shall undertake Secretarial Audit. The Company has appointed Mrs. Rakhi Agarwal, Company Secretary in Practice as Secretarial Auditor to conduct Secretarial Audit of the company for the financial year 2021-22.

The Secretarial Audit Report issued by Mrs. Rakhi Agarwal, Company Secretary in Practice in Form MR-3 for the financial year ended on 31.03.2022 is annexed herewith.

The Secretarial Audit Report does not contain any qualifications, reservation or adverse remarks.

INTERNAL AUDITORS:

The Board of Directors based on the recommendation of the Audit Committee has appointed M/s. Sekhar & Co., Chartered Accountants as the Internal Auditors of your Company. The Internal Auditors are submitting their reports on quarterly basis to the Audit Committee and Board of Directors.

The Board of Directors of the Company have re-appointed M/s Sekhar & Co., Chartered Accountants as Internal Auditors to conduct Internal Audit for the financial year ended 31st March, 2023.

CORPORATE SOCIAL RESPONSIBILITY:

The Company is out of the preview of section 135 of the Companies Act, 2013 and hence no policy was developed by the company on corporate social responsibility.

RISK MANAGEMENT POLICY:

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM:

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 are not applicable to the Company.

PARTICULARS OF EMPLOYEES AND OTHER ADDITIONAL INFORMATION:

The information required to be mentioned in the Board's Report pursuant to Section 197 read with Rule 5 (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the company.

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

The Company is committed to uphold and maintain the dignity of woman employees and complies with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The summary of complaints received and disposed of up to 31st March, 2022 were as under:

Number of complaints received

Nil

Number of complaints disposed of

Not Applicable

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE E4rARNINGS AND OUTGO:

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo particulars required under section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed herewith.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

There is an adequate internal control system commensurate with the size of the Company and the nature of business.

RBI GUIDELINES:

The Company has not accepted any deposits from public and therefore does not fall under the category of NBFC to comply with the requirements prescribed by the Reserve Bank of India from time to time as applicable to it.

ACKNOWLEDGMENTS:

Your Directors place on record their appreciation for the co-operation and assistance received from the bankers, Central and State Government authorities and members during the period under review.

By Order of the Board For BHAGYANAGAR COPPER PRIVATE LIMITED

Place: Secunderabad Date: 05.08.2022

DEVENDRA SURANA CHAIRMAN

(DIN: 00077296)

PARTICULARS IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, 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)

FORM A

1. CONSERVATION OF ENERGY:

Energy conservation measures taken: The Company ensures optimum consumption of power to reduce the cost of maintenance and conserve the resources.

Additional Investments and proposals, if any, being implemented for reduction of consumption of energy: NIL

Impact of the clause (1) and (2) above for reduction of energy consumption and consequent impact on the production of goods: **N.A**

2. TECHNOLOGY ABSORPTION:

FORM B

(Disclosure of particulars with respect to technology absorption)

A. RESEARCH AND DEVELOPMENT (R&D)

Specific areas in which R& D carried out by the Company : NIL
Benefits derived as a result of the above R& D : NIL
Future plan of action : NIL
Expenditure on R & D : NIL

B. TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION

The Company is making all efforts for improving productivity, product quality and reducing consumption of scarce raw material and fuels.

3. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Activities relating to exports, initiatives taken to increase exports, development of new export market for products and services and export plans:

Foreign Exchange inflow

: Rs. 34964.44 Lakhs

Foreign Exchange Outgo

: Rs. 43232.15 Lakhs

By Order of the Board For BHAGYANAGAR COPPER PRIVATE LIMITED

Place: Secunderabad Date: 05,08,2022

DEVENDRA SURANA CHAIRMAN (DIN: 00077296)