# *HARIYANA VENTURES LIMITED*

*(Formerly known as Hariyana Metals Limited)*
*OFFICE :Old Motor Stand, Itwari, NAGPUR – 440 008. TEL.NO.0712-2768745, 47,49*
*WORKS : 145, SMALL FACTORY AREA, BAGADGANJ, NAGPUR – 440 008. TEL.NO.2766301, 2778364*
**E-mail ID :hariyanametals@gmail.com, website : www.hariyanametals.in**
CIN NO.L99999MH1975PLC018080

**Date: 21.10.2022**

To,
The Listing Compliance
**BSE Ltd.**
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai- 400001.

**Ref.BSE Scrip Code: 506024**

**Subject: Submission of Revised Annual Report 2021-22.**

Dear Sir/Madam,

This is to inform you that, pursuant to Regulation 34(1) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in continuation of our intimation dated 08.09.2022. we hereby submit to you for dissemination and updation onthe stock exchange website, the Revised Annual Report of the Company for the Financial Year 2021-22.

We further wish to state that the previous Annual Report contained minor typographical andformatting errors which are being revised in this Revised Annual Report and there was no mala-fideintension.

We further wish to state that the Revised Annual Report will also be disseminated on the Company's website www.hariyanametals.in.

The above is for your information and record. You are requested to please acknowledge the same.

Thanking You.

Yours Faithfully,

**FORHARIYANA VENTURES LIMITED**

HARIYANA VENTURES LIMITED
NAGPUR

**MR. DINESH AGRAWAL**
**DIRECTOR**
**DIN: 00291086**

# *Hariyana Ventures Limited*

# *Annual Report 2021-2022*

## CORPORATE INFORMATION

| BOARD OF DIRECTORS: | REGISTERED OFFICE |
|---|---|
| **Mr. Harish Agrawal**<br>**Managing Director**<br><br>**Mr. Dinesh Agrawal**<br>**Whole Time Director**<br><br>**Mr. Krishanu Agrawal**<br>**Whole Time Director**<br><br>**Ms. Shital Misal**<br>**Independent Director**<br><br>**Mr. Chandrakant Dahale**<br>**Independent Director**<br><br>**Mr. Sameer Kamlakar Deshpande**<br>**Independent Director** | **OLD MOTOR STAND ITWARI, NAGPUR – 440008.**<br>**Tel No: 0712-2768745**<br>**Email Id: - hariyana_ngp@bsnl.in**<br>**Website: - www.hariyanaventures.in**<br><br>**STATUTORY AUDITOR**<br><br>**M/s Manish N Jain & Co.**<br>**(FRN 138430W)**<br>**Chartered Accountants**<br><br>**INTERNAL AUDITOR**<br>**M/s Haziyani & Associates** |
| **KEY MANAGERIAL PERSONNEL:**<br>**Ms. Mala Lalchandani**<br>**Company Secretary and Compliance Officer**<br><br>**Mr. Navalkishore H Purohit**<br>**Chief Financial Officer** | **SECRETARIAL AUDITOR**<br>**M/s Jaymin Modi & Co.**<br>**Company Secretaries**<br>A/302, Om Mahavir CHSL, Behind Naresh Steel, Navghar Cross S.V. Road, Bhayander (East). Thane-401105.<br><br>**REGISTRAR AND TRANSFER AGENT**<br><br>**Satellite Corporate Services Pvt Ltd**<br><br>A Wing, Office No. 106 and 107 Dattani Plaza Andheri Kurla Road, East West Industrial Estate Sakinaka, Mumbai-400072. |
| **LISTED AT**<br><br>**Bombay Stock Exchange Limited**<br>**(Scrip Code: 506024)** | **BANKERS**<br><br>**IDBI Bank, Civil Line Branch**<br><br>Nagpur Nagrik Sahakari Bank Ltd,<br>Itwari Branch. |

# NOTICE

**NOTICE IS HEREBY GIVEN THAT THE 47TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HARIYANA VENTURES LIMITED TO BE HELD AT PLOT NO 158 SMALL FACTORY AREA BAGADGANJ NAGPUR 440 008 ON FRIDAY 30TH SEPTEMBER 2022 AT 10.00 AM TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon.

2. To appoint a director in place of Mr. Krishanu Harish Agrawal, who retires by rotation and being eligible offered himself for re-appointment.

3. To appoint M/s. Manish N Jain & Co., Chartered Accountants (FRN 138430W) as Statutory Auditors of the Company and to fix their remuneration.

   To consider, and if though fit, to pass with or without modification, if any, the following resolution as an Ordinary Resolution;

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time and pursuant to the recommendation of the Audit Committee of the Company, the consent of the members of the Company be and is hereby accorded to appoint M/s. Manish N Jain & Co. (FRN 138430W) as the Statutory Auditors of the Company for a period of 5 years from the conclusion of 47th Annual General Meeting till the conclusion of the 52nd Annual General Meeting of the Company to be held in the year 2027 on such remuneration, as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time."

**By order of the Board**
**For Hariyana Ventures Limited**
**Sd/-**

| | |
|---|---|
| **Harish Agrawal** | **Dinesh Agrawal** |
| **Managing Director** | **Director** |
| **DIN- 00291083** | **DIN-00291086** |

**Place: Nagpur**
**Date: 07th September 2022**

**NOTES:**

1. A shareholder entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll on behalf of him and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting. A person can act as proxy on behalf of shareholders not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company.
2. In terms of the provisions of section 152 of the Companies Act, 2013, Mr. Krishanu Harish Agrawal Whole Time Director retires by rotation at the AGM. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their re-appointment. Details of the Directors retiring by rotation/ seeking re-appointment at the ensuing meeting are provided in the "Annexure" to the Notice.
3. Corporate shareholders intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and the register of contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. The cutoff date for dispatch of Annual Reports to shareholders is **02nd September 2022**.
7. The Register of Members and the Share Transfer Books of the Company will remain closed from, **Saturday, 24th September 2022** to **Friday, 30th September 2022** (both days inclusive). For the purpose of Annual General Meeting for the financial year ended 31st March 2022.
8. Notice of the AGM along with the Annual Report 2021-2022 is also being sent through electronic mode to those Members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-2022 will also be available on the Company's website www.hariyanaventures.in website of the Stock Exchange, i.e on BSE Limited at www.bseindia.com. For receiving all communication (including Annual Report) from the Company electronically members are requested to register/update their email addresses with the relevant Depository Participant.
9. Pursuant to section 108 of the Companies Act, 2013, read with rules 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer voting by electronic means to the members to cast their votes electronically on all resolutions set forth in this notice. The detailed instructions for e-voting are given separately.
10. Shareholders/proxies are requested to bring their copies of the Annual Report to the AGM and the attendance slip duly filled in for attending the AGM.
11. Shareholders are requested to intimate, immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts.
12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts.
13. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH-13 to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling / varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company.
14. All documents referred to in the accompanying notice will be available for inspection at the corporate office of the company during business hours on all working days up to the date of declaration of the result of the 47th AGM of the Company.
15. In case of joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of name appears as per the Register of Members of the Company will be entitled to vote.
16. The Route map to the venue of the AGM is published in the Annual Report.
17. Members can opt for one mode of voting i.e. either by physical ballot or through e-voting. If Members opt for e-voting then do not vote by Physical Ballot or vice versa. However, in case Members cast their vote both by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.

**Guidelines For Electronic Voting**:

Pursuant to provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is pleased to provide e-voting facility to the shareholders to cast their vote on all resolutions set forth in the notice convening the 47th Annual

General Meeting (AGM) to be held on Friday 30th September 2022. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility.

The Members whose names appear in the Register of Members / List of Beneficial Owners as on **23rd September 2022** (cut-off date), are entitled to vote on the resolutions set forth in this Notice. The e-voting period will commence on to **Saturday, 24th September 2022** at 9.00 a.m. and will end on **Friday, 30th September 2022** at 5.00 p.m. During this period, shareholders of the Company, as on the cutoff date may cast their vote electronically.

The e-voting module shall be disabled by NSDL for voting thereafter. Members will not be able to cast their votes electronically beyond the date and time mentioned above. The Company has appointed **Mr. Jaymin Modi & Co,** Practicing Company Secretaries Firm, Mumbai, to act as the Scrutinizer, to scrutinize the electronic voting process and poll at the Annual General Meeting (AGM) in fair and transparent manner.

The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereunder. The shareholders who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but will not be entitled to cast their vote again. The facility for voting through ballot paper will be made available at the AGM venue and the shareholders attending the AGM, who have not cast their vote by remote e-voting will be able to exercise their right at the AGM venue through ballot paper.

Shareholders, who have not cast their vote electronically, by remote e-voting, may only cast their vote at the AGM through ballot paper. At the AGM, at the end of discussion on the resolutions on which voting is to be held, the Chairman, with the assistance of the scrutinizer, will order voting through ballot paper for all those shareholders who are present at the AGM but have not cast their votes electronically using the remote e-voting facility

The Scrutinizer shall immediately after the conclusion of voting at the meeting, first count the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make, not later than 2 days of conclusion of the meeting and after scrutinizing such votes received shall make a Scrutinizer's report of the votes cast in favor or against or invalid votes in connection with the resolution(s) mentioned in the Notice of the Meeting and submit the same forthwith to the Chairman of the Company.

The Results along with Scrutinizer's report shall be declared on the website of the Company and be placed on the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on the date of AGM.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER**: -

The remote e-voting period begins on **27th September 2022** at 09:30 A.M. and ends on **29th September 2022** at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **23rd September 2022**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **23rd September 2022**.

How do I vote electronically using NSDL e-Voting system?

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDLand you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.<br>2. If you are not registered for IDeAS e-Services, option to register is |

| | |
|---|---|
| | available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<br>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDLand you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.<br>4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.<br><br>https://play.google.com/store/apps/details?id=com.msf.NSDL.Android<br><br>https://apps.apple.com/us/app/nsdl/id922834763?ls=1 |
| Individual Shareholders holding securities in demat mode with CDSL | 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest arehttps://web.cdslindia.com/myeasi/home/loginor www.cdslindia.com and click on New System Myeasi.<br>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.<br>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration<br>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDLwhere the e-Voting is in progress. |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.inor call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-4 |

B) Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   *Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|---|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12************** then your user ID is 12************** |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
4. Upon confirmation, the message “Vote cast successfully” will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csjayminmodi@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 hariyana_ngp@bsnl.in

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), 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 hariyana_ngp@bsnl.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e.

3. Login method for e-Voting for Individual shareholders holding securities in demat mode.
Alternatively shareholder/members may send a request to evoting@nsdl.co.infor procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
Assuring you of our best services,

**By order of the Board**
**For Hariyana Ventures Limited**
**Sd/-**

| | |
|---|---|
| **Harish Agrawal** | **Dinesh Agrawal** |
| **Managing Director** | **Director** |
| **DIN- 00291083** | **DIN-00291086** |

**Place: Nagpur**
**Date: 07th September 2022**

## DIRECTORS' REPORT

The Board of Directors are pleased to present the Company's 47th Annual Report and the Company's audited financial statements for the financial year ended 31st March, 2022.

### 1. OPERATING RESULTS

The operating results of the Company for the year ended 31st March, 2022 are as follow:

Amount in Rs.

| Particulars | Year ended 31st March 2022 | Year ended 31st March 2021 |
|---|---|---|
| Revenue from Operations | 81634942 | 30206000 |
| Profit before tax from continuing operations | (5442549) | (2378888) |
| Tax Expenses (Including Deferred Tax) | (910019) | (407468) |
| Profit after Tax | (4532529) | (1971420) |
| Total Income for the year | (4532529) | (1971420) |

### 2. TRANSFER TO RESERVES

There are no transfers to any specific reserves during the year.

### 3. THE STATE OF THE COMPANY'S AFFAIR

During the year under review, your Company achieved total revenue from operations of Rs. 81634942/- (previous year Rs. 30206000/-.).
The loss after tax is at Rs. 4532529/- (Previous year loss Rs. 1971420/-).

### 4. DIVIDEND

Your directors do not recommend any divided.

### 5. CASH FLOW AND CONSOLIDATED FINANCIAL STATEMENTS

As required under Regulation 34 of the Listing Regulations, a Cash Flow Statement and consolidated Financial Statement is part of the Annual Report.

### 6. THE CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the Company.

### 7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND.

There was no transfer during the year to the Investor Education and Protection Fund in terms of Section 125 of the Companies Act, 2013.

### 8. CONSERVATION OF ENERGY-TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE ETC.

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished as **Annexure A** to Director's Report.

### 9. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed also discussed at the meetings of the Risk Management Committee and the Board of Directors of the Company. The Company has constituted Risk Management Committee and its risk management policy is available on the website of the Company.

### 10. INTERNAL CONTROL SYSTEM

The Company's internal controls system has been established on values of integrity and operational excellence and it supports the vision of the Company "To be the most sustainable and competitive Company in our industry".
The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors and their significant audit observations and follow up actions thereon are reported to the Audit Committee.

### 11. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of investments made and loans given to subsidiaries has been disclosed in the financial statements in notes 14 and 18 of the standalone financial statements.

### 12. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All the related party transactions are entered on arm's length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large or which warrants the approval of the shareholders.

**13. POLICY ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:**

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. All employees (permanent, contractual, temporary, trainees) are covered under the said policy. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which redresses complaints received on sexual harassment. During the financial year under review, the Company has not received any complaints of sexual harassment from any of the women employees of the Company.

**14. ANNUAL RETURN**

Pursuant to the provisions of Section 92(3) of Companies Act, 2013 following is the link for Annual Return FY 2021-22. http://www.hariyanametals.in/

**15. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

During the financial year, the Board met 7 times on 22/06/2021, 12/08/2021, 07/09/2021, 11/11/2021, 03/02/2022, 14/02/2022 and 15/02/2022.

**16. DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of Section 134(5) of the Companies Act, 2013 The Board of Directors of the Company hereby confirm:

• That in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure.

• That the selected accounting policies were applied consistently and the Directors 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 on 31st March, 2022, and that of the profit of the Company for the year ended on that date.

• That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

• That the annual accounts have been prepared on a going concern basis.

• The Board has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

• The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**17. DEPOSITS**

The Company has neither accepted nor renewed any deposits during the year under review.

**18. ARTICULARS OF EMPLOYEES AND REMUNERATION**

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given as Annexure C to this report. In terms of provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of employees drawing remuneration in excess of the limits set out in the said Rules, if any, forms part of the Report.

The policy is available on the Company's website. www.hariyanametals.in.

**19. DIRECTORS**

Krishanu Harish Agrawal is liable to retire by rotation in this ensuing Annual General Meeting and being eligible he has offered himself for reappointment. Your Directors recommend his re-appointment.

During the financial year the members of the Company in the Annual General Meeting held on:30th September 2021;

-Re-appointed Mr. Harish Agrawal as Managing Director of the Company for a period of 3 (Three) consecutive years.

-Re-appointed Mr. Dinesh Agrawal as Whole Time Director of the Company for a period of 3 (Three) consecutive years.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

**20. ATTRIBUTES, QUALIFICATIONS & INDEPENDENCE OF DIRECTORS, THEIR APPOINTMENT AND REMUNERATION**

The Nomination & Remuneration Committee of Directors have approved a Policy for Selection, Appointment and Remuneration of Directors which inter-alia requires that composition and remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and senior management employees and the Directors appointed shall be of high integrity with relevant expertise and experience so as to have diverse Board and the Policy also lays down the positive attributes/criteria while recommending the candidature for the appointment as Director.

**21. DECLARATION OF INDEPENDENT DIRECTORS**

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(7) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

**22. STATUTORY AUDITORS**

M/s Lalit Jham & Co., Chartered Accountant (Membership No. 114158W) had tendered their resignation from the position of Statutory Auditors effective from February 03, 2022, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the "Companies Act, 2013 ("Act"). Since, a casual vacancy, in terms of Section 139(8) of the Act, caused by the resignation of auditors can be filled up by the Company in General Meeting, as per recommendation of Audit Committee, the Board proposes that M/s. Manish N Jain & Co., Chartered Accountants (Firm Registration No.: 138430W) be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Lalit Jham & Co., Chartered Accountant.

M/s. Manish N Jain & Co., were appointed by the members in the Extra Ordinary General Meeting held on Tuesday, the 17 day of May, 2022 to fill casual vacancy caused by the resignation of M/s Lalit Jham & Co..

M/s. Manish N Jain & Co., hold office until the conclusion of this Annual General Meeting and The Company has proposed an Ordinary Resolution for appointment of Statutory Auditor for a further period of 5 years.

**23. INTERNAL AUDITORS**

Gulshan Jagdish Jham Chartered Accountants, were appointed as internal auditors by the Board for the financial year 2021-22 and who have issued their reports on quarterly basis.

**24. SECRETARIAL AUDITORS**

The Company has appointed M/s. Jaymin Modi & Co., Company Secretaries, as Secretarial Auditors of the Company to carry out the Secretarial Audit for the Financial Year 2021-2022 and to issue Secretarial Audit Report as per the prescribed format under rules in terms of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report for the FY 2021-22 is annexed herewith and forms part of this report as Annexure D. Secretarial Audit is not applicable to the Subsidiary, not being a material subsidiary.

**25. COST RECORDS AND COST AUDIT**

The provision of the Companies (Cost Records and Audit) Rules, 2014 is not applicable to the Company. Maintenance of cost records as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 was not applicable for the business activities carried out by the Company for the FY 2021-22. Accordingly, such accounts and records are not made and maintained by the Company for the said period.

**26. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS**

There are no qualifications, reservations or adverse remarks or disclaimers made by the auditors and the practicing company secretary in their reports.

**27. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this Annual Report as **Annexure E**.

**28. HOLDING, SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any Holding, Subsidiary, Joint Ventures And Associate Companies.

**29. VIGIL MECHANISM**

The Company has established a vigil mechanism policy to oversee the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimisation of employees and Directors who express their concerns.

he Vigil Mechanism Policy is available at the website of the Company: www.hariyanametals.in.

**30. REPORTING OF FRAUD BY AUDITORS**

During the year under review, the Internal Auditors, Statutory Auditors and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Act, details of which needs to be mentioned in this Report.

**31. ANNUAL EVALUATION BY THE BOARD**
In compliance with the Companies Act, 2013, and Regulation 17 of the Listing Regulations, the performance evaluation of the Board and its Committees were carried out during the year under review.

**32. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**
There are no material changes and commitments affecting the financial position of the Company occurred during the financial year.

**33. THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.**
During the year there has been no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

**34. COMMITTEES OF THE BOARD**
In accordance with the Companies Act, 2013, the Board has formed a Risk Management Committee. There are currently 3 Committees of the Board, as follows:

**• AUDIT COMMITTEE**
The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee as on the date of the report comprises of 2 Non-Executive Independent Directors & 1 Non-Executive Non-Independent Directors.

Following are the members of the Committee

| | |
|---|---|
| Shital Ranjit Misal | : Chairman |
| Chandrakant Dahale | : Member |
| Sameer Deshpande | : Member |
| Dinesh Agrawal | : Member |

During the year there were in total five Audit committee meetings held on 22/06/2021, 12/08/2021, 11/11/2021 & 14/02/2022.

The Chairperson of Audit Committee was present in previous AGM held on 30/09/2021 to answer shareholder's queries.

Broad terms of reference of the Audit Committee are as per following:

The role of the audit committee shall include the following:

1 Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2 Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;

3 Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

4 Reviewing with the management, the quarterly financial statements before submission to the board for approval;

5 Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process.

7 Approval or any subsequent modification of transactions of the listed entity with related parties.

8 Evaluation of internal financial controls and risk management systems.

9 reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the internal control systems.

10 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.

11 Discussion with internal auditors of any significant findings and follow up there on.

12 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.

13 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.

14 To review the functioning of the whistle blower mechanism.

15 Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate.

16 Carrying out any other function as is mentioned in the terms of reference of the audit committee

## • NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 read with regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee comprises of 3 Non-Executive Directors.

The Nomination and Remuneration Committee met Once in the Financial Year 2021-2022 on 04/03/2022.

The necessary quorum was present in the said meetings.

The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company held on 30/09/2021.

The composition of the Committee and the details of meetings held and attended by the Directors are as under:

| | |
|---|---|
| Shital Ranjit Misal | : Chairman |
| Chandrakant Dahale | : Member |
| Sameer Deshpande | : Member |

**Role of nomination and remuneration committee**, inter-alia, include the following:

(1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

(2) Formulation of criteria for evaluation of performance of independent directors and the board of directors;

(3) Devising a policy on diversity of board of directors;

(4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.

(5) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

(6) To recommend to the Board all remuneration, in whatever form, payable to senior management.

The policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters is available on company's website.

**Remuneration of Directors**

The remuneration of the Managing Director and Whole- Time Director is recommended by the Remuneration Committee and then approved by the Board of Directors and subsequently by the shareholders in general meeting within the limits prescribed in Companies Act, 2013.

**Criteria for making payments**

Non-Executive Directors of the Company are paid sitting fees for attending Board and Committee Meetings and no Commission is drawn by either of them during the year.

**Performance evaluation criteria for Independent Directors:**

1) Attendance and participations in the meetings.
2) Preparing adequately for the board meetings.
3) Contribution towards strategy formation and other areas impacting company performance
4) Rendering independent, unbiased opinion and resolution of issues at meetings.

5) Safeguard of confidential information.
6) Initiative in terms of new ideas and planning for the Company.
7) Timely inputs on the minutes of the meetings of the Board and Committee's.
8) Raising of concerns to the Board

**Remuneration Policy**
The Nomination and Remuneration Policy devised in accordance with Section 178(3) and (4) of the Companies Act, 2013 is available at the website of the Company: www.hariyanametals.in Further, criteria of making payments to non-executive directors, the details of remuneration paid to all the Directors and the other disclosures required to be made under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been published below:

**• STAKEHOLDER RELATIONSHIP COMMITTEE**
The Stakeholder Relationship Committee of the Company is constituted in line with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee comprises of 2 Non-Executive Independent Directors, 1 Non-Executive Non-Independent Director.

The committee looks into the shareholders and investors grievances that are not settled at the level of Compliance Officer and helps to expedite the share transfers and related matters. The Committee periodically reviews the status of stakeholders' grievances and redressal of the same.

The Committee met once on 14/02/2022.

The necessary quorum was present for all the meetings. The Chairman of the Committee was present at the last Annual General Meeting of the Company held on 30th September 2021.

The composition of the Committee during FY 2021-22 and the details of meetings held and attended by the Directors are as under:

Following are the members of the Committee.

| | |
|---|---|
| Shital Ranjit Misal | : Chairman |
| Chandrakant Dahale | : Member |
| Sameer Deshpande | : Member |

The role of the committee shall inter-alia include the following:
(1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
(2) Review of measures taken for effective exercise of voting rights by shareholders.
(3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
(4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the Company.]

**35. MEETING OF INDEPENDENT DIRECTORS**
A separate meeting of the independent directors ("Annual ID Meeting") was convened which reviewed the performance of the Board (as a whole), the Non-Independent Directors and the Chairman. Post the Annual ID Meeting, the collective feedback of each of the Independent Directors was discussed by the Chairperson with the Board covering performance of the Board as a whole, performance of the Non-Independent Directors and performance of the Board Chairman. All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there is no change in their status of Independence. As required under Section 149(7) of the Companies Act, 2013.

**36. DETAILS OF FAMILIARIZATION PROGRAMMED IMPARTED TO INDEPENDENT DIRECTORS FOR THE FINANCIAL YEAR 2021-2022**
On appointment, the concerned Director is issued a Letter of appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through an induction and familiarization program including the presentation and interactive session with the Committee Members and other Functional Heads on the Company's finance and other important aspects.

**37. OTHER DISCLOSURES**
The Company does not have any Employees Stock Option Scheme in force and hence particulars are not furnished, as the same are not applicable. No proceedings against the Company is initiated or pending under the Insolvency and Bankruptcy

Code, 2016. 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 along with the reasons thereof – Not Applicable.

**38. POLICIES**

The Company seeks to promote highest levels of ethical standards in the normal business transactions guided by the value system. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates formulation of certain policies for listed companies. The Policies are reviewed periodically by the Board and are updated based on the need and compliance as per the applicable laws and rules and as amended from time to time. The policies are available on the website of the Company.

**39. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS**

Your Directors hereby confirm that the Company has complied with the necessary provisions of the revised Secretarial Standard 1 and Secretarial Standard 2 to the extent applicable to the Company.

**40. ENHANCING SHAREHOLDER VALUE**

Your Company firmly believes that its success, the marketplace and a good reputation are among the primary determinants of value to the shareholder. The organisational vision is founded on the principles of good governance and delivering leading-edge products backed with dependable after sales services. Following the vision your Company is committed to creating and maximising long-term value for shareholders.

**41. ACKNOWLEDGEMENTS**

Your Directors take this opportunity to express their sincere appreciation and gratitude for the continued co-operation extended by shareholders, employees, customers, banks, suppliers and other business associates.

**By order of the Board**
**For Hariyana Ventures Limited**
**Sd/-**

| | |
|---|---|
| **Harish Agrawal** | **Dinesh Agrawal** |
| **Managing Director** | **Director** |
| **DIN- 00291083** | **DIN-00291086** |

**Place: Nagpur**
**Date: 07th September 2022**

**ANNEXURE A TO THE DIRECTORS' REPORT**

Information pursuant to the Companies (Accounts) Rules, 2014

**(A) CONSERVATION OF ENERGY**

i) The steps taken or impact on conservation of energy: NIL

ii) The steps taken by the company for utilizing alternate sources of energy: NIL

iii) The capital investment on energy conservation equipment's: NIL

**(B) TECHNOLOGY ABSORPTION**

i) The efforts made towards technology absorption: NIL

ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

- Better economy, reduction in emission & clean operation;
- Optimum efficiency

iii) In case of imported technology (imported during the last year reckoned from the beginning of the financial year): NIL

- The details of technology imported: NIL
- The year of import: NIL
- Whether the technology fully absorbed: NIL
- If not fully absorbed , areas where absorption has not taken place, and the reasons thereof; and: NIL

iv) The expenditure incurred on Research and Development: NIL

**ANNEXURE B TO THE DIRECTORS' REPORT**

**FORM NO. AOC – 2**

**[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]**

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

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

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

| | |
|---|---|
| (a) Name(s) of the related party and nature of relationship | Harish Gangaram Agrawal |
| (b) Nature of contracts/arrangements/transactions | Remuneration, Receipt of Unsecured Loans & Repayment |
| (c) Duration of the contracts/ arrangements / transactions | During the year |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any: | NA |
| (e) Date(s) of approval by the Board, if any: | 22/06/2021 |
| (f) Amount paid as advances, if any | NA |

| | |
|---|---|
| (a) Name(s) of the related party and nature of relationship | Dinesh Gangaram Agrawal |
| (b) Nature of contracts/arrangements/transactions | Remuneration, Receipt of Unsecured Loans & Repayment |
| (c) Duration of the contracts/ arrangements / transactions | During the year |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any: | NA |
| (e) Date(s) of approval by the Board, if any: | 22/06/2021 |
| (f) Amount paid as advances, if any | NA |

| | |
|---|---|
| (a) Name(s) of the related party and nature of relationship | Prabhu Steel Industries Limited |
| (b) Nature of contracts/arrangements/transactions | Interest Paid, Receipt of Unsecured Loans & Repayment |
| (c) Duration of the contracts/ arrangements / transactions | During the year |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any: | NA |
| (e) Date(s) of approval by the Board, if any: | 22/06/2021 |
| (f) Amount paid as advances, if any | NA |

| | |
|---|---|
| (a) Name(s) of the related party and nature of relationship | Shree Gopal Finance Private Limited |
| (b) Nature of contracts/arrangements/transactions | Interest Paid, Receipt of Unsecured Loans & Repayment |
| (c) Duration of the contracts/ arrangements / transactions | During the year |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any: | NA |
| (e) Date(s) of approval by the Board, if any: | 22/06/2021 |
| (f) Amount paid as advances, if any | NA |

**ANNEXURE C TO THE DIRECTORS' REPORT**

**MEDIAN REMUNERATION**

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below.

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

| **Name of the directors** | **Ratio to median remuneration** |
|---|---|
| **Non-executive directors** | |
| Shital Ranjit Misal | ---- |
| Chandrakant Narayanrao Dahale | ---- |
| Sameer Kamlakar Deshpande | ---- |
| **Executive directors** | |
| Harish Gangaram Agrawal | 90:26:26 |
| Dinesh Gangaram Agrawal | 90:26:26 |
| Krishanu Harish Agrawal | ---- |

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

| Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary | % Increase in remuneration in the financial year |
|---|---|
| Harish Gangaram Agrawal | ---- |
| Dinesh Gangaram Agrawal | ---- |
| Krishanu Harish Agrawal | ---- |
| Mala Brijlal Lalchandani | 100% |
| Navalkishore H Purohit | ---- |

c. The percentage increase in the median remuneration of employees in the financial year: 25%

d. The number of permanent employees on the rolls of Company: 15

e. Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:
The average annual increase was around: 25%
Increase in the managerial remuneration for the year was: Nil

f. Affirmation that the remuneration is as per the remuneration policy of the Company: The Nomination and Remuneration Committee of the Company has affirmed at its meeting held on 14/02/2022 that the remuneration paid is as per the remuneration policy of the Company. The Policy is available on the Company's Website.

g. There are no employees drawing salary in excess of 120 Lakhs as stipulated under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

ANNEXURE D TO THE DIRECTORS' REPORT

**FORM NO. MR-3**
**SECRETARIAL AUDIT REPORT**
**FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2022**
**[Pursuant to regulation 24A of SEBI (LODR) 2015 and section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]**

To,
The Members,
**Hariyana Ventures Limited**
OLD MOTOR STANDITWARI,
NAGPUR – 440008.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Hariyana Ventures Limited (hereinafter called "The Company "). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company , its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31st March, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, Forms and returns filed and other records maintained by The Company for the year ended on 31st March, 2022 to the extent applicable to the provisions of:

I. The Companies Act, 2013 (the Act) and the rules made there under to the extent applicable;

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;

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable to the Company: -

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable to the Company during the period under review;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable to the Company during the period under review;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not Applicable to the Company during the period under review;

(f) The Securities and Exchange Board of India (Registrars to and Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; Not Applicable to the Company during the period under review;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not Applicable to the Company during the period under review;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not applicable to the Company during the Audit Period; and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

a) Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India; and

b) Listing Agreements entered into by the Company with BSE Limited.

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned above, except:

- *Some of the Intimations under the provisions of the Companies Act, 2013 have been filed after the lapse of statutory time period. However, necessary additional fees have been remitted for such delay*

I further report that:

The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors except there was delay in appointment of Non-Executive Women Independent Director. The changes in the composition of Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

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.

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**:

- Mr. Harish Agrawal (holding DIN: 00291083) was re-appointed as Managing Director of the Company
- Mr. Dinesh Agrawal (holding DIN: 00291086) was re-appointed as Executive/Whole Time Director of the Company..
- Lalit Jham & Co. Chartered Accountants (FRN: 114158W) resigned as the Statutory Auditors of the company with effect from February 03, 2022.
- M/s. Manish N Jain & Co. (FRN 138430W) was appointed as the Statutory Auditors of the company with effect from February 03, 2022.

**For, Jaymin Modi & Co.**
**Company Secretaries**
**Sd/-**
**Mr. Jaymin Modi**
**COP: 16948**
**Mem No. 44248**
**PRC: 2146/2022**
**UDIN: A044248D000871118**
**Place: Mumbai**
**Date: 29.08.2022**

**ANNEXURE – A TO SECRETARIAL AUDIT REPORT**

To,
The Members,
**HARIYANA VENTURES LIMITED**
OLD MOTOR STAND ITWARI,
NAGPUR – 440008.

Our Secretarial Audit Report dated **29th August, 2022** is to be read with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make an audit report based on the secretarial records produced for our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.

5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

6. This Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For, Jaymin Modi & Co.**
**Company Secretaries**
**Sd/-**
**Mr. Jaymin Modi**
**COP: 16948**
**Mem No. 44248**
**PRC: 2146/2022**
**UDIN: A044248D000871118**
**Place: Mumbai**
**Date: 29.08.2022**

## COMPLIANCE WITH THE CODE OF CONDUCT AND ETHICS

In accordance with Regulation 17(5)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and Senior Management Personnel of the Company have confirmed compliance with the Code of Business Conduct and Ethics for the financial year ended 31st March, 2022.

For and behalf of Hariyana Ventures Limited
Sd/-
Harish Gangaram Agrawal
Managing Director
DIN 00291083

## CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

To,
The Board of Directors,
Hariyana Ventures Limited
Old Motor Stand,
Itwari, Nagpur
440008

We, Harish Gangaram Agrawal, Managing Director, Dinesh Gangaram Agrawal, Whole Time Director & Navalkishore H Purohit CFO of the Company, hereby certify that for the financial year, ending 31st March, 2022;
(a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
(ii) these statements present a true and fair view of the Company's affairs and are in compliance with current 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 in violation of the Company's code of conduct.

c) we accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and 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 steps taken or proposed to be taken for rectifying these deficiencies.

(d) we have indicated to the Auditors and the Audit Committee:
(i) significant changes, if any, in the internal control over financial reporting during the year. (ii) significant changes, if any, in accounting policies made 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.

For and behalf of Hariyana Ventures Limited

| | | |
|---|---|---|
| Harish Gangaram Agrawal | Dinesh Gangaram Agrawal | Navalkishore H Purohit |
| Managing Director | Wholetime Director | CFO |
| DIN 00291083 | DIN 00291086 | |

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**(Pursuant to Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with regulation 34(3) of the said Listing Regulations).**

To,
The Members
**Hariyana Ventures Limited**
Old Motor Stand, Itwari, Nagpur,
Maharashtra, 440008.

I have examined the relevant registers records forms returns and disclosures received from the Directors of **Hariyana Ventures Limited** having **CIN L99999MH1975PLC018080** and having registered office at Old Motor Stand, Itwari, Nagpur, Maharashtra, 440008, India. (hereinafter referred to as 'the Company') produced before me by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended 31st March 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India Ministry of Corporate Affairs or any such other Statutory Authority.

| Sr. No. | Name of Director | DIN | Date of Appointment in Company | Date of Resignation |
|---|---|---|---|---|
| 1 | Dinesh Gangaram Agrawal | 00291086 | 01/05/1995 | - |
| 2 | Harish Gangaram Agrawal | 00291083 | 01/05/1995 | - |
| 3 | Chandrakant Dahale | 00306606 | 16/12/2013 | - |
| 4 | Shital Ranjit Misal | 08336132 | 06/02/2019 | - |
| 5 | Sameer Deshpande | 08336141 | 06/02/2019 | - |
| 6 | Krishanu Harish Agrawal | 08777036 | 11/08/2020 | - |

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

***Disclaimer:*** *We have not been made available with details or clarification or Non-Applicability certificate, with respect to debarment or disqualification pursuant to any order from civil or criminal court and thus we are unable to conclude any opinion on attraction of disqualification by any such order which have not been presented before us for reporting.*

**For, JAYMIN MODI & CO.**
**Company Secretaries**
Sd/-
**Jaymin Modi**
**Company Secretary**
**ACS: 44248**
**COP: 16948**
**PRC: 2146/2022**
**UDIN: A044248D000879544**
**Date: 30/08/2022**
**Place: Mumbai**

**ANNEXURE E TO THE DIRECTORS' REPORT**

## MANAGEMENT DISCUSSION AND ANALYSIS

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2022.

**INTRODUCTION**:

As of April 2022, India was the world's second-largest producer of crude steel, with an output of 10.14 MT. In FY22, the production of crude steel and finished steel stood at 133.596 MT and 120.01 MT, respectively. The growth in the Indian steel sector has been driven by the domestic availability of raw materials such as iron ore and cost-effective labour. Consequently, the steel sector has been a major contributor to India's manufacturing output.

The Indian steel industry is modern, with state-of-the-art steel mills. It has always strived for continuous modernisation of older plants and up-gradation to higher energy efficiency levels.

The Indian steel industry is classified into three categories - major producers, main producers and secondary producers.

**Market Size**

In FY22, the production of crude steel and finished steel stood at 133.596 MT and 120.01 MT, respectively. The consumption of finished steel stood at 105.751 MT in FY22. In April 2022, India's finished steel consumption stood at 9.072 MT.

In FY22, exports and imports of finished steel stood at 13.49 MT and 4.67 MT, respectively. In FY22, India's export rose by 25.1% YoY, compared with 2021. In FY21, India exported 9.49 MT of finished steel.

**SEGMENT-WISE PERFORMANCE:**
The Company trades in a single business segment. In view of sluggish global demand, the Company repositioned some of its supplies to favourable markets. The company has passed through a very unusual phase, any worthwhile comparison of performance between two periods would be inconclusive. There is, yet, considerable scope for improvement. The Company is currently into trading in Steel and iron products.

**OPPORTUNITIES AND THREATS:**
The biggest opportunity before Indian steel sector is that there is enormous scope for increasing consumption of steel in almost all sectors in India. The Indian rural sector remains fairly unexposed to their Multi-faceted use of steel. The usage of steel in cost Effective manner is possible in the area of housing, fencing, structures and other possible applications where steel can substitute other materials which not only could bring about Advantages to users but is also desirable for conservation of forest resources. Excellent potential exist for enhancing steel consumption in other sectors such as automobiles, packaging, engineering industries, irrigation and water supply in India. The key areas of opportunities can be summarized as:

- Huge Infrastructure demand
- Rapid urbanization
- Increasing demand for consumer durables
- Untapped rural demand
- Increasing interest of foreign steel producers in India

The linkage between the economic growth of a country and the growth of its steel industry is strong. The growth of the domestic steel industry between 1970 and 1990 was similar to the growth of the economy, which as a whole was sluggish. This strong relation in today's environment where the growth of the industry has become stagnant owing to the overall slowdown has resulted in enhanced rivalry among existing firms. As the industry is not growing the only other way to grow is by increasing one's market share. The Indian steel industry has witnessed spurts of price wars and heavy trade discounts, which has impacted the Indian Steel Industry.

- Slow growth in infrastructure development
- Market fluctuations and China's export possibilities
- Global economic slow down

**STRENGTH:**

India has rich mineral resources. It has abundance of iron ore, coal and many other raw materials required for iron and steel making. It has the fourth largest iron ore reserves (10.3 billion tonnes) after Russia, Brazil, and Australia. Therefore, many raw materials are available at comparatively lower costs. It has the third largest pool of technical manpower, next to United States and the erstwhile USSR, capable of understanding and assimilating new technologies. Considering quality of workforce, Indian steel industry has low unit labour cost, commensurate with skill. This gets reflected in the lower production cost of steel in India compared to many advanced countries. With such strength of resources, along with vast domestic untapped market, Indian steel industry has the potential to face challenges successfully. The major strengths can be summarized as:

- Abundant resources of iron ore
- Low cost and efficient labor force
- Strong managerial capability
- Strongly globalised industry and emerging global competitiveness
- Modern new plants & modernized old plants

**RISKS AND CONCERNS:**

This are inherent in the quality and availability of some of the essential raw materials available in India, e.g., high ash content of indigenous coking coal adversely affecting the productive efficiency of iron-making and is generally imported. Also, Steel is a capital intensive industry; steel companies in India are charged an interest rate on capital as compared to Japan and USA. In India the advantages of cheap labour get offset by low labour productivity; e.g., at comparable capacities labour productivity of SAIL and TISCO is 75 t/man year and 100 t/man years, for POSCO, Korea and NIPPON, Japan the values are 1345 t/man year and 980 t/man year. High administered price of essential inputs like electricity puts Indian steel industry at a disadvantage; about 45% of the input costs can be attributed to the administered costs of coal, fuel and electricity. The major weaknesses can be summarized as:

- High cost of energy higher duties and taxes
- High cost of capital

**FINANCIAL HIGHLIGHTS:**

- Paid up Share Capital of the Company as on 31 March 2022, stands at 58,05,000 divided into 5,80,500 number of equity Shares of Rs. 10/- each fully –paid up.
- Income from operation stood at Rs. 8,06,85,810/- for fiscal 2022.
- Profit/Loss before Taxes of fiscal 2022 was Rs. (54,42,549)/-.
- Basic Earnings per Share for fiscal 2022 was Rs (7.81).
- Net Worth of the company stood at Rs. 3,04,64,406/- as on March 2022.

**INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliances of guide lines and policies adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management. The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. Efforts for continued improvement of internal control system are being consistently made in this regard.

**HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:**

The Company's Human Resources philosophy is to establish and build a strong performance and competency driven culture with greater sense of accountability and responsibility. The Company has taken pragmatic steps for strengthening organizational competency through involvement and development of employees as well as installing effective systems for improving the productivity, equality and accountability at functional levels. With the changing and turbulent business scenario, the Company's basic focus is to upgrade the skill and knowledge level of the existing human assets to the required level by providing appropriate leadership at all levels motivating them to face the hard facts of business, inculcating the attitude for speed of action and taking responsibilities. In order to keep the employees skill, knowledge and business facilities updated, ongoing in house and external training is provided to the employees at all levels. The effort to rationalize and streamline the workforce is a continuous process. The industrial relations scenario remained harmonious throughout the year..

**CAUTIONARY STATEMENT:**

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and 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 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 other incidental factors.

## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF,
HARIYANA VENTURES LIMITED (Formerly Known as HARIYANA METALS LIMITED)

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of HARIYANA VENTURES LIMITED (Formerly Known as HARIYANA METALS LIMITED) (the "Company"), which comprises the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including the Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows and for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its losses including total comprehensive income (loss), the changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards on Auditing (SAs) are further described in the Auditor's Responsibilities for the Audit of the 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.
Key Audit Matters

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

The Key Audit Matters How was the matter addressed in our Audit
Revenue Recognition
Revenue is one of the key profit drivers and is therefore susceptible to misstatements. Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut -off can results in material misstatement of results for the years.
Our audit procedures with regards to revenue recognition included testing controls, automated and manual, around dispatches / deliveries, inventory reconciliations and circularization of receivable balances, substantive testing for cut-off and analytical review procedures.
Appropriateness of Current and Non - Current Classifications
For the purpose of current / non - current classification of the assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their presentation in cash and cash equivalents.

The classification of assets and liabilities has been done on the basis of documentary evidences. Where conclusive evidences are not available, the classification has been done on the basis of management's best estimates of the period in which the assets would be realized or the liabilities would be settled. We have evaluated the reasonability of the management's estimates.

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

The Company's Management and the Board of Directors is responsible for the preparation of the other information. The other information comprises the Management Discussion and Analysis, Board's Report inlcuding Annexures to the Board's Report, Report on Corporate Governance, Business Responsibility Report and Shareholder's information, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Management and the 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 financial position, the financial performance including the other comprehensive income (loss), cash flows and changes in equity of the Company in accordance with the accounting principle generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentations of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Financial Statements

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

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

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

- Obtain an understanding of internal financial controls 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 system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure "A", a statement on the matters specified in paragraph 3 and paragraph 4 of the said Order.

2. As required by Section 143(3) of the Act, based on our audit, 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 the law have been kept by the Company so far as it appears from our examination of those books;

c. The Balance Sheet, the Statement of Profit and Loss including the Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows the dealt with by this Report are in agreement with the books of account;

d. In our opinion, the Balance Sheet, the Statement of Profit and Loss including the Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;

e. On the basis of the written representation received from the directors as on March 31, 2022 taken on the record by the Board of Directors, none of directors is disqualified as on March 31, 2022 from being appointed as a director in term of Section 164(2) of the Act.

f. With respect to adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such control, refer to our separate report in Annexure "B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over the financial reporting.

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended;

In our opinion and to the best of our information and explanations given to us, the remunerations paid by the Company to its directors during the reporting period is in accordance with the provision 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 ("MCA") has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

h. With respect to the other matters to be included in the Independent Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;

(i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements - "Refer Note No. 32".

(ii) The provision has been made in the financial statements, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long - term contracts including the derivative contracts.

(iii) There has been no delay in transferring amounts, required to be transferred, to Investor Education and Protection Fund by the Company.

(iv) a) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed fund or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including the foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall, whether, directly or indirectly lend or invest in other persons or entities indentified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries;

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) of Rule 11(e), as provided under iv(a) and iv(b) above, contain any material misstatement.

(v) The Dividend declared and paid, if any, during the reporting period by the Company is in compliance with Section 123 of the Companies Act, 2013.

**Place: Nagpur**
**Dated: May 30, 2022**
**UDIN No.: 22175398AKJCKQ1896**
**For MANISH N JAIN & CO.**
**Chartered Accountants**
**FRN No. 138430W**
**Sd/-**
**ARPIT AGRAWAL**
**Partner**
**Membership No. 175398**

**ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT**
(Referred to in Paragraph 1 under "Report on the Other Legal and Regulatory Requirements" Section of our report of Even Date)

Report on Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Companies Act, 2013 ('the Act') of HARIYANA VENTURES LIMITED (Formerly Known as HARIYANA METALS LIMITED) ("the Company");

1. In respect of the Company's Property, Plants and Equipments and Intangible Assets;

a) i) The Company has maintained proper records in the electronic mode showing full particulars, including the quantitative details and situation of property, plants and equipments and the relevant details of right-of-use of assets.

ii) The Company has maintained the proper records showing full particulars of intangible assets.

b) The Company has a regular program at reasonable interval for physical verification of property, plants and equipments and right-of-use of assets so as to cover all the assets, the periodicity of physical verification, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such physical verification.

c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds in respect of self - constructed buildings and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company), disclosed in the financial statements and included under property, plants and equipments are held in the name of the Company as at the Balance Sheet date. In respect of the immovable properties taken on lease by the Company, the lease agreements are in the name of the Company as at the Balance Sheet date.

d) The Company has not revalued any of its property, plants and equipments (including right-of-use assets) and intangible assets during the reporting period.

e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceeding have been initiated during the reporting period or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and Rules made thereunder.

2. In respect of Company's inventories;

a) As explained to us, inventories except goods-in-transits and the stock lying with third parties were physically verified during the year by the management at reasonable intervals. In our opinion, in respect of stock lying with the third parties at the end of the year, written confirmations have been obtained. In our opinion, the frequency of such verification is reasonable. In our opinion, the coverage and the procedure adopted by the management for the physical verification is appropriate looking to the size and the nature of the products dealt in by the Company. As explained to us, there was no discrepancies of 10% or more in the aggregate of each class of inventory were noticed on such physical verification of inventories. However, the other discrepancies if any, noticed on such physical verification have been properly dealt with in the books of accounts.

b) The Company has not been sanctioned working capital limit in excess of five crore rupees, in aggregate, at any point of time during the reporting period, from banks or financial institutions on the basis of security of current assets. Hence, the reporting under clause 3(ii)(b) of the said Order is not applicable to the Company.

3. The Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or other parties, during the year, in respect of which;

a) According to information and explanations given to us and on the basis of our examination of the records, the Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any subsidiaries, associates and joint ventures and other entities during the reporting period, hence the reporting under clause 3(iii)(a)(A) and 3(iii)(a)(B) of the said Order is not applicable.

b) The Company has not made any investment in, nor granted any loans and advances in the nature of loans, hence reporting under clause 3(iii)(b) in respect of the terms and conditions of grants of loans are not applicable to the Company.

c) The Company has not granted any loans and advances in the nature of loans, to any other entities including subsidiaries, associates and joint ventures, hence the reporting under clause 3(iii)(c), in respect of the schedule of repayment of principal and payment of interest is not applicable.

d) The Company has not granted any loans and advances in the nature of loans, to any other entities including subsidiaries, associates and joint ventures, hence the reporting under clause 3(iii)(d) in respect of overdue amount remaining outstanding for more than ninety days is not applicable.

e) The Company has not granted any loans or advances in the nature of loans, to any other entities including subsidiaries, associates and joint ventures, hence the reporting under clause 3(iii)(e), in respect of the details of loans which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of the existing loans given to the same parties is not applicable.

f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment during the year. Hence, the reporting under clause 3(iii)(f) of the said Order is not applicable.

During the reporting period, the Company has neither provided guarantee nor security to any entities including subsidiaries, associates and joint ventures, as applicable.

4. In our opinion and according to information and explanations given to us and on the basis of our examination of the records, the Company has complied with the provisions of Section 185 and Section 186 of the Act, in respect to grant of loans, making investments and providing guarantees and securities, as applicable.

5. The Company has not accepted any deposits from public or amounts which are deemed to be the deposits of the Company, within the meaning of the Reserve Bank of India, provision of Section 73 to Section 76 of the Act or any other relevant provisions and Rules made thereunder, during the year, therefore, the reporting under clause 3(v) of the said Order is not applicable to the Company.

6. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under section 148(1) of the Companies Act, in respect of the Company's products / services to which the said Rules are made applicable, and we are of the opinion that, prima facie, the prescribed cost record been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

7. According to the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of statutory dues, we report that;

a) The Company has generally been regular in depositing undisputed statutory dues, including goods and service tax, provident fund, employees' state insurance, income tax, duties of custom, cess and other material statutory dues applicable to it with the appropriate authorities.
According to the information and explanations given to us, no undisputed amounts payable in respect of goods and service tax, provident fund, employees' state insurance, income tax, duties of custom, cess and other material statutory dues were in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

b) According to the information and explanation given to us, there are no material statutory dues referred to in sub - clause (a) above which have not been deposited with the appropriate authority on account of any dispute.

8. According to the information and explanation given to us and on the basis of our examination of the record of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

9. a) In our opinion and according to the information and explanation given to us by the Company, the Company has not defaulted in repayment of any loans or other borrowings or in the payment of interest thereon to any lender.

b) The Company has not been declared as willful defaulter by banks or financial institutions or government or any government authority.

c) The Company has not obtained any term loans during the year, hence reporting inder clause 3(ix)(c) of the said Order is not applicable to the Company.

d) According to the information and explanation given to us and on the basis of our examination of the record of the Company, the funds raised on short - term basis have, prima facie, not been used during the year for long - term purposes by the Company.

e) According to the information and explanation given to us and on the basis of our examination of the record of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Companies Act, 2013. Hence, the reporting under the clause 3(ix)(e) of the said Order is not applicable to the Company.

f) According to the information and explanation given to us and on the basis of our examination on the record of the Company, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associates companies as defined under the Companies Act, 2013. Hence, the reporting under the clause 3(ix)(f) of the said Order is not applicable to the Company.

10. a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the said Order is not applicable to the Company.

b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence, the reporting under clause 3(x)(b) of the said Order is not applicable to the Company.

11. a) According to the information and explanation given to us and on the basis of examinations of records of the Company, considering the principles of materiality outlined in Standards of Auditing, we report that no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

b) According to the information and explanation given to us and on the basis of examinations of records of the Company, we report that, no report under sub-section (12) of Section 143 of the Companies Act has been filled in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

c) In our opinion and according to the information and explanation given to us, the Company has not received any complaints from whistle-blower, hence the reporting under clause 3(xi)(c) of the said Order is not applicable to the Company.

12. The Company is not a Nidhi Company as prescribed under Section 406 of the Companies Act and hence reporting under clause 3(xii) of the said Order is not applicable to the Company.

13. According to information and explanations given to us and based on our examination of the records of the Company, all the transactions with related parties are in compliance with Section 177 and Section 188 of the Companies Act and details of related party transactions have been disclosed in the financial statements, under "Note No. 31 - the transactions with Related Parties" as required under Indian Accounting Standards (Ind AS) - 24, "Related Party Disclosure" specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014.

14. a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b) We have considered, the internal audit report for the year under audit, issued to the Company during the year and till the date of this report, in determining the nature, timing and extent of our audit procedures.

15. In our opinion and according to the information and explanation given to us, during the year, the Company has not entered into any non-cash transactions with its directors or the person connected with him and hence provisions of Section 192 of the Act are not applicable. Thus, reporting under clause 3(xv) of the said Order is not applicable to the Company.

16. a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934, therefore, the reporting under clause 3(xvi)(a) and (b) of the said Order is not applicable to the Company.

b) In our opinion, the Company is not a core investment company (CIC) also there is no CIC within the Group, as defined in the regulation made by the Reserve Bank of India in Core Investment Companies (Reserve Bank) Directions, 2016 and accordingly the reporting under clause 3(xvi)(c) and (d) of the said Order are not applicable.

17. The Company has incurred cash losses of ` 40.00 Lakhs during the financial year covered by our audit and cash losses of ` 12.01 Lakhs in the immediately preceding financial year.

18. There has been resignation of the Statutory Auditor during the year and we have taken into the consideration the issues, objections and concerns raised by the outgoing auditor.

19. On the basis of financial ratios, aging and expected due dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and the Management plans and based on our examination of evidence supporting the assumptions, nothing has come to our attention, which cause us to believe that any material uncertainty exists as on the date of the audit report indicating that

Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not as assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the date of balance sheet, will get discharged by the Company as and when they fall due.

20. As per section 135 of the Companies Act, 2013, a company meeting its applicability threshold, needs to spend at lease 2% of its average net profit for the immediately preceeding three financial year on Corporate Social Reponsibilities (CSR) activities. The Company does not meet the eligibility criteria as specified under section 135 of the Companies Act, 2013, hence the reporting under the clause 3(xx)(a) towards spending on other than ongoing projects and 3(xx)(b) towards spending on ongoing projetcs on Coroporate Social Reponsibilities (CSR) of the said Order is not applicable to the Company.

**Place: Nagpur**
**Dated: May 30, 2022**
**UDIN No.: 22175398AKJCKQ1896**
**For MANISH N JAIN & CO.**
**Chartered Accountants**
**FRN No. 138430W**
**Sd/-**
**ARPIT AGRAWAL**
**Partner**
**Membership No. 175398**

**ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT**
(Referred to in paragraph 2(f) under "Report on the Other Regulatory Requirements" section of our report of even date)

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

Opinion

We have audited the internal financial controls over the financial reporting of "HARIYANA VENTURES LIMITED" (Formerly Known as HARIYANA METALS LIMITED) ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("the ICAI").

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 control over financial reporting with reference to the financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("the ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to the financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting with reference to the financial statements (the "Guidance Note") and Standard of Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both, issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to the financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over the Financial Reporting

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

**Place: Nagpur**
**Dated: May 30, 2022**
**UDIN No.: 22175398AKJCKQ1896**
**For MANISH N JAIN & CO.**
**Chartered Accountants**
**FRN No. 138430W**
**Sd/-**
**ARPIT AGRAWAL**
**Partner**
**Membership No. 175398**

**HARIYANA VENTURES LIMITED**

**(Formerly Known as Hariyana Metals Limited)**

**Balance Sheet as at March 31, 2022**

(Amount ` in Lakhs)

| S. No. | Particulars | Note | 31.03.2022 ` | 31.03.2021 ` |
|---|---|---|---|---|
| A | **ASSETS** | | | |
| 1 | **Non - Current Assets** | | | |
| | Property, Plants and Equipments | 2 | 41.83 | 47.16 |
| | Financial Assets | | | |
| | Investments | 3 | 73.20 | 74.72 |
| | Loans | 4 | - | 15.00 |
| | Other Financial Assets | 5 | 206.26 | 218.83 |
| | Other Non - Current Assets | 6 | 6.63 | 6.63 |
| | Deferred Tax Assets (Net) | 7 | 63.59 | 54.76 |
| | **Total Non - Current Assets** | | **391.50** | **417.10** |
| 2 | **Current Assets** | | | |
| | Inventories | 8 | - | 24.43 |
| | Financial Assets | | | |
| | Trade Receivables | 9 | 133.40 | 200.15 |
| | Cash and Cash Equivalents | 10A | 10.49 | 9.14 |
| | Other Balances with Banks | 10B | - | - |
| | Other Financial Assets | 11 | 6.50 | 8.38 |
| | Other Current Assets | 12 | 1.97 | 19.82 |
| | Current Tax Assets (Net) | 13 | 1.51 | 0.99 |
| | **Total Current Assets** | | **153.87** | **262.92** |
| | **Total Assets** | | **545.37** | **680.02** |
| B | **EQUITY AND LIABILITIES** | | | |
| a) | **EQUITY** | | | |
| | Equity Share Capital | 14 | 58.05 | 58.05 |
| | Other Equity | 15 | 246.60 | 291.94 |
| | | | **304.65** | **349.99** |
| b) | **LIABILITIES** | | | |
| 1 | **Non - Current Liabilities** | | | |
| | Financial Liabilities | | | |
| | Borrowings | 16 | 65.77 | 168.66 |
| | Long - Term Financial Liabilities | 17 | 0.90 | 0.90 |
| | **Total Non - Current Liabilities** | | **66.67** | **169.56** |
| 2 | **Current Liabilities** | | | |
| | Financial Liabilities | | | |
| | Borrowings | 18 | 148.33 | 143.74 |
| | Trade Payables | | | |
| | Total Outstanding dues to Micro Enterprises and Small Enterprises | 19 | - | - |
| | Total Outstanding dues of Creditors other than to Micro Enterprises and Small Enterprises | 19 | 4.13 | 0.00 |
| | Other Financial Liabilities | 20 | 21.59 | 16.73 |
| | **Total Current Liabilities** | | **174.06** | **160.47** |
| | **Total Equity and Liabilities** | | **545.37** | **680.02** |

**SIGNIFICANT ACCOUNTING POLICIES** 1

**THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS**

| | | |
|---|---|---|
| **AS PER OUR REPORT OF EVEN DATE ATTACHED** | **FOR AND ON BEHALF OF THE BOARD** | |
| For **MANISH N JAIN & CO.** | **HARISH AGRAWAL** | **DINESH AGRAWAL** |
| *Chartered Accountants* | Managing Director | Director |
| FRN No.: 138430W | DIN No.: 00291083 | DIN No.: 00291086 |
| **ARPIT AGRAWAL** | **NAVALKISHORE PUROHIT** | **VIDHI SHAMBWANI** |
| Partner | Chief Financial Officer | Company Secretary |
| Membership No. 175398 | | |
| Place: Nagpur | | |
| Dated: **May 30, 2022** | Place: Nagpur | Place: Nagpur |
| UDIN No.: **22175398AKJCKQ1896** | Dated: **May 30, 2022** | Dated: **May 30, 2022** |

**HARIYANA VENTURES LIMITED**

**(Formerly Known as Hariyana Metals Limited)**

**Statement of Profit and Loss for the year ended on March 31, 2022**

(Amount ` in Lakhs, except earning per share data)

| S. No. | Particulars | Note | 2021 - 2022 (`) | 2020 - 2021 (`) |
|---|---|---|---|---|
| **I** | **INCOME** | | | |
| 1 | Revenue from Operations | 21 | 806.86 | 285.15 |
| 2 | Other Income | 22 | 9.49 | 16.91 |
| **II** | **Total Income (Total of 1 to 2)** | | **816.35** | **302.06** |
| **III** | **EXPENSES** | | | |
| 1 | Cost of Materials Consumed | | - | - |
| 2 | Purchase of Stock-in-Trade | 23 | 741.78 | 259.94 |
| 3 | Changes in Inventories of Finished Goods and Stock-in-Trade | 24 | 24.43 | 2.62 |
| 4 | Employee Benefits Expense | 25 | 26.89 | 24.27 |
| 5 | Finance Costs | 26 | 18.40 | 11.74 |
| 6 | Depreciation and Amortization Expenses | 27 | 5.33 | 7.70 |
| 7 | Other Expenses | 28 | 53.95 | 19.57 |
| **IV** | **Total Expenses (Total of 1 to 7)** | | **870.77** | **325.84** |
| **V** | **Profit Before Exceptional Item and Tax (II - IV)** | | **(54.43)** | **(23.79)** |
| | Exceptional Items | | - | - |
| **VI** | **Profit Before Tax (PBT)** | | **(54)** | **(24)** |
| **VII** | **Tax Expenses** | | | |
| 1 | Current tax | 7 | (0.28) | - |
| 2 | Deferred tax | 7 | (8.82) | (4.08) |
| **VIII** | **Total Tax Expenses (Total of 1 to 2)** | | **(9.10)** | **(4.08)** |
| **IX** | **Profit After Tax (PAT) (VI - VIII)** | | **(45.33)** | **(19.71)** |
| **X** | **Other Comprehensive Income** | | | |
| | **A) Items that will not be reclassified to Statement of Profit and Loss** | | | |
| | a). i) Remeasurement of the defined benefits plan | | - | - |
| | ii) Income Tax Expenses on the above | | - | - |
| | b). i) Net Fair Value Gain / (Loss) on Investment in Equity Instruments through Other Comprehensive Income | | (0.02) | 0.12 |
| | ii) Income Tax Expenses on the above | | 0.00 | (0.03) |
| | **B) Items that will be reclassified subsequently Statement of Profit and Loss** | | | |
| | b). i) Net Fair Value Gain / (Loss) on Investment in Debt Instruments through Other Comprehensive Income | | - | - |
| | ii) Income Tax Expenses on the above | | - | - |
| **XI** | **Total Other Comprehensive Income** | | **(0.01)** | **0.10** |
| **XII** | **Total Comprehensive Income for the year (IX + XI)** | | **(45.34)** | **(19.62)** |
| **XIII** | **Earnings per Equity Share** | | | |
| | **Basic (In `)** | 39 | **(7.81)** | **(3.40)** |
| | **Diluted (In `)** | | **(7.81)** | **(3.40)** |

**SIGNIFICANT ACCOUNTING POLICIES** 1

**THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS**

| AS PER OUR REPORT OF EVEN DATE ATTACHED | FOR AND ON BEHALF OF THE BOARD | |
|---|---|---|
| For **MANISH N JAIN & CO.** | **HARISH AGRAWAL** | **DINESH AGRAWAL** |
| *Chartered Accountants* | Managing Director | Director |
| FRN No.: 138430W | DIN No.: 00291083 | DIN No.: 00291086 |
| **ARPIT AGRAWAL** | **NAVALKISHORE PUROHIT** | **VIDHI SHAMBWANI** |
| Partner | Chief Financial Officer | Company Secretary |
| Membership No. 175398 | | |
| Place: Nagpur | | |
| Dated: **May 30, 2022** | Place: Nagpur | Place: Nagpur |
| UDIN No.: **22175398AKJCKQ1896** | Dated: **May 30, 2022** | Dated: **May 30, 2022** |

**HARIYANA VENTURES LIMITED**

**(Formerly Known as Hariyana Metals Limited)**

**Statement of Cash Flows for the year then ended March 31, 2022**

(Amount ` in Lakhs)

| S. No. | Particulars | 31.03.2022 (`) | 31.03.2021 (`) |
|---|---|---|---|
| A) | **Cash Flow from Operating Activities** | | |
| | **Net Profit / (Loss) Before Tax for the year as per the Statement of Profit and Loss** | **(54.43)** | **(23.79)** |
| | Adjustments For: | | |
| | Depreciation and Amortization Expenses | 5.33 | 7.70 |
| | Dividend Income | - | (0.02) |
| | Interest Income | (9.47) | (11.57) |
| | Finance Costs | 18.40 | 11.74 |
| | Provision for Unsecured Doubtful Debts and Advances | 17.28 | - |
| | **Operating Profit before Working Capital Changes** | **(22.88)** | **(15.94)** |
| | Adjustments For: | | |
| | (Increase) / Decrease in Trade Receivables | 51.49 | 20.15 |
| | (Increase) / Decrease in Other Financial Assets | 22.40 | 1.06 |
| | (Increase) / Decrease in Inventories | 24.43 | 2.62 |
| | (Increase) / Decrease in Other Current Assets | 17.85 | 0.22 |
| | Increase / (Decrease) in Short Term Borrowings | 4.59 | 35.21 |
| | Increase / (Decrease) in Trade Payables | 4.13 | (5.64) |
| | Increase / (Decrease) in Financial Liabilities | 4.87 | (0.46) |
| | **Cash Generated from Operating Activities** | **106.88** | **37.22** |
| | Income tax paid (Net of Refund) | (0.23) | 1.41 |
| | **Net Cash Generated / (Used) from Operating Activities** | **106.64** | **38.62** |
| B) | **Cash Flow from Investing Activities** | | |
| | Investment in Property, Plants and Equipments (Net of Disposal) | - | (0.07) |
| | (Increase) / Decrease in Non - Current Investments | 1.50 | (1.50) |
| | (Increase) / Decrease in Loans and Advances | 15.00 | (5.00) |
| | Liabilities towards Capital Expenditures | - | - |
| | (Purchase) / Redemption of Term Deposits | (9.97) | (10.23) |
| | Dividend Income | - | 0.02 |
| | Interest Income | 9.47 | 11.57 |
| | **Net Cash Generated / (Used) from Investing Activities** | **16.00** | **(5.21)** |
| C) | **Cash Flow from Financing Activities** | | |
| | Proceeds from Fresh Issue of Equity Shares | - | - |
| | Proceeds / (Repayments) from Non - Current Borrowings | (102.89) | (32.60) |
| | Finance Costs | (18.40) | (11.74) |
| | **Net Cash Received / (Used) from Financing Activities** | **(121.29)** | **(44.34)** |

| | | | |
|---|---|---|---|
| (D) | **Net Increase / (Decrease) in Cash and Cash Equivalants (A + B + C)** | **1.35** | **(10.93)** |
| (E) | Cash and Cash equivalants at the beginning of the period | 9.14 | 20.07 |
| (F) | Cash and Cash equivalants at the end of the period | 10.49 | 9.14 |
| (G) | **Increase / (Decrease) in Cash and Cash Equivalants (G = F E)** | **1.35** | **(10.93)** |

**Note:**

a) **Cash and Cash Equivalants Comprises of:**

| S. No. | Particulars | 31.03.2022 ` | 31.03.2021 ` |
|---|---|---|---|
| 1 | Balances with Banks | | |
| | i) Current Accounts | 5.90 | 7.09 |
| | ii) Deposits with Bank with the Maturity of less than 3 Months | - | - |
| 2 | Cash-in-Hand | 4.59 | 2.06 |
| 3 | **Cash and Cash Equivalants (Total of 1 to 2)** | **10.49** | **9.14** |

**SIGNIFICANT ACCOUNTING POLICIES** 1

**THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS**

| | | |
|---|---|---|
| **AS PER OUR REPORT OF EVEN DATE ATTACHED** | **FOR AND ON BEHALF OF THE BOARD** | |
| For **MANISH N JAIN & CO.** | **HARISH AGRAWAL** | **DINESH AGRAWAL** |
| *Chartered Accountants* | Managing Director | Director |
| FRN No.: 138430W | DIN No.: 00291083 | DIN No.: 00291086 |
| **ARPIT AGRAWAL** | **NAVALKISHORE PUROHIT** | **VIDHI SHAMBWANI** |
| Partner | Chief Financial Officer | Company Secretary |
| Membership No. 175398 | | |
| Place: Nagpur | | |
| Dated: **May 30, 2022** | Place: Nagpur | Place: Nagpur |
| UDIN No.: **22175398AKJCKQ1896** | Dated: **May 30, 2022** | Dated: **May 30, 2022** |

**HARIYANA VENTURES LIMITED**

**(Formerly Known as Hariyana Metals Limited)**

**Statement of Changes in Equity for the year then ended on March 31, 2022**

**A) Equity Share Capital**

(Amount ` in Lakhs)

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Equity Share Capital** | | |
| **Balance at the beginning of the Reporting Period...(`)** | 58.05 | 58.05 |
| Changes in Equity Share Capital to prior period errors | - | - |
| **Restated balances at the beginning of the reporting period** | 58.05 | 58.05 |
| Changes in Equity Share Capital during the period | - | - |
| **Balance at the end of the Reporting Period...(`)** | 58.05 | 58.05 |

**B) Other Equity**

(Amount ` in Lakhs)

| | Reserves and Surplus | | | Item of OCI | Total Other Equity |
|---|---|---|---|---|---|
| | Capital Reserve | Securities Premium | Retained Earning | Equity Instruments through OCI | |
| | ` | ` | ` | ` | ` |
| **Balance as at April 01, 2020 (A)** | 109.13 | - | 146.65 | 55.76 | 311.55 |
| **Addition during the Reporting Period** | | | | | |
| Net Profit / (Loss) during the Reporting Period | - | - | (19.71) | - | (19.71) |
| Addition during the Reporting Period | - | - | - | - | - |
| **Items of the Other Comprehensive Income for the period (Net of taxes)** | | | | | |
| Net Fair Value Gain on Investment in Equity Instruments through OCI (Net) | - | - | - | 0.10 | 0.10 |
| **Total Comprehensive Income for the year 2019 - 2020 (B)** | - | - | (19.71) | 0.10 | (19.62) |
| **Reduction during the Reporting Period** | | | | | |
| Dividend | - | - | - | - | - |
| **Total Reductions during the Reporting Period (C)** | - | - | - | - | - |
| **Balance as at March 31, 2021 (D) = (A + B - C)** | 109.13 | - | 126.94 | 55.86 | 291.94 |
| **Addition during the Reporting Period** | | | | | |
| Net Profit / (Loss) during the Reporting Period | - | - | (45.33) | - | (45.33) |
| **Items of the Other Comprehensive Income for the period (Net of taxes)** | | | | | |
| Net Fair Value Gain on Investment in Equity Instruments through OCI (Net) | - | - | - | (0.01) | (0.01) |
| **Total Comprehensive Income for the year 2021 - 2022 (E)** | - | - | (45.33) | (0.01) | (45.34) |
| **Reduction during the Reporting Period** | | | | | |
| Dividend | - | - | - | - | - |
| **Total Reductions during the Reporting Period (F)** | - | - | - | - | - |
| **Balance as at March 31, 2022 (G) = (D + E - F)** | 109.13 | - | 81.62 | 55.85 | 246.60 |

**SIGNIFICANT ACCOUNTING POLICIES**
**THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS**

| AS PER OUR REPORT OF EVEN DATE ATTACHED | FOR AND ON BEHALF OF THE BOARD | |
|---|---|---|
| For **MANISH N JAIN & CO.** | **HARISH AGRAWAL** | **DINESH AGRAWAL** |
| *Chartered Accountants* | Managing Director | Director |
| FRN No.: 138430W | DIN No.: 00291083 | DIN No.: 00291086 |
| **ARPIT AGRAWAL** | **NAVALKISHORE PUROHIT** | **VIDHI SHAMBWANI** |
| Partner | Chief Financial Officer | Company Secretary |
| Membership No. 175398 | | |
| Place: Nagpur | | |
| Dated: **May 30, 2022** | Place: Nagpur | Place: Nagpur |
| UDIN No.: **22175398AKJCKQ1896** | Dated: **May 30, 2022** | Dated: **May 30, 2022** |

**Notes to the Financial Statements for the year than ended on March 31, 2022**

1. **Corporate Information**

**HARIYANA VENTURES LIMITED (Formerly Known as HARIYANA METALS LIMITED)** is a Public Limited Company, domiciled and incorporated in India, under the provisions of Companies Act, 1956. The Registered office of the Company is situated at *Near Old Motor Stand, Itwari (M.H.) - 400008*.

The Company is mainly engaged in the business of manufacturing, selling and distribution and trading of Iron and Steels. The Company's share are listed on Bombay Stock Exchange (BSE).

The Board of Directors approved the financial statements for the year ended March 31, 2022 and authorized for issue on May 30, 2022.

**1.1 BASIS OF PREPARATION**

a) **Accounting Convention**

These financial statements are the separate financial statements of the Company (also called as financial statements) prepared in accordance with Indian Accounting Standard ("Ind AS") notified under the Companies Act, 2013 ("the Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Rule, 2016, as amended.

The financial statements have been prepared and presented under the Historical Cost Convention, on accrual basis of the accounting except for certain financial assets and financial liabilities including derivative instruments, if any, that are measured at fair value at the end of each reporting period, defined benefit plans - plan assets are measured at fair value, as stated in the accounting policies set out below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair Value is the price that would be received to sell an assets or paid to transfer a liabilities in an orderly transactions between the market participants at the measurement date.

The Statement of Cash Flows have been prepared under indirect method, whereby the profit and loss is adjusted for the effect of transactions of a non-cash nature, any deferrals and accruals or future operating cash receipts or payments and items of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid instruments that are readily convertible to know amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents. These accounting policies have been applied consistently over all the period presented in these financial statements.

The Company's financial statements are prepared and presented in Indian Rupee (`), which is also the functional currency for the Company.

b) **Use of Estimates**

The preparation of the financial statements is in conformity with the Ind AS requires managements to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amounts of the assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revision to accounting estimates are recognized in the period which the estimates are revised and in any future periods affected.

The key assumptions concerning the future and other key resources of estimation uncertainty at the reporting date, have a significant risk of causing a material adjustment to the carrying amount of the assets and liabilities within the next financial year. Are described as follow:

a) **Income Tax**: The Company's tax jurisdiction is in India. Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the income tax provisions, including the amount expected to be paid / recovered for uncertain. (Refer Note No. 7)

b) **Property, Plants and Equipments**: Property, Plants and Equipments represent a significant proportion of the assets base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful lives and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management at the time the assets are acquired and reviewed periodically, including at each financial year end. Useful lives of each these assets are based on the life prescribed in Schedule II to the Companies Act, 2013 or based on the technical estimates, taking into account the nature of the assets, estimated usage, expected residual values and operating conditions of the assets. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the assets.

c) **<u>Defined Benefits Obligations</u>**: The costs of providing Gratuity and other post -employment benefits are charged to the Statement of Profit and Loss in accordance with *Ind AS - 19, "Employee Benefits",* over the period during which benefit is derived from the employees' services. It is determined by using the Actuarial Valuation and assessed on the basis of assumptions selected by the management. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in *Note No. 37, "Employee Benefits"*. Due to complexities involved in the valuation and its long - term in nature, a defined benefit obligation is highly sensitive to change in these assumptions. All assumptions are reviewed at each balance sheet date.

d) **<u>Fair Value measurements of Financial Instruments</u>**: When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgments and assumptions. The inputs to these models are taken from observable markets where possible, where this is not feasible, a degree of judgements is required in establishing fair value. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

e) **<u>Recoverability of Trade Receivables</u>**: Judgment are required in assessing the recoverability of overdue trade receivables and determining whether a provision is against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non - payments.

f) **<u>Provisions</u>**: The timing of recognition and quantification of the liability requires which can be subject to change. The carrying amounts of provision and liabilities are reviewed regularly and revised to take the amount of changing the facts and circumstances.

g) **<u>Impairment of Financial and Non - Financial Assets</u>**: The impairment provision of financial are based on the assumptions about the risk of default and expected cash loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of the reporting period.

In case of Non - Financial Assets, the Company estimates asset's recoverable amount, this is higher of an assets or Cash Generating Units (CGU) fair value less the cost of disposal and the value in use.

In assessing the value in use, the estimated future cash flows are discounted using the pre - tax discount rate that reflects current market assessments of the time value of money and the risk specific to the assets. In determining the fair value less cost of disposal, recent market transactions are taken into accounts, if no such transactions can be identified, an appropriate valuation model is used.

h) **<u>Recognition of Deferred Tax Assets and Liabilities</u>**: Deferred tax assets and liabilities are recognized for deductible temporary differences and unused tax losses for which there is probability of utilization against the future taxable profits. The Company uses judgments to determine the amount of deferred tax that can be recognized, based upon the likely timing and the level of future taxable profits and business developments.

i) **<u>Inventory Management</u>:** Measurement of bulk inventory quantities of stock available at factory site is material, complex and involves significant judgements and estimates resulting from measuring the surface area. The Company performs physical counts of the above inventory on a periodic basis using internal / external experts to perform volumetric surveys and assessments, basis which estimates of quantity for these inventories is determined. The variation noted between book records and physical counts of the above inventories are evaluated and approximately accounted in the books of accounts.

**c) Current and Non - Current Classification**

An asset or a liability is classified as Current when it satisfies any of the following criteria:

i) It is expected to be realized / settled, or is intended for sales or consumptions, in the Company's Normal Operating Cycle;

ii) It is held primarily for the purpose of sale or consumption.

iii) It is held primarily for the purpose trading.

iv) It is expected to be realized / due to be settled within twelve months after the end of reporting date;

v) The asset is cash or cash equivalents unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

vi) The Company does not have an unconditional right to defer the settlement of the liabilities for at least twelve months after the reporting date.

All other assets and liabilities are classified as non - current.

For the purpose of Current / Non - Current classification of assets and liabilities, the Company has ascertained its operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of the assets or liabilities for processing and their realization in Cash and Cash Equivalents.

**1.2 Summary of Significant Accounting Policies**

**a) Disclosures in respect of Changes in Accounting Policies**

i) During the reporting period, the Company in order to Comply with the Indian Accounting Standards - 109, Financial Instruments and Indian Accounting Standards - 113, Fair Value Measurement in the financial statements, the Company has changed its accounting policy of recognizing the Long - Term Investments from Financial Assets measured at Acquisition Costs to the Financial Assets measured at Fair Value through Other Comprehensive Income. Such changes are made in order to comply with the statue, healthier, true and fair and appropriate presentation of the financial statements. The Company had determined the Fair Value of the Financial Assets and while preparing and presenting the financial statements of the Company, the effects of the same had been provided retrospectively to comply with the paragraph 24 of Indian Accounting Standards - 8, Accounting Policies, Changes in Accounting Estimates and Errors, which states that "*when it is impracticable to determine the period - specific effects of changing an accounting policies on comparative information for one or more prior periods presented, the entity shall apply the new accounting policies to the carrying amounts of assets and liabilities as at the beginning of the earliest period for which retrospective application is practicable, which may be the current period, and shall make a corresponding adjustments to the opening balance of each affected component of equity for that period*". Hence, the Financial Instruments held by the Company at the beginning of the earliest period presented in the financial statements had been adjusted (net of taxes) against the Retained Earning in the Financial Statements.

Due to the above changes in accounting policies, the Retained Earning for beginning of the earliest period i.e. April 01, 2020 has increased by ` 55.76 Lakhs, Deferred Tax Assets (Net) has decreased by ` 14.65 Lakhs, the Fair Value of the Investments has increased by ` 70.41 Lakhs. Similar effect has been considered for the period ended March 31, 2021 as well which has resulted in recognition of total comprehensive income (net of taxes) of ` 00.10 Lakhs.

ii) During the reporting period, the Company in order to Comply with the Indian Accounting Standards - 12, Income Taxes in the financial statements, the Company has changed its accounting policy of recognizing the differences in carrying value and tax base of land. Such changes are made in order to comply with the statue, healthier, true and fair and appropriate presentation of the financial statements. The Company had determined the differences in carrying value and tax base of land and while preparing and presenting the financial statements of the Company the effects of the same had been provided retrospectively to comply with the paragraph 24 of Indian Accounting Standards - 8, Accounting Policies, Changes in Accounting Estimates and Errors, which states that "*when it is impracticable to determine the period-specific effects of changing an accounting policies on comparative information for one or more prior periods presented, the entity shall apply the new accounting policies to the carrying amounts of assets and liabilities as at the beginning of the earliest period for which retrospective application is practicable, which may be the current period, and shall make a corresponding adjustments to the opening balance of each affected component of equity for that period*". Hence, the difference in carrying value and tax base of land at the beginning of the earliest period presented in the financial statements had been adjusted (net of taxes) against the Retained Earning in the Financial Statements.

Due to the above changes in accounting policies, the Retained Earning for beginning of the earliest period i.e. April 01, 2020 has increased by ` 72.12 Lakhs, Deferred Tax Assets (Net) has increased by ` 72.12 Lakhs, and the deferred tax expenses for the March 31, 2021 has increased by ` 03.03 Lakhs.

**b) Property, Plants and Equipments**

**Measurement at Recognition**

An item of Property, Plants and Equipments that qualifies as an assets is measured on the initial recognition at cost, net of recoverable taxes, if any. Following the initial recognition, item of property, plants and equipments are carries at its cost less accumulated depreciation / amortization and accumulated impairment losses, if any.

The Company identifies and determines cost of each part of an item of Property, Plants and Equipments separately. If the part has a cost which is significant to the total costs of that item of Property, Plants and Equipments and has a useful life that is materially different from that of remaining items.

The cost of an item of property, plants and equipments comprises of its purchase price including import duties and other non - refundable purchase taxes or levies, directly attributable to the cost of bringing the assets to its present location and working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discount and rebates are deducted in arriving at the purchase price of such Property, Plants and Equipments.

Such cost also includes the cost of replacing a part of the plants and equipments and the borrowing cost of the long - term construction projects, if the recognition criteria are met. Expenses directly attributable to new manufacturing facility during its construction period are capitalized if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalized under relevant heads of property, plants and equipments if the recognition criteria are met.

When the significant parts of Property, Plants and Equipments are required to be replaced at periodical intervals, the Company recognizes such part as individual assets with specific useful lives and depreciates them accordingly. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plants and equipments as a replacement, if the recognition criteria are satisfied, all other repair and maintenance costs are recognized in the Statement of Profit and Loss as when incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective assets, if the recognition criteria for a provision are met.

All the costs, including administrative, financing and general overhead expenses, as are specifically attributable to construction of a project or to the acquisition of a Property, Plants and Equipments or bringing it to its present location and working condition, is include as a part of the cost of construction of the project or as a part of the cost of Property, Plants and Equipments, till the commencement of commercial production. Any adjustments arising from exchange rate variations attributable to the Property, Plants and Equipments are capitalized as aforementioned.

Borrowing costs relating to the acquisition / construction of Property, Plants and Equipments which takes the substantial period of time to get ready for its intended use are also included in the cost of Property, Plants and Equipments / cost of constructions to the extent they relate to the period till such Property, Plants and Equipments are ready to be put to use.

Any subsequent expenditure related to an item of Property, Plants and Equipments is added to its book value only and only if it increases the future economic benefits from the existing asset beyond its previously assessed standard of performance.

Any items such as spare parts, stand by equipment and servicing equipment that meet the definitions of the Property, Plants and Equipments are capitalized at cost and depreciated over the useful life of the respective Property, Plants and Equipments. Cost is in the nature of repair and maintenances are recognized in the Statement of Profit and Loss as and when incurred.

**Capital Work-in-Progress and Capital Advances**

Cost of Property, Plants and Equipments not ready for intended use, as on the balance sheet date, is shown as a "Capital Work-in-Progress". The Capital Work-in-Progress is stated at cost. Any expenditure in relation to survey and investigation of the properties is carried as Capital Work-in-Progress. Such expenditure is either capitalized as cost of the projects on completion of construction project or the same is expensed in the period in which it is decided to abandon such project.

Any advances given towards acquisition of Property, Plants and Equipments outstanding at each balance sheet date are disclosed as *"Other Non - Current Assets".*

**Depreciation**

Depreciation on each part of Property, Plants and Equipments is provided to the extent of the depreciable amount of the assets on the basis of *"Straight Line Method (SLM)"* on the useful life of the tangible property, plants and equipment as estimated by the management and is charged to the Statement of Profit and Loss, as per the requirement of *Schedule - II to the Companies Act, 2013*. The estimated useful life of the Property, Plants and Equipments has been assessed based on the technical advice which is considered in the nature of the Property, Plants and Equipments, the usage of the Property, Plants and Equipments, expected physical wear and tear of the such Property, Plants and Equipments, the operating conditions, anticipated technological changes, manufacturer warranties and maintenance support of the Property, Plants and Equipments etc.

When the parts of an item of the Property, Plants and Equipments have different useful life, they are accounted for as a separate item (major components) and are depreciated over their useful life or over the remaining useful life of the principal Property, Plants and Equipments, whichever is less.

The useful life of the items of Property, Plants and Equipments as estimated by the management is mentioned below:

| S. No. | Name of Property, Plants and Equipments | Useful Life (In Years) |
|---|---|---|
| 1. | Factory Building | 30 Years |
| 2. | Building (Other than Factory Building) | 60 Years |
| 3. | Plant and Machineries | 15 Years |
| 4. | Furniture and Fixtures | 10 Years |
| 5. | Office Equipments | 10 Years |
| 6. | Computer and Other Data Processing units | 03 Years |
| 7. | Motor Vehicles | 08 -10 Years |
| 8. | Electrical Installation and Other Equipments | 10 Years |

The Company based on technical assessment made by the technical expert and management estimate, depreciate certain items of property, plants and equipments (as mentioned below) over the estimated useful lives which are different from the useful lives as prescribed under Schedule - II of the Companies Act, 2013. The management believes that the useful life as given above is best to represent the period over which management expects to use these Property, Plants and Equipments.

Freehold land is not depreciated. Leasehold land and their improvement costs are amortized over the period of the lease.

The useful lives, residual value of each part of an item of Property, Plants and Equipments and the method of depreciation are reviewed at the end of each reporting period, if any, of these expectations differ from the previous estimates, such change is accounted for as a change in accounting estimate and adjusted prospectively, if appropriate.

**Derecognition**

The carrying amount of an item of Property, Plants and Equipments and Intangible Assets is recognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from derecognition of the Property, Plants and Equipments is measured as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized in the Statement of Profit and Loss, as and when the assets are derecognized.

**c) Intangible Assets**

**Measurement at Recognition**

Intangible assets acquired separately measured on the initial recognition at Cost. Intangible assets arising on the acquisition of business are measured at fair value as at the date of acquisition. Internally generated intangible assets including research cost are not capitalized and the related expenditure is recognized in the Statement of Profit and Loss in the period in which the expenditure is incurred. Following the initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any.

**Amortization**

Intangible assets with the finite lives are amortized on a "Straight Line Basis" over the estimated useful economics life of such Intangible assets. The amortization expenses on Intangible assets with the finite lives are recognized in the Statement of Profit and Loss.

The amortization period and the amortization method for an intangible asset with the finite useful life are reviewed at the end of each financial year. If any of these expectations differ from the previous estimates, such changes are accounted for as a change in an accounting estimate.

**Derecognition**

The carrying amount of an Intangible assets are recognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an Intangible assets is measured as the difference between the net disposal proceeds and the carrying amount of the intangible assets and is recognized in the Statement of Profit and Loss, as and when such asset is derecognized.

**d) Impairment**

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested for impairment annually and whenever there is an indication that the asset may be impaired.

Assets that are subject to depreciation and amortization and assets representing investments in subsidiary and associate companies are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

The Company assesses at each reporting date whether there is an indication that assets may be impaired. If any indication exists based on internal or external factors, or when annual impairment testing for assets is required, the Company estimates the asset's recoverable amount. Where the carrying amount of the assets or its cash generating unit (CGU) exceeds its recoverable amount, the assets are considered impaired and is written down to its recoverable amount. The recoverable amount is the greater of the fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre - tax rate that reflects current market rates and the risk specific to the assets. For and assets that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the assets belong. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transactions between knowledgeable, willing parties, less cost of disposal. After the impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exists or has decreased. However, the increase in the carrying amount of assets due to the reversal of an impairment loss is recognized to the extent it does exceed the carrying amount that would have been determined (net of depreciation) had no Impairment Loss been recognized for the assets in the prior years.
Impairment losses, if any, are recognized in the Statement of Profit and Loss and included in depreciation and amortization expense. Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

**e) Lease**

A lease is classified at the inception date as finance lease or an operating lease. A lease that transfers substantially all the risk and rewards incidental to the ownership to the Company is classified as a finance lease. All other lease is classified as operating lease.

**__The Company as a Lessee__**

**a)** **__Operating Lease__**: Rental payable under the operating lease are charged to the Statement of Profit and Loss on a Straight - line basis over the term of the relevant lease except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

**b)** **__Finance Lease__**: Finance lease are capitalized at the commencement of the lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance expenses and the reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are charged directly against the income over the period of the lease unless they are directly attributable to qualifying assets, in which case they are capitalized. Contingent rental is recognized as an expense in the period in which they are incurred.

A leased asset is depreciated over the useful lives of the assets, however, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the assets are depreciated over the shorter of the estimated useful lives of the assets and the lease terms.

**__The Company as a Lessor__**:

Lease payments under operating leases are recognized as an income on a straight - line basis in the statement of profit and loss over the lease term except where the lease payments are structured to increase in line with expected general inflation. The respective leased assets are included in the Balance Sheet based on their nature. The Company has granted the assets on the basis of operating lease, where the lease contract is for a maximum period of twelve months or an operating cycles.

**f) Investments**

Investments are classified into Current or Non - Current Investments. Investments that are readily realizable and intended to be held for not more than a year from the date of acquisition are classified as Current Investments. All other Investments are classified as Non - Current Investments. However, that part of Non - Current Investments which are expected to be realized within twelve months from the Balance Sheet date is also presented under "Current Investments" under "Current portion of Non - Current Investments" in consonance classification of Current / Non – Current classification of Schedule - III of the Act.

All the equity investments which covered under the scope of Ind AS 109, "Financial Instruments" is measured at the fair value. Investment in Mutual Fund is measured at fair value through profit and loss (FVTPL).

The cost of investments comprises the purchase price and directly attributable acquisition charges such as brokerage, fess and duties.

**g) Investments Properties**

The properties those are held for capital appreciation or for earning rentals or both or whose future use is undetermined is classified as Investment Properties. Items of investment properties are measured at cost less accumulated depreciation / amortization and accumulated impairment losses. Cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for its intended use. Investment properties are depreciated on straight line method on pro-rata basis at the rates specified therein. Subsequent expenditure including cost of major overhaul and inspection is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

**h) Inventories**

Inventories of the raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumables and stock-in-trade are carried at lower of cost and net realizable value. However, raw material and other items held for use in production of inventories are not written down below cost, if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item by item basis.

In determining the cost of raw materials, work-in-progress, finished goods, packing materials, stores and spares, components and stock-in-trade, "*First in First Out (FIFO)*" method is used. Cost of inventories included the cost incurred in bringing each product to its present location and conditions are accounted as follows:

**a)** **Raw Material**: Cost included the purchase price net of all direct and indirect taxes, duties (other than those which is recoverable from tax authorities) and other direct or indirect costs incurred to bring the inventories into their present location and conditions.

**b)** **Finished Goods and Work-in-Progress**: Cost included cost of direct materials and packing material and the labor cost and an appropriate proportion of fixed and variable overhead based on the normal operating capacity of the Company, but excluding the borrowing costs but include the other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated based of normal capacity of production facilities. Cost is determined on *"First in First out basis (FIFO)"*.

**c)** **Stock-in-Trade**: Cost included the purchase price and other direct or indirect costs incurred in bringing the inventories to their present location and conditions. Cost is determined on "First in First Out Basis".

All other inventories of stores and spares, consumables, project material at site are valued at cost. The stock of waste or scrap is valued at net realizable value. Excise Duty wherever applicable is provided on the finished goods lying within the factory and bonded warehouse at the end of the reporting period.

*"Net Realizable Value"* is the estimated selling price of inventories in the ordinary course of business, less estimated costs of completion and estimated cost necessary to make the sales of the products.

**i) Borrowing Costs**

Borrowing Costs include the interest, commitments charges on bank borrowings, amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs that are directly attributable to the acquisition or construction of qualifying property, plants and equipment are capitalized as a part of cost of that property, plants and equipments until such time that the assets are substantially ready for their intended use. Qualifying assets are assets which take the substantial period of time to get ready for the intended use or sale.

When the Company borrows the funds specially for the purpose of obtaining the qualifying assets, the borrowing costs incurred are capitalized with qualifying assets. When the Company borrows fund generally and use them for obtaining a qualifying assets, the capitalization of borrowing costs is computed on weighted average cost of general costs that are outstanding during the reporting period and used for acquisition of the qualifying assets.

Capitalization of the borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for intended use are complete.

Other Borrowing Costs are recognized as expenses in the period in which they are incurred. Any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Any exchange differences arising from foreign currency borrowings to the extent that they are regarded as adjustments to interest costs are recognized as Borrowing Costs, and are capitalized as a part of cost of such property, plants and equipment if they are directly attributable to their acquisition or charged to the Statement or Profit and Loss.

**j) Employee Benefits**

**<u>Short - Term Employee Benefits</u>**

All the employee benefits payable wholly within twelve months of rendering the services are classified as short - term employee benefits and they are recognized in the period in which the employee renders the related services. The Company recognizes the undiscounted amount of short - term employee benefits expected to be paid in the exchange for services are rendered as a liabilities (accrued expense) after deducting any amount already paid.

**<u>Post - Employment Benefits</u>**

**a) <u>Defined Contribution Plans</u>**

Defined contribution plans are employee state insurance scheme and Government administrated pension fund scheme for all the applicable employees and superannuation scheme for all eligible employees. The Company's contribution to defined contribution plans is recognized in the Statement of Profit and Loss in the reporting period to which they relate, *if any*. Generally, the Company does not fall within the ambit of ESIC scheme and pension fund scheme, hence the contribution made under the same is not applicable to the Company.

**i) <u>Recognition and Measurement of Defined Contribution Plans</u>**

The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceed the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund. Generally, the same is not applicable in the case of the Company.

**b) <u>Defined Benefits Plans</u>**

**i) Provident Fund Scheme**

As per the Employee Provident Fund Act and Miscellaneous Provision Act, 1952, every establishments, whose employee strength is twenty persons or more, then such employer shall be required to registered under the EPF Act on the governement website, "Employee Provident Fund Organisation".

The Company, generally operates with the policy to hire the outsourcing manpower, and only the Three directors, Chief Financial Officer (CFO) and the Company Secretary are on the payroll of the Company, so this Act is not applicable in the case of the Company.

**ii) Gratutiy Scheme**

The Company pays the gratuity to the employee whosoever has computed five year of service with the Company at the time of resignation or superannuation. The Grauity is paid @ 15 Days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The liabilities in respect of gratuity and other post – employment benefits is calculated using the "Project Unit Credit Period" and spread over the period during which the benefits is expected to be dervied from employee services.

Re-measurement of defined benefits plans in respect of post employments are charged to Other Comprehensive Income.

As per the Payment of Gratuity Act, 1972, every establishments within the meaning of any law for the time being force in relation to shops or establishments in a state, in which ten or more employees are employed or were employed, on any day of the preceeding twelve months has to take the registration under the Act and maintain the separate fund for the welfare of the employee.

Total number of employee, employed by the Company is less then ten, including the directors, Chief Financial Officers (CFO) and the Company Seceratry. Thus, the Payment of Gratuity Act, 1972, is not applicable to the Company.

**iii) Pension Scheme**

The Company operates a defined benefit pension plans for certain specified employee satisfying certain conditions, as approved by the Board of Directors, *if any*.

**iv) Post - Retirement Medical Benefit Plan**

The Company operates a defined post - retirement medical benefit plan for certain specified employees and payable upon the employee satisfying certain conditions, *if any*.

**Recognition and Measurement of Defined Contribution Plans**

The cost of providing defined benefits is determined using the Projected Unit Cash Credit method with actuarial valuations being carried out at each Balance Sheet date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if applicable. Any defined benefit assets (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liabilities / (assets) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liabilities / assets), are recognized in Other Comprehensive Income. Such Remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

Past service cost is recognized immediately to the extent that the benefits are already vested, else is amortized on a straight - line basis over the average period until the amended benefits become vested. Actuarial gain or losses in respect of the defined benefit plans are recognized in the Statement of Profit and Loss in the year in which they arise.

The Company preset the above liabilities as Current and Non - Current in the Balance Sheet as per the Actuarial Valuation by the Independent actuary; however, the entire liabilities towards gratuity is considered as current as the Company will contribute this amount to the Gratuity Fund within next twelve months, *if applicable*.

**c) Other Long - Term Employee Benefits**

Entitlement to annual leave and sick leave are recognized when they accrue to employees, Sick leave can only be availed while annual leave can either be availed or encashed subject to the restriction on the maximum number of the accumulation of leave. The Company determines the liability for such accumulated leaves using the Projected Accrued Benefits method with the Actuarial Valuation being carried out at each Balance Sheet date, *if applicable*.

**d) Employee Separation Costs**

Compensation to employees who have opted for retirement under the voluntary retirement scheme of the Company is payable in the year of exercise of option by the employee. The Company recognizes the employee separation cost when the scheme is announced and the Company is demonstrably committed to it, *if applicable*.

The Company presents this liability as Current and Non - Current in the Balance Sheet as per the Actuarial Valuation by the Independent Actuary.

**k) Revenue Recognition**

Revenue is recognized when it is probable that economic benefit associated with the transaction flows to the Company in ordinary course of its activities and the amount of revenue can be measured reliably, regardless of when the payment is being made. Revenue is measured at the fair value of consideration received or receivable, taking into the account contractually defined terms of payments, net of its returns, trade discounts and volume rebates allowed.

Revenue includes only the gross inflows of economic benefits, including the excise duty, received and receivable by the Company, on its own account. Amount collected on behalf of third parties such as sales tax, value added tax and goods and service tax (GST) are excluded from the Revenue.

**Sale of Products**

Revenue from sales of goods is recognized, when all the significant risks and rewards of the ownership of the goods is passed to the buyer, recovery of the consideration is probable, associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods and amount of revenue can be measured reliably, which is generally considered on dispatch of goods to the customers except in case of the consignment sales.

Sales (Gross) includes Excise Duty but excludes VAT and Goods and Service Tax (GST) and is net of discounts and incentives to the customers. Excise Duty to the extent included in the gross turnover is deducted to arrive at the net turnover.

**Sale of Services**

Revenue from Sale of Services is recognized as per the Completed Service Contract Method of Revenue recognition except in the few cases when the Revenue from Sale of Services is recognized on accrual basis as per the Contractual agreement basis. Stage of completion is measured by the service performed till the balance sheet date as a percentage of total service contracted.

**Revenue from Contracts**

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

**Export Incentives**

Export incentive revenues are recognized when the right to receive the credit us established and there is no significant uncertainty regarding the ultimate collection.

**Interest**

Revenue from Interest income is recognized using the effective interest method. Effective Interest Rate (EIR) is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial assets or to the amortized cost of financial liabilities.

**Royalty**

Royalty income is recognized on an accrual basis in accordance with the substance of the relevant agreement.

**Dividend**

Revenue is recognized when the Company's right to receive the payment is established at the end of the reporting date, which is generally when the shareholders approve the dividend at the Annual General Meeting / Extraordinary General Meeting.

**Surplus / (Loss) on disposal of Property, Plants and Equipments / Investments**

Surplus / (Loss) on disposal of property, plants and equipment or investment is recorded on transfers of title from the Company, and is determined as the difference between the sales price and carrying value of the property, plants and equipment or investments and other incidental expenses.

**Rental Income**

Rental income arising from operating lease on investments properties is accounted for on a straight - line basis over the lease term except the case where the incremental lease reflects inflationary effect and rental income is accounted in such case by actual rent for the period.

**Insurance Claim**

Claim receivable on account of insurance is accounted for to the extent the Company is reasonably certain of their ultimate collections.

**Other Income**

Revenue from other income is recognized when the payment of that related income is received or credited.

**l) Foreign Currency Transactions**

**a) Initial Recognition**

Transactions in the Foreign Currencies entered into by the Company are accounted in the functional currency (i.e. Indian Rupee `), by applying the exchange rates prevailing on the date of the transaction. Any exchange difference arising on foreign exchange transactions settled during the reporting period are recognized in the Statement of Profit and Loss.

**b) Conversion of Foreign Currency Items at Reporting Date**

Foreign Currency Monetary Items of the Company are restated at the end of the reporting date by using the closing exchange rate as prescribed by the Reserve Bank of India, RBI Reference Rate. Non - Monetary Items are recorded at the exchange rate prevailing on the date of the transactions. Non - Monetary Items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange Differences arising out of these translations are recognized in the Statement of Profit and Loss except exchange gain or loss arising on Non - Monetary Items measured at fair value of the item which are recognized Statement of Profit and Loss or Other Comprehensive Income depending upon their fair value gain or loss recognizes in Statement of Profit or Loss and Other Comprehensive Income, respectively.

All the other exchange differences arising on settlement or translation of monetary items and the make to market losses / gain are dealt with in the Statement of Profit and Loss as Income or Expenses in the period in which they arise except to the extent that they are regarded as an adjustment to the Finance Costs on foreign currency borrowings that are directly attributable to the acquisition or constructions of the qualifying assets, are capitalized to the qualifying assets.

**m) Government Grants and Subsidies**

The Company is entitled to receive any subsidy from the Government authorities or any other authorities in respect of manufacturing or other facilities are dealt as follows:

i) Grants in the nature of subsidies which are non - refundable and are recognized as income where there is reasonable assurance that the Company will comply with all the necessary conditions attached to them. Income from grants is recognized on a systematic basis over periods in which the related costs that are intended to be compensated by such grants are recognized.

ii) The Company has received refundable government loans at below market rate of interest which are accounted in accordance with the recognition and measurement principle of Ind AS 109, "Financial Instruments". The benefit of below-market rate of interest is measured as the difference between the initial carrying value of loan determined in accordance with Ind AS 109 and the proceeds received. It is recognized as income when there is a reasonable assurance that the Company will comply with all necessary conditions attached to the loans. Income from such benefit is recognized on a systematic basis over the period of the loan during which the Company recognizes interest expense corresponding to such loans.

iii) Income from subsidies is presented on gross basis under the Revenue from Operations. Income arising from below market rate of interest loans is presented on gross basis under Other Income.

**n) Financial Instruments**

A financial instruments are in any contract that gives rise to a financial assets of one entity and a financial liabilities or equity instruments of another entity.

**Financial Assets**

**Initial Recognition and Measurement**

The Company recognizes a financial assets in its Balance Sheet when it becomes party to the contractual provisions of the instruments. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial assets.

Where the fair value of a financial assets at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial assets.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

**Subsequent Measurements**

For subsequent measurement, the Company classifies a financial assets in accordance with the below criteria:

i) The Company's business model for managing the financial assets and

ii) The contractual cash flow characteristics of the financial assets.

Based on the above criteria, the Company classifies its financial assets into the following categories:

i) Financial assets measured at amortized costs

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

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

**Financial Assets measured at Amortized Costs**

A financial assets are measured at the amortized costs if both the following conditions are met:

a) The Company's business model objective for managing the financial assets is to hold financial assets in order to collect contractual cash flows, and

b) 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.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method.
Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial assets to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial assets. The same is included under other income in the Statement of Profit and Loss.

The amortized costs of a financial assets are also adjusted for loss allowance, if any.

**Financial Assets measured at FVTOCI**

A financial assets are measured at FVTOCI if both of the following conditions are met:

a) The Company's business model objective for managing the financial assets is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to certain investments in debt instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income and impairment losses and its reversals in the Statement of Profit and Loss.

On Derecognition of such financial assets, cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of Profit and Loss.

Further, the Company, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Company has made such election on an instrument-by-instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognized under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in Other Comprehensive Income. However, the Company recognizes dividend income from such instruments in the Statement of Profit and Loss.

On Derecognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

**Financial Assets measured at FVTPL**

A financial assets are measured at FVTPL unless it is measured at amortized costs or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

**Derecognition**

A financial assets (or, where applicable, a part of a financial assets or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's Balance Sheet) when any of the following occurs:

i) The contractual rights to cash flows from the financial assets expires;

ii) The Company transfers its contractual rights to receive cash flows of the financial assets and has substantially transferred all the risks and rewards of ownership of the financial assets;

iii) The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass - through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial assets);

iv) The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial assets.

In cases, where Company has neither transferred nor retained substantially all of the risks and rewards of the financial assets, but retains control of the financial assets, the Company continues to recognize such financial assets to the extent of its continuing involvement in the financial assets. In that case, the Company also recognizes an associated liabilities. The financial assets and the associated liabilities are measured on a basis that reflects the rights and obligations that the Company has retained.

On Derecognition of a financial assets, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

**Impairment of Financial Assets**

The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

i) Trade receivables and lease receivables

ii) Financial assets measured at amortized cost (other than trade receivables and lease receivables)

iii) Financials assets measured at fair value through other comprehensive income (FVTOCI)

In case of trade receivables and lease receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.
In case of other assets (listed as ii and iii above), the Company determines if there has been a significant increase in credit risk of the financial assets since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to twelve months ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial assets improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on twelve months ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. Twelve months ECL is a portion of the lifetime ECL which results from default events that are possible within twelve months from the reporting date.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward - looking estimates. At each reporting date, the historically observed default rates and changes in the forward - looking estimates are updated.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income / expense in the Statement of Profit and Loss under the head "Other Expenses".

**Financial Liabilities**

**Initial Recognition and Measurements**

The Company recognizes financial liabilities in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognized initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liabilities.

Where the fair value of a financial liabilities at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liabilities.

**Subsequent Measurements**

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liabilities over the relevant period of the financial liabilities to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liabilities. The same is included under finance costs in the Statement of Profit and Loss.

**Derecognition**

A financial liabilities are derecognized when the obligation under the liabilities are discharged or cancelled or expires. When an existing financial liabilities are replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification are treated as the Derecognition of the original liabilities and the recognition of a new liabilities. The difference between the carrying amount of the financial liabilities derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

**o) Derivative Financial Instruments and Hedge Accounting**

The Company enters into derivative financial contracts in the nature of forward currency contracts with external parties to hedge its foreign currency risks relating to foreign currency denominated financial liabilities measured at amortized cost. The Company formally establishes a hedge relationship between such forward currency contracts ('Hedging Instruments') and recognized financial liabilities ('Hedged Items') through a formal documentation at the inception of the hedge relationship in line with the Company's Risk Management objective and strategy.

The hedge relationship so designated is accounted for in accordance with the accounting principles prescribed for a fair value hedge under *Ind AS 109, "Financial Instruments"*.

**Recognition and Measurement of Fair Value Hedge**

Hedging instrument is initially recognized at fair value on the date on which a derivative contract is entered into and is subsequently measured at fair value at each reporting date. Gain or loss arising from changes in the fair value of hedging instrument is recognized in the Statement of Profit and Loss. Hedging instrument is recognized as a financial asset in the Balance Sheet if it's fair value as at reporting date is positive as compared to carrying value and as a financial liability if it's fair value as at reporting date is negative as compared to carrying value.

Hedged item (recognized financial liabilities) is initially recognized at fair value on the date of entering into contractual obligation and is subsequently measured at amortized cost. The hedging gain or loss on the hedged item is adjusted to the carrying value of the hedged item as per the effective interest method and the corresponding effect is recognized in the Statement of Profit and Loss.

**Derecognition**

On Derecognition of the hedged item, the unamortized fair value of the hedging instrument adjusted to the hedged item, is recognized in the Statement of Profit and Loss.

**p) Fair Value**

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

* In the principal market for the assets or liabilities, or

* In the absence of a principal market, in the most advantageous market for the assets or liabilities.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly;

Level 3 - Inputs that are unobservable for the assets or liabilities
For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorization at the end of each reporting period and discloses the same.

**q) Taxes on Income**

Tax expense comprises Current and Deferred Income tax. Tax expenses are recognized in the Statement of Profit and Loss, except to the extent that it relates to the items recognized in the other comprehensive income or in equity. In that case tax is also recognized in other comprehensive income or equity.

Current Income tax is the amount of income tax payable in respect of measured at the amount expected taxable profit for the period. Taxable profit differs from "Profit Before Tax" as reported under Statement of Profit and Loss because of item of expenses or income that are taxable or deductible in other years and items that are never taxable or deductible under Income Tax Act, 1961.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax Authorities, based on tax rates and laws that are enacted at the balance sheet date. Current tax also includes any adjustments amount to tax payable in respect of previous year.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary difference that arises from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

**Presentation**

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income / expense are recognized in Other Comprehensive Income.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

Minimum Alternative Tax (MAT) credit is recognized as assets only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT Credit becomes eligible to be recognized as assets in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountant of India, the said asset is created by the way of a credit to the Statement of Profit or Loss and shown as MAT Credit Entitlement. The Company reviews the same at each reporting period and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay Normal Income Tax during the specified period.

**r) Segment Reporting**

Segments are identified having regard to the dominant source and nature of risks and returns and the internal organization and management structure. The Company generally deals in trading of Iron and Steels, hence the reporting under Indian Accounting Standards (Ind AS) - 108, "Operating Segments" is not applicable in the case of the Company.

**s) Research and Developments**

Research and Developments expenditures of a revenue nature are expensed out under the respective heads of the account in the year in which it is incurred. Expenditure of development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it incurred.

Item of Property, Plants and Equipments and acquired Intangible Assets utilized for research and developments are capitalized and depreciated in accordance with the policies stated for Tangible Property, Plants and Equipments and Intangible Assets.

**t) Earnings per Share**

The Company reports the basic and diluted Earnings per Share (EPS) in accordance with Indian Accounting Standard - 33, *"Earnings per Share"*. Basic EPS is computed by dividing the Net Profit or Loss attributable to the Equity Shareholders for the period by the weighted average number of equity shares outstanding during the period.

Diluted EPS is computed by dividing the Net Profit or Loss attributable to the Equity Shareholders for the period by the weighted average number of Equity Shares outstanding during the period as adjusted for the effects of all potential Equity Shares, except where the results are Anti - Dilutive.

The weighted average number of Equity Shares outstanding during the period is adjusted for events such a Bonus Issue, Bonus elements in right issue, share splits, and reverse share split (consolidation of shares) that have changed the number of Equity Shares outstanding, without a corresponding change in resources.

Partly paid - up Equity Shares, if any, are treated as fraction of Equity Shares to the extent that they are entitled to participate in dividends to a fully paid equity shares during the Reporting Period.

**u) Provisions and Contingencies**

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre - tax rate that reflects, when appropriate, the risks specific to the liabilities. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance costs.

A disclosure for a contingent liabilities are made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liabilities.

In the rare cases, when a liabilities cannot be measures reliable, it is classified as Contingent Liabilities. The Company does not recognize a Contingent Liabilities but disclosed its existence in the financial statements.

**v) Event after Reporting Date**

Where events occurring after the Balance Sheet date provide evidence of condition that existed at the end of reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

All the events occurring after the Balance Sheet date up to the date of the approval of the financial statement of the Company by the board of directors on **May 30, 2022**, have been considered, disclosed and adjusted, wherever applicable, as per the requirement of Indian Accounting Standards.

**w) Non - Current Assets Held for Sales**

The Company classifies non - current assets as held for sale if their carrying amount will be recovered principally through a sale rather than through continuing use of the assets and action required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non - current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to the sell. Non - current assets are not Depreciated or Amortized.

**x) Exceptional Items**

An ordinary item of income or expenses which by its size, nature, occurance or incidence requires a disclosure in order to improve understanding of the performance of the Company is treated as an exceptional item in the Statement of Profit and Loss.

**y) Cash Flow Statements**

Cash Flows Statements are reported using the method set out in the Indian Accounting Standard - 7, *"Cash Flow Statements"*, whereby the Net Profit / (Loss) before tax is adjusted for the effects of the transactions of a non - cash nature, any deferrals or accrual of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**z) Cash and Cash Equivalents**

Cash and Cash Equivalents include Cash and Cheques in Hand, Balances with Banks, and demand deposits with Banks and other short term highly liquid investments where the original maturity is less than three months or less.

## 1.3 RECENT ACCOUNTING PRONOUNCEMENT

On March 23, 2022, the Ministry of Corporate Affairs ("MCA") through a notification, notifies new standards or amendments to the extisting standards under the Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, the MCA amended the Companies (Indian Accounting Standards) Rules, 2022, applicable from April 01, 2022, as below;

**Ind AS - 103 - Reference to Conceptual Framwork**

The amendment specify that to qualify for recongnition as part of applying the acqisition method, the identifiable assets acquired and liabilities assumed must meet the definations of assets and liabilities in the Conceptual Framwork for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accoutants of India at the acqusition date. These changes do not significantly change the requirements of Ind AS - 103. The Company does not expect the amendment to have any significant impact in its financial statements.

**Ind AS - 16 - Proceeds befor intended use**

The amendment mainly prohibits an entity from deducting from the cost of property, plants and equipments amount received from selling items produced while the Company is preparing the assets for its intended use. Instead, an entity will recognise such sale proceeds and related cost in statement of profit and loss. The Company does not expect the amendments to have any impact in its recognition of its property, plants and equipments in its financial statements.

**Ind AS - 37 - Onerous Contacts - Cost of fulfilling a Contract**

The amendment specify that the cost of fulfilling a contract comprises the cost that relates directly to the Contract. Cost that relates directly to a contract can either be incremental costs of fulfilling a contract (example would be direct labour, materials) or an allocation of other costs that relates directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

**Ind AS - 109 - Annual Improvement of Ind AS (2021)**

The amendment clarifies which fees an entity includes when it applies the 10% test of Ind AS - 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendments to have any significant impact in its financial statements.

**Ind AS - 116 - Annual Improvement of Ind AS (2021)**

The amendment removes the illustrations of the reimbursements of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.

The amendments are extensive and the Company will evaluate the same to give effect to them as required by the law.

2) Property, Plants and Equipments

| S. No. | Particulars | Gross Carrying Value | | | | Depreciation | | | | Net Carrying Value | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Cost As At 01.04.2021 | Addition during the period | Deduction / Adjustments | Cost As At 31.03.2022 | Depreciation Upto 01.04.2021 | Addition during the period | Deduction / Adjustments | Depreciation As At 31.03.2022 | As At 31.03.2022 | As At 31.03.2021 |
| A | Land | | | | | | | | | | |
| | Freehold Land | 3.60 | - | - | 3.60 | - | - | - | - | 3.60 | 3.60 |
| B | Building | | | | | | | | | | |
| | Non - Factory Building | 7.53 | - | - | 7.53 | 1.31 | 0.23 | - | 1.54 | 5.99 | 6.22 |
| C | Furniture and Fixtures | | | | | | | | | | |
| | Furniture and Fixtures | 0.07 | - | - | 0.07 | 0.00 | 0.01 | - | 0.01 | 0.06 | 0.07 |
| D | Plant and Equipments | | | | | | | | | | |
| | Plant and Machineries | 26.72 | - | - | 26.72 | 4.09 | 2.16 | - | 6.25 | 20.47 | 22.64 |
| | Office Equipments | 0.26 | - | - | 0.26 | 0.06 | 0.02 | - | 0.08 | 0.18 | 0.21 |
| E | Motor Vehicles | | | | | | | | | | |
| | Motor Vehicles | 23.70 | - | - | 23.70 | 9.65 | 2.81 | - | 12.47 | 11.23 | 14.04 |
| F | Computers and Peripherals | | | | | | | | | | |
| | Computer and Peripherals | 0.59 | - | - | 0.59 | 0.20 | 0.10 | - | 0.30 | 0.29 | 0.39 |
| | **Total...(`)** | **62.47** | **-** | **-** | **62.47** | **15.31** | **5.33** | **-** | **20.64** | **41.83** | **47.16** |
| | **Total...(`)** | **62.40** | **0.07** | **-** | **62.47** | **7.61** | **7.70** | **-** | **15.31** | **47.16** | **54.79** |

Note * The amount of Contractual Commitments for the purpose of acquisition or constructions of the Property, Plants and Equipments is disclosed under "Note No. 33", if any.

| 3 | **Non - Current Investments** | | |
|---|---|---|---|
| | | **31.03.2022** | **31.03.2021** |
| | | ` | ` |
| | **Investments in Equity Instruments** | | |
| | **Quoted, Fully Paid Up** | | |
| | Fully Paid up with the Face Value of ` 10 each unless otherwise specified | | |
| | 60,650 (Prev Year 60,650) Equity Share of Prabhu Steel Industries Limited | 72.48 | 72.48 |
| | 500 (Prev Year 500) Equity Share of Sharda Ispat Limited | 0.33 | 0.35 |
| | 200 (Prev Year 200) Equity Share of Gammon India Limited | 0.00 | 0.00 |
| | **Unquoted, Fully Paid Up** | | |
| | Fully Paid up with the Face Value of ` 10 each unless otherwise specified | | |
| | 1,500 (Prev Year 1,500) Equity Share of Shree Gopal Finance Private Limited | 0.39 | 0.39 |
| | NIL (Prev Year 15,000) Equity Share of Suflam Industries Limited | - | 1.50 |
| | **Total...(`)** | **73.20** | **74.72** |

| 3.1 | **Classification of Investments** | | |
|---|---|---|---|
| | | **31.03.2022** | **31.03.2021** |
| | | ` | ` |
| | **Investments in Equity Instruments** | | |
| | **Quoted, Fully Paid Up** | | |
| | Aggregate Amount of Quoted Investments | 2.30 | 2.30 |
| | Market Value of Quoted Investments | 72.81 | 72.83 |
| | Aggregate Amount of Unquoted Investments | 0.39 | 1.89 |

| 3.2 | **Category Wise Classification of Investments** | | |
|---|---|---|---|
| | | **31.03.2022** | **31.03.2021** |
| | | ` | ` |
| | **Investments in Equity Instruments** | | |
| | Financial Assets measured at Amortized Costs | - | - |
| | Financial Assets measured at Costs | 0.39 | 1.89 |
| | Financial Assets measured at Fair Value through Other Comprehesive Income | 72.81 | 72.83 |
| | Financial Assets measured at Fair Value through Profit and Loss | - | - |

| 4 | **Loans** | | |
|---|---|---|---|
| | | **31.03.2022** | **31.03.2021** |
| | | ` | ` |
| | **Loans** | | |
| | Loans and Advances to Related Parties | - | - |
| | Loans and Advances to Other Parties | - | 15.00 |
| | **Total...(`)** | **-** | **15.00** |

| 4.1 | **Loans and Advances to the Related Parties** | | |
|---|---|---|---|
| | | **31.03.2022** | **31.03.2021** |
| | | ` | ` |
| | **Loans to Related Parties** | | |
| | Related Parties - Outstanding Balance | - | - |
| | Related Parties - Maximum Balance during the period | - | - |

| 4.2 | **Loans and Advances to the Other Parties** | | |
|---|---|---|---|

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Loans to Other Parties** | | |
| Other Parties - Outstanding Balance | - | 15.00 |
| Other Parties - Maximum Balance during the period | 15.00 | 15.00 |

**5 Other Non - Current Financial Assets**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Others** | | |
| Statutory Deposits | 3.62 | 3.82 |
| Security Deposits | 0.69 | 0.69 |
| Income Tax Refund Receivables | 1.28 | - |
| Term Deposits with more than twelve months of Original Maturity* | 171.65 | 161.68 |
| **Total...(`) (A)** | **177.23** | **166.19** |
| Other Receivables | 31.04 | 52.64 |
| Less: Allowances for Unsecured Doubtful Debts and Advances** | 2.02 | - |
| **Total...(`) (B)** | **29.03** | **52.64** |
| **Total...(`)** | **206.26** | **218.83** |

* Held as lien or pledged by the Banks and Financial Institutions against the various overdraft facilities provided to the Company.

** Refer "Note No. 30B" for the Information of Credit Risk and Market Risk.

**6 Other Non - Current Assets**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Others** | | |
| Capital Advances | 6.63 | 6.63 |
| **Total...(`)** | **6.63** | **6.63** |

**8 Inventories***

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Inventories** ** | | |
| **(Valued at lower of Cost or Net Realizable Value)** | | |
| Finished Goods | - | - |
| Stock-in-Trade (Acquired for Trading) | - | 24.43 |
| **Total...(`)** | **-** | **24.43** |

* Cost of Inventories recognized as an expense during the year is disclosed in Note No. 24.

** Cost of Inventories recognized as an expense included ` NIL (Prev Year ` NIL) in respect of written down of inventories to net realizable value. There has no such written down to current year and previous year.

**9 Trade Receivables**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Unsecured*** | | |
| Considered Good | 133.40 | 200.15 |
| Considered Doubtful | 15.26 | - |
| Less: Allowances for Unsecured Doubtful Debts and Advances# | 15.26 | - |
| **Total...(`)** | **133.40** | **200.15** |

# Refer "Note No. 30B" for the Information of Credit Risk and Market Risk for Trade Receivables.

* Refer "Note No. 40A" for the Aging Analysis of Trade Receivables.

## 10 Cash and Cash Equivalents

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **A) Cash and Cash Equivalents** | | |
| Balances with Banks | | |
| In Current Account | 5.90 | 7.09 |
| Cash-in-Hand | 4.59 | 2.06 |
| | **10.49** | **9.14** |
| **B) Other Balances with Banks** | | |
| Term Deposits with Original Maturity of More than 3 Months but less than one year | - | - |
| | **-** | **-** |
| **Total...(`)** | **10.49** | **9.14** |

## 11 Other Current Financial Assets

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Others** | | |
| Interest Receivables | 6.50 | 8.38 |
| Term Deposits (Held as Margin Money with Banks against Bank Guarantee and Commision) | - | - |
| **Total...(`)** | **6.50** | **8.38** |

## 12 Other Current Assets

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Others** | | |
| Advances to Vendor's | - | 0.13 |
| Balances with Revenue Authorities | 1.97 | 19.69 |
| **Total...(`)** | **1.97** | **19.82** |

## 13 Current Tax Assets (Net)

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Income Tax** | | |
| Advance Income Tax | - | - |
| Tax Deducted at Source Receivable | 1.51 | 0.88 |
| Tax Collected at Source Receivable | - | 0.11 |
| Less: Provision for Income Tax | - | - |
| **Total...(`)** | **1.51** | **0.99** |

## 14 Equity Share Capital

| | 31.03.2022 | | 31.03.2021 | |
|---|---|---|---|---|
| | Nos. | ` | Nos. | ` |
| **Authorized** | | | | |
| Equity Shares of ` 10 each | 30.00 | 300.00 | 30.00 | 300.00 |
| | **30.00** | **300.00** | **30.00** | **300.00** |
| **Issued, Subscribed and Fully Paid Up** | | | | |
| Equity Shares of ` 10 each | 5.81 | 58.05 | 5.81 | 58.05 |
| **Total...(`)** | **5.81** | **58.05** | **5.81** | **58.05** |

**a) Reconciliation of the Shares outstanding at the beginning and at the end of the Reporting Period**

| | 31.03.2022 | | 31.03.2021 | |
|---|---|---|---|---|
| | Nos. | ` | Nos. | ` |
| **Shares outstanding at the beginning of the period...(`)** | **5.81** | **58.05** | **5.81** | **58.05** |
| Shares issued during the period | - | - | - | - |
| Shares bought Back during the period | - | - | - | - |
| **Shares outstanding at the end of the period...(`)** | **5.81** | **58.05** | **5.81** | **58.05** |

**b) Terms / Rights attached to Equity Shares**

i) The Company has only one class of shares - referred to as - Equity shares having a par value of ` 10 per share. Each holder of Equity Shares is entitled to one vote per share.

ii) In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the Company, after distribution of all the preferential amounts. The distribution will be in the proportion to the number of Equity Shares held by the Shareholders.

iii) The Company declares and pays the dividend in Indian Rupees (`). The Final Dividend proposed by the Board of Directors is subject to the approval of the shareholders in their ensuing Annual General Meeting (AGM), except in case of Interim Dividend.

**c) Details of Shareholders holding more than 5% shares in the Company ***

| Name of Shareholders | 31.03.2022 | | 31.03.2021 | |
|---|---|---|---|---|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| **Equity Shares of ` 10 Each Fully Paid Up** | | | | |
| Admire Investments Limited | 0.48 | 8.33% | 0.48 | 8.33% |
| Shri Dinesh G Agrawal | 0.42 | 7.24% | 0.42 | 7.24% |
| Prabhu Steel Industries Limited | 0.55 | 9.39% | 0.55 | 9.39% |
| Upkar Investments Limited | 0.53 | 9.14% | 0.53 | 9.14% |
| Shri Gopani Naresh | 0.47 | 8.11% | 0.47 | 8.11% |
| **Total Nos. of Shares Held** | **2.45** | **42.21%** | **2.45** | **42.21%** |

* As per the records of the Company, including the register of members.

The Board of Directors of the Company has neither declared Interim Dividend nor declared the Final Dividend, during the reporting period.

**d) Shares held by the Promoters as defined in the Companies Act, 2013 at the end of the reporting period**

| Name of Shareholders | 31.03.2022 | | 31.03.2021 | | % of Changes during the period |
|---|---|---|---|---|---|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding | |
| **Equity Shares of ` 10 Each Fully Paid Up** | | | | | |
| Admire Investments Limited | 0.48 | 8.33% | 0.48 | 8.33% | 0.00% |
| Shri Dinesh G Agrawal | 0.42 | 7.24% | 0.42 | 7.24% | 0.00% |
| Prabhu Steel Industries Limited | 0.55 | 9.39% | 0.55 | 9.39% | 0.00% |
| Upkar Investments Limited | 0.53 | 9.14% | 0.53 | 9.14% | 0.00% |
| Shri Gopani Naresh | 0.47 | 8.11% | 0.47 | 8.11% | 0.00% |
| **Total Nos. of Shares Held** | **2.45** | **42.21%** | **2.45** | **42.21%** | |

**15 Other Equity**

| | Reserves and Surplus | | | Item of OCI | Total Other Equity |
|---|---|---|---|---|---|
| | Capital Reserve | Securities Premium | Retained Earning | Equity Instruments through OCI | |
| | ` | ` | ` | ` | ` |
| **Balance as at April 01, 2020 (A)** | **109.13** | **-** | **146.65** | **55.76** | **311.55** |
| **Addition during the Reporting Period** | | | | | |
| Net Profit / (Loss) during the Reporting Period | - | - | (19.71) | - | **(19.71** |
| Addition during the Reporting Period | - | - | - | - | - |
| **Items of the Other Comprehensive Income for the period (Net of taxes)** | | | | | |
| Net Fair Value Gain on Investments in Equity Instruments through OCI | - | - | - | 0.10 | **0.10** |
| **Total Comprehensive Income for the year 2020 - 2021 (B)** | **-** | **-** | **(19.71)** | **0.10** | **(19.62** |
| **Reduction during the Reporting Period** | | | | | |
| Dividend | - | - | - | - | - |
| **Total Reductions during the Reporting Period (C)** | **-** | **-** | **-** | **-** | **-** |
| **Balance as at March 31, 2021 (D) = (A + B - C)** | **109.13** | **-** | **126.94** | **55.86** | **291.94** |

| | Reserves and Surplus | | | Item of OCI | Total Other Equity |
|---|---|---|---|---|---|
| | Capital Reserve | Securities Premium | Retained Earning | Equity Instruments through OCI | |
| | ` | ` | ` | ` | ` |
| **Balance as at April 01, 2021 (A)** | **109.13** | **-** | **126.94** | **55.86** | **291.94** |
| **Addition during the Reporting Period** | | | | | |
| Net Profit / (Loss) during the Reporting Period | - | - | (45.33) | - | **(45.33** |
| **Items of the Other Comprehensive Income for the period (Net of taxes)** | | | | | |
| Net Fair Value Gain on Investments in Equity Instruments through OCI | - | - | - | (0.01) | **(0.01** |
| **Total Comprehensive Income for the year 2021 - 2022 (B)** | **-** | **-** | **(45.33)** | **(0.01)** | **(45.34** |
| **Reduction during the Reporting Period** | | | | | |
| Dividend | - | - | - | - | - |
| **Total Reductions during the Reporting Period (C)** | **-** | **-** | **-** | **-** | **-** |
| **Balance as at March 31, 2022 (D) = (A + B - C)** | **109.13** | **-** | **81.62** | **55.85** | **246.60** |

**Description of Nature and Purpose of the Reserves**

a) **Capital Reserve**:- Capital Reserve was created on the Capital Incentive received from Sales Tax Department for the purpose of setting up the manufacturing plants. The Incentive has attached certain terms and conditions, non compliance of those terms and conditions would render the forfeiture of the Incentive.

b) **Equity Instruments through Other Comprehensive Income**:- This represents the cumulative gains or losses arising on the revaluation of the equity instruments measured at the fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are diposed off.

c) **Retained Earnings**:- Retained Earning reserve represents the undistributed accumalated earnings of the Company as on the date of financial statements.

16 **Borrowings**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Non - Current** | | |
| **Secured** | | |
| **Term Loans** | | |
| From Banks | - | - |
| From Hire Purchase Loans | 7.80 | 12.18 |
| **Total...(`) (A)** | **7.80** | **12.18** |
| **Unsecured** | | |
| From Directors and Promotors | 43.15 | 48.23 |
| From Other Body Corporates | 14.82 | 108.24 |
| **Total...(`) (B)** | **57.97** | **156.48** |
| **Total...(`) (A + B)** | **65.77** | **168.66** |

**Nature of Securities**

a) Hire Purchase Loans from Banks and Financial Institutions are secured by the hypothication of the respective vehicles for which fund has been borrowed from bank and financial institutions.

b) Term Loan from Body Corporate and Directors and Promotor Group are unsecured and are repayable on demand basis.

c) All the loans are also further secured by the unconditional and irrovacable personal guarantees of two of the Directors, Shri Harish Agrawal and Shri Dinesh Agrawal.

**Term of Repayments**

a) Vehicle Loan from Banks and Financial Institutions are repayable on Monthly Installments basis as per their respective repayment schedules, which carries the rate of interest 8.00% to 9.00% per annum.

b) All other loans and unsecured and repayble on demand basis.

17 **Long - Term Financial Liabilities**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Others** | | |
| Retention Money from Vendor's | 0.90 | 0.90 |
| **Total...(`)** | **0.90** | **0.90** |

18 **Short - Term Borrowings**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Current** | | |
| **Secured** | | |
| *Loans Repayable on Demand* | | |
| *From Banks and Financial Institutions* | | |
| Indian Currency Loan | 143.95 | 140.47 |
| **Total...(`)...(A)** | **143.95** | **140.47** |
| **Current Maturities** | | |
| Indian Currency Loans | - | - |
| Hire Purchase Loans | 4.38 | 3.27 |
| **Total...(`)...(B)** | **4.38** | **3.27** |
| **Total...(`)...(A + B)** | **148.33** | **143.74** |

**Nature of Securities**

a) Working Capital Loan from the Nagpur Nagrik Sahakri Bank Limited are secured by first pari - passu charge on the hypothecation or pledge of Term Deposits with Nagpur Nagrik Sahakri Bank Limited presently held and held in the near future by the Company. These credit facilities are also further secured by Irrevocable Personal Guarantees of two of the Directors, Shri Harish Agrawal and Shri Dinesh Agrawal.

**19 Trade Payables****

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Trade Payables (Including Acceptance)#** | | |
| Due to Micro and Small Enterprises*** | - | - |
| Due to Others* | 4.13 | 0.00 |
| | | |
| **Total...(`)** | **4.13** | **0.00** |

* Refer "Note No. 30B" for the Information of Credit Risk and Market Risk.

# Acceptance include the arrangments where operational suppliers of goods and services are initially paid by the Banks and Financial Institutions while Company continues to recognise the liability till the settlement with the Banks and Financial Institutions, which are normally effected within a period of 90 days amounting to ` NIL (Prev Year ` NIL).

** Refer "Note No. 30B" for Aging Analysis of Trade Payables.

*** The Company has certain dues to the suppliers of Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act 2006"). The disclousre pursuant to the said MSMED Act, 2006 are as follows:

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Principal amount due to the suppliers registered under the MSMED Act, 2006 and remaining amount unpaid at the end of the year** | - | - |
| Interest due to the suppliers registered under the MSMED Act, 2006 and remaining unpaid at the end of the period | - | - |
| Principal amount paid to the suppliers registered under the MSMED Act, 2006 beyond the stipulated day during the period | - | - |
| Interest paid, under Section 16 of MSMED Act, 2006 to the suppliers registered under the Act, beyond the "Appointed Day" during the period | - | - |
| Interest due or payable towards the suppliers registered under the MSMED Act, 2006 for the payments already made | - | - |
| Further interest remaining due and payable for the earlier period | - | - |

The Company has not received any Memorandum (as required to be filed by the Suppliers with the Notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their Status as on March 31, 2022, as Micro, Small and Medium Enterprises. Consequently, As informed by the Management to us, the amount paid / payable to these parties during the year and previous year in "NIL".

**20 Other Financial Liabilities**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Others** | | |
| Liabilities for Expenses | 13.31 | 13.14 |
| Liabilities towards Services | 1.66 | 1.24 |
| Payable towards Employees | 0.53 | 0.51 |
| Payable towards Direct Tax | 0.08 | - |
| Payable towards Indirect Tax | 6.02 | 1.84 |
| **Total...(`)** | **21.59** | **16.73** |

**21 Revenue from Operations**

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **Revenue from Operations** | | |
| **Sales of Product** | | |
| Domestic Market | 806.86 | 285.15 |
| Export Market | - | - |
| **Total...(`)** | **806.86** | **285.15** |

**22 Other Income**

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **Interest Income** | | |
| On Other Financial Assets carried at Amortized Costs | 8.92 | 11.57 |
| On Other Assets | 0.54 | - |
| **Total Interest Income...(`) (A)** | **9.47** | **11.57** |
| **Other Non - Opearting Revenue** | | |
| Dividend Income | - | 0.02 |
| Sundry Balances Written off | 0.03 | 5.31 |
| **Total Non - Operating Income...(`) (B)** | **0.03** | **5.34** |
| **Total...(`) (A + B)** | **9.49** | **16.91** |

**23 Purchase of Stock-in-Trade**

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **Purchase Accounts** | | |
| Purchases of Iron and Steel | 735.99 | 257.69 |
| Direct Expenses incurred during the period | 5.79 | 2.24 |
| **Total...(`)** | **741.78** | **259.94** |

**24 Changes in Inventories of Finished Goods and Stock-in-Trade**

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **Changes in Inventories** | | |
| **Stock at the beginning of the Reporting Period** | | |
| Stock-in-Trade | 24.43 | 27.05 |
| Finished Goods | - | - |
| | **24.43** | **27.05** |
| **Stock at the end of the Reporting Period** | | |
| Stock-in-Trade | - | 24.43 |
| Finished Goods | - | - |
| | **-** | **24.43** |
| **(Increase) / Decrease in Inventories...(`)** | **24.43** | **2.62** |

25 **Employee Benefits Expense ***

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **Employee Benefit Expenses** | | |
| Salary, Wages, Incentives and Managerial Remuneration | 26.89 | 24.27 |
| Contributions to: | | |
| Provident and Other Fund | - | - |
| Bonus | - | - |
| **Total...(`)** | **26.89** | **24.27** |

* Refer "Note No. 1.2(j)" for further references.

26 **Finance Costs**

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **Interest on Financial Liabilities carried at Amortized Cost** | | |
| On Bank Borrowings | 18.33 | 11.70 |
| Other Borrowing Costs | 0.07 | 0.04 |
| **Total...(`)** | **18.40** | **11.74** |

27 **Depreciation and Amortization Expenses**

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **Depreciation and Amortization Expenses** | | |
| Depreciation Expenses | 5.33 | 7.70 |
| Amortization Expenses | - | - |
| **Total...(`)** | **5.33** | **7.70** |

28 **Other Expenses**

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **Others** | | |
| Administrative and Other Expenses | 5.65 | 6.05 |
| Conveyance and Travelling Expenses | 0.64 | 0.99 |
| Director Sitting Fees | 0.80 | 0.80 |
| Insurance Charges | 0.35 | - |
| Legal Fees | 3.25 | 3.58 |
| Manpower Supply Charges | 3.25 | 2.83 |
| Payments to the Auditor (Refer Note No. 28.1) | 0.75 | 0.58 |
| Provision for Unsecured Doubtful Debts and Advance | 17.28 | - |
| Rent, Rates and Taxes | 20.60 | 3.01 |
| Repair and Maintenance Expenses | | |
| For Building | 0.07 | 0.53 |
| For Plant and Equipments | 0.64 | 0.28 |
| Selling and Distribution Expenses | 0.18 | 0.28 |
| Telephone and Mobile Expenses | 0.49 | 0.66 |
| **Total...(`)** | **53.95** | **19.57** |

28.1 **Payments to the Auditor**

| | 2021 - 2022 | 2020 - 2021 |
|---|---|---|
| | ` | ` |
| **As Auditor's:** | | |
| Audit Fees | 0.50 | 0.38 |
| Tax Audit Fees | 0.25 | 0.20 |
| **Total...(`)** | **0.75** | **0.58** |

**29 Category Wise Classification of Financial Instruments**

(Amount ` in Lakhs)

| | Note | 31.03.2022 | 31.03.2021 |
|---|---|---|---|
| | | ` | ` |
| **Financial Assets** | | | |
| **Non - Current** | | | |
| **Financial assets measured at fair value through profit and loss (FVTPL)** | | | |
| Investment in Quoted Mutual Funds | | - | - |
| Investment in Unquoted Mutual Funds | | - | - |
| **Total...(`) (A)** | | **-** | **-** |
| **Financial assets measured at fair value through other comprehensive income (FVTOCI)** | | | |
| Investment in Quoted Equity Shares | 3 | 72.81 | 72.83 |
| Investment in Quoted Debentures or Bonds | | - | - |
| **Total...(`) (B)** | | **72.81** | **72.83** |
| **Financial assets measured at amortized cost** | | | |
| Investment in Unqouted Equity Instruments | 3 | 0.39 | 1.89 |
| Loans | 4 | - | 15.00 |
| Statutory Deposits | 5 | 3.62 | 3.82 |
| Security Deposits | 5 | 0.69 | 0.69 |
| Income Tax Refund Receivables | 5 | 1.28 | - |
| Term Deposits with more than twelve months of Original Maturity | 5 | 171.65 | 161.68 |
| Other Receivables | 5 | 31.04 | 52.64 |
| **Total...(`) (C)** | | **208.66** | **235.72** |
| **Total...(`) (A + B + C)** | | **281.47** | **308.55** |

| | Note | 31.03.2022 | 31.03.2021 |
|---|---|---|---|
| | | ` | ` |
| **Financial Assets** | | | |
| **Current** | | | |
| **Financial assets measured at fair value through profit and loss (FVTPL)** | | | |
| Investment in Quoted Mutual Funds | | - | - |
| Investment in Unquoted Mutual Funds | | - | - |
| **Total...(`) (A)** | | **-** | **-** |
| **Financial assets measured at fair value through other comprehensive income (FVTOCI)** | | | |
| Investment in Quoted Equity Shares | | - | - |
| Investment in Quoted Debentures or Bonds | | - | - |
| **Total...(`) (B)** | | **-** | **-** |

| | Note | | |
|---|---|---|---|
| **Financial assets measured at amortized cost** | | | |
| Trade Receivables | 9 | 133.40 | 200.15 |
| Cash and Cash Equivalents | 10A | 10.49 | 9.14 |
| Other Balances with Banks | 10B | - | - |
| Interest Receivables | 11 | 6.50 | 8.38 |
| **Total...(`) (C)** | | **150.39** | **217.67** |
| **Total...(`) (A + B + C)** | | **150.39** | **217.67** |

| | Note | 31.03.2022 | 31.03.2021 |
|---|---|---|---|
| | | ` | ` |
| **Financial Liabilities** | | | |
| **Non - Current** | | | |
| **Financial liabilities measured at amortized cost** | | | |
| Borrowings from Banks | 16 | - | - |
| Borrowings for Hire Purchase Loans | 16 | 7.80 | 12.18 |
| Inter - Corporate and Related Parties Loans | 16 | 57.97 | 156.48 |
| Retention Money from Vendor's | 17 | 0.90 | 0.90 |
| **Total...(`)** | | **66.67** | **169.56** |

| | Note | 31.03.2022 | 31.03.2021 |
|---|---|---|---|
| | | ` | ` |
| **Financial Liabilities** | | | |
| **Current** | | | |
| **Financial liabilities measured at amortized cost** | | | |
| Working Capital Loans from Financial Institutions | 18 | 143.95 | 140.47 |
| Current Maturities of Long - Term Loans | 18 | 4.38 | 3.27 |
| Trade Payables | 19 | 4.13 | 0.00 |
| Liabilities for Expenses | 20 | 13.31 | 13.14 |
| Liabilities towards Services | 20 | 1.66 | 1.24 |
| Payable towards Employees | 20 | 0.53 | 0.51 |
| Payable towards Direct Taxes | 20 | 0.08 | - |
| Payable towards Indirect Taxes | 20 | 6.02 | 1.84 |
| **Total...(`)** | | **174.06** | **160.47** |

**"Note No. - 30A" - Fair Value Measurements**

**i) Financial Instruments measured at fair value through other comprehensive income**

**(Amounts in Lakhs)**

| Financial Assets / Financial Liabilities | Fair Value As At 31.03.2022 | Fair Value Hierarchy | | |
|---|---|---|---|---|
| | | Quoted Price in Active Market (Level 1) | Significant Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Investment in Quoted Equity Instruments | ` 72.81 | ` 72.81 | -- | -- |
| Investment in Debentures or Bonds | -- | -- | -- | -- |

**(Amounts in Lakhs)**

| Financial Assets / Financial Liabilities | Fair Value As At 31.03.2021 | Fair Value Hierarchy | | |
|---|---|---|---|---|
| | | Quoted Price in Active Market (Level 1) | Significant Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Investment in Quoted Equity Instruments | ` 72.83 | ` 72.83 | -- | -- |

| | | | | |
|---|---|---|---|---|
| Investment in Debentures or Bonds | -- | -- | -- | -- |

**ii) Financial Instruments measured at fair value through profit or loss**

**(Amounts in Lakhs)**

| Financial Assets / Financial Liabilities | Fair Value As At 31.03.2022 | Fair Value Hierarchy | | |
|---|---|---|---|---|
| | | Quoted Price in Active Market (Level 1) | Significant Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Investment in Quoted Mutual Funds | -- | -- | -- | -- |
| Investment in Debentures or Bonds | -- | -- | -- | -- |

**(Amounts in Lakhs)**

| Financial Assets / Financial Liabilities | Fair Value As At 31.03.2021 | Fair Value Hierarchy | | |
|---|---|---|---|---|
| | | Quoted Price in Active Market (Level 1) | Significant Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Investment in Quoted Mutual Funds | -- | -- | -- | -- |
| Investment in Debentures or Bonds | -- | -- | -- | -- |

**iii) Financial Instruments measured at amortized cost**

The carrying amount of financial assets and financial liabilities measured at amortized cost in the presented Ind AS financial statements is a reasonable approximation of the fair value since the Company does not anticipate that the carrying amounts would be significantly different from the value that would eventually be received or settled.

**"Note No. – 30B" – Financial Risk Management – Objectives and Policies**

The Company's financial assets mainly comprise investments, cash and cash equivalents, other balances with banks, loans, trade receivable and other receivable and financial liabilities mainly comprise the loans and borrowings in domestic currency, retention money related to vendor's, trade and other payables that derive directly from its business operations. The main purpose of these financial liabilities is to finance the Company's operations.

The Company is exposed to the Market Risk, Credit Risk and Liquidity Risk from its financial instruments.

The Board of Directors ("the Board") oversees the management of these financial risks. The Risk Management Policy of the Company formulated by the Company's Management and approved by the Board of Directors, states the Company's approached to address uncertainties in its endeavor to achieve its stated and implicit objectives. It prescribes the roles and responsibilities and the Company's managements, structure for managing the risk and the framework for Risk Management. The framework seeks to identify, assess and mitigate the financial risk in order to minimize the potential adverse effect on the Company's financial performance. The Board has been monitoring the risk that the Company is exposed due to outbreak of COVID 19 closely. The Board has taken all the necessary actions to mitigate the risks identified basis the information and situation presented.

The following disclosures summarize the Company's exposure to the financial risks and the information regarding use of derivatives employed to manage the exposures to such risks. Quantitative Sensitivity Analysis has been provided to reflect the impact of reasonably possible changes in market rate on financial results, cash flows and financial positions of the Company.

**1) Market Risk**

Market Risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market Risk comprises three types of Risk: *"Interest Rate Risk, Currency Risk and Other Price Risk"*. Financial instrument affected by the Market Risk includes loans and borrowings in domestic currency, retention money related to vendors, trade payable, trade receivables, loans and other payables.

**a) Interest Rate Risk**

Interest Rate Risk is the risk that fair value or future cash outflows of a financial instrument will fluctuate because of changes in market interest rates. An upward movement in the interest rate would adversely affect the borrowing cost of the Company. The Company is exposed to long term and short - term borrowings. The Company manages interest rate risk by monitoring its mix of fixed and floating rate instruments and taking actions as necessary to maintain an appropriate balance. The Company has not used any interest rate derivatives.

**i) Interest Rate Risk Exposure**

**(Amount ` in Lakhs)**

| Particulars | 31.03.2022 | 31.03.2021 |
|---|---|---|
| Variable Rate Borrowing | 143.95 | 140.47 |
| Fixed Rate Borrowing | 70.15 | 171.93 |

**ii) Sensitivity Analysis**

Profit and Loss estimates to higher / lower interest rate expense from borrowings as a result of changes in interest rate.

**(Amount ` in Lakhs)**

| Particulars | 31.03.2022 | 31.03.2021 |
|---|---|---|
| Interest Rate - Increase by 70 Basis Points | (1.50) | (2.19) |
| Interest Rate - Decrease by 70 Basis Points | 1.50 | 2.19 |

**b) Foreign Currency Risk**

Foreign Currency Risk is the risk that the fair value or future cash outflows of an exposure will fluctuate due to changes in foreign exchange rates. The Company operates in India, Hence the risk related to the Foreign Currency is not applicable in the case of the Company.

**c) Other Price Risk**

Other Price Risk is the Risk that the fair value of a financial instruments will fluctuate due to changes in market traded price. Other Price Risk arises from financial assets such as investments in equity instruments and bonds. The Company is exposed to price risk arising mainly from investments in equity instruments recognized at FVTOCI. As at March 31, 2022, the carrying value of such equity instruments recognized at amounts FVTOCI amounts to ` 72.81 (March 31, 2021 ` 72.83).

The Company is not exposed to price risk arising from investments in bonds recognized at FVTOCI.

**2) Credit Risk**

Credit Risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial losses to the Company. Credit Risk arises primarily from financial assets such as trade receivables, cash and cash equivalents, other balances with banks and other financial assets.

The Company has adopted a policy of only dealing with counterparties that have sufficiently high credit rating. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

Credit Risk arising from other balances with banks is limited and there is no collateral held against these because the counterparties are banks and recognized financial institutions with high credit rating assigned by the international credit rating agencies.

The average credit period on sale of products is less than 60 days. Credit Risk arising from trade receivable is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on detailed study of credit worthiness and accordingly individual credit limits are defined / modified. The concentration on credit risk is limited due to the fact that the customer base is large. There is no customer representing more than 5% of total balance of trade receivables. For trade receivables, as a practical expedient, the Company computes credit loss allowance based on provision matrix. The provision matrix is prepared on historically observed default rate over the expected life of trade receivable and is adjusted for forward - looking estimate. The provision matrix at the end of reporting period as follows:

| Net Outstanding > 365 Days | Percentage of Collection to Gross Outstanding in Current Year | Credit Loss Allowances |
|---|---|---|
| Yes | < 25% | Yes, to the extent of lifetime expected credit losses outstanding as at reporting date. |
| Yes | > 25% | Yes, to the extent of lifetime expected credit losses pertaining to balances outstanding for more than one year. |

| Movement in Expected Credit Loss Allowance on Trade Receivables | 31.03.2022 | 31.03.2021 |
|---|---|---|
| **Balance at the beginning of the reporting period** | **--** | **--** |
| Loss Allowance measured at lifetime expected credit losses | 17.28 | -- |
| **Balance at the end of reporting period** | **17.28** | **--** |

### 3) Liquidity Risk

Liquidity Risk is the risk that the Company will encounter difficulty in raising the funds to meet the commitments associated with financial instruments that are settled by delivering cash or another financial assets. Liquidity risk may result from an inability to sell a financial assets quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and long - term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in the cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitment in a timely and cost - effective manner.

The table below analysis derivate and non - derivate financial liabilities of the Company into the relevant maturity grouping based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows:

**(Amount in `)**

| Particulars | Less than 1 Year | Between 1 to 5 Year | More than 5 Year | Total | Carrying Value |
|---|---|---|---|---|---|
| **As at March 31, 2022** | | | | | |
| **Borrowings** | 148.33 | 65.77 | -- | **214.10** | **214.10** |
| **Other Financial Liabilities** | 21.60 | 00.90 | -- | **22.50** | **22.50** |
| **Trade Payables** | 4.13 | -- | -- | **4.13** | **4.13** |
| **As at March 31, 2021** | | | | | |
| **Borrowings** | 143.74 | 168.66 | -- | **312.40** | **312.40** |
| **Other Financial Liabilities** | 16.73 | 00.90 | -- | **17.63** | **17.63** |
| **Trade Payables** | 00.00 | -- | -- | **00.00** | **00.00** |

**"Notes - 30C" - Capital Management**

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

a) Maintain the financial strength to ensure the domestic and Investment grade ratings internationally.

b) Ensure financial flexibility and diversify source of financing and their maturities to minimize liquidity risk while meeting investment requirements.

c) Ensure sufficient liquidity is available (either through cash and cash equivalents, investments or committed credit facilities) to meet the need of business.

d) Minimize the finance costs while taking into considerations current and future industry, market and economic risks and conditions.

e) Safeguard its ability to continue as going as a going concern.

f) Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance Sheet.

This framework is adjusted based on underlying macro - economic factors affecting business environment, financial market conditions and interest rates environment.

The Board of Director of the Company has primary responsibilities to maintain a strong capital base and reduce the cost of capital through prudent management of deployed fund and leveraging in domestic and international financial market so as to maintain investor, creditor and market confidence and to sustain future development of the business.

For the purpose of the Company's Capital Management, Capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholders value.

As at March 31, 2020, the Company has only one class of equity shares and has low debts. Consequent to such capital structure, there are no externally imposed capital requirements. In order to maintain or achieve an optimal capital structure, the Company allocates its capital for distribution as dividend or reinvestment into business based on its long - term financial plans.

The Company manages its capital on the basis of Net Debt to Equity Ratio which is Net Debt (Total Borrowings net of Cash and Cash Equivalents) divided by total equity.

**(Amount ` in Lakhs)**

| **Particulars** | **March 31, 2022** | **March 31, 2021** |
|---|---|---|
| Total Liabilities | 240.73 | 330.03 |
| Less: Cash and Cash Equivalents | 10.49 | 9.14 |
| **Net Debt (A)** | **230.24** | **320.89** |
| **Total Equity (B)** | **304.64** | **349.98** |
| **Net Debts to Total Equity (A) / (B)** | **0.76** | **0.92** |

The Company has complied with the covenants as per the terms and conditions of the major borrowing facilities throughout the Reporting Period.

**Note No. 31: Information on Related Party Transaction as required by Indian Accounting Standards - 24 - "RELATED PARTY DISCLOSURE" for the year ended March 31, 2022.**

Disclosure of transactions with Related Parties, as required by "*Ind - AS 24, Related Party Disclosure"* has been set out below. Related parties as defined under clause 9 of the Ind AS 24 have been identified on the basis of representations made by the Company's Management and information available with the Company. The Company's material related party transactions and outstanding balances with whom the Company had entered into the transactions in the ordinary course of Business are as follows:

**1. Related Party where Significant Influences Exists**

a) Prabhu Steel Industries Limited
b) Celestial Steel Structure Private Limited
c) Hariganga Alloys and Steels
d) Shri Ashtavinayak Steel Private Limited
e) Shree Gopal Finance Private Limited
f) Eva Hospitality Concepts Private Limited
g) Maa Bhagwati Land and Developments (P) Limited
h) Energetic Investments Q Consultants Private Limited

**2. Key Managerial Person Name and their Designation**

| **S. No.** | **Name of the Persons** | **Designation** |
|---|---|---|

| | | |
|---|---|---|
| a) | Shri Harish Gangaram Agrawal | Managing Director |
| b) | Shri Dinesh Gangaram Agrawal | Whole Time Director |
| c) | Shri Krishanu Harish Agrawal | Whole Time Director |
| d) | Smt. Shital Misal | Independent Director |
| e) | Shri Chandrakant Dahale | Independent Director |
| f) | Shri. Sameer Kamlakar Deshpande | Independent Director |
| g) | Shri. Navalkishor H Purohit | Chief Financial Officer |
| h) | Ms. Vidhi Shambwani | Company Secretary |

**Terms and Conditions with the transactions with Related Parties as under:**

a) The sales to and purchases from the related parties are made on the terms equivalents to those that prevails in the arm's length transactions.

b) Outstanding balances of the related parties at the end of the Reporting Period are unsecured, interest free and will be settled in the cash on demand basis.

**Transaction with Related Parties is as under:**

**(Amount in ` Lakhs)**

| S. No. | Particulars | Related Party where Significant Influences Exists | Key Managerial Person | Relative of Key Managerial Person |
|---|---|---|---|---|
| 1. | **Remuneration** | | | |
| | Shri Harish Agrawal | -- | ` 09.00<br>(P.Y. ` 09.00) | -- |
| | Shri Dinesh Agrawal | -- | ` 09.00<br>(P.Y. ` 09.00) | -- |
| 2. | **Salary and Perquisites** | | | |
| | Ms. Vidhi Shambwani | -- | ` 02.00<br>(P.Y. ` 02.00) | -- |
| 3. | **Director Sitting Fees** | | | |
| | Smt. Shital Misal | -- | ` 00.40<br>(P. Y. ` 00.40) | -- |
| | Shri. Navalkishor Purohit | -- | ` 00.40<br>(P. Y. ` 00.40) | -- |
| 4. | **Interest Paid** | | | |
| | Prabhu Steel Industries Limited | ` 08.52<br>(P. Y. ` 01.18) | -- | -- |
| | Shree Gopal Finance Private Limited | ` 01.19<br>(P. Y. ` 01.35) | -- | -- |
| 5. | **Receipt of Unsecured Loans** | | | |
| | Shri Harish Agrawal | -- | ` 12.49<br>(P. Y. ` 01.20) | -- |
| | Shri Dinesh Agrawal | -- | ` 48.25<br>(P. Y. ` 01.20) | -- |
| | Shri Krishanu Harish Agrawal | -- | ` 09.50<br>(P. Y. ` NIL) | -- |
| | Prabhu Steel Industries Limited | ` 267.77<br>(P. Y. ` 153.26) | -- | -- |
| | Celestial Steel Structure Private Limited | ` NIL<br>(P. Y. ` 10.00) | -- | -- |
| | Shree Gopal Finance Private Limited | ` NIL<br>(P. Y. ` 01.50) | -- | -- |
| 6. | **Repayment of Unsecured Loans** | | | |
| | Shri Harish Agrawal | -- | ` 40.08<br>(P. Y. ` 25.47) | -- |
| | Shri Dinesh Agrawal | -- | ` 35.25<br>(P. Y. ` 07.91) | -- |
| | Prabhu Steel Industries Limited | ` 267.77<br>(P. Y. ` 153.26) | -- | -- |
| | Shree Gopal Finance Private Limited | ` 04.50<br>(P. Y. ` 01.10) | -- | -- |

**Balances payable to the related parties as on March 31, 2022**

**(Amount in ` Lakhs)**

| S. No. | Particulars | Related Party where Significant Influences Exists | Key Managerial Person | Relative of Key Managerial Person |
|---|---|---|---|---|
| 1. | **Unsecured Loans** | | | |
| | Shri Harish Agrawal | -- | ` 20.64 (P. Y. ` 48.23) | -- |
| | Shri Dinesh Agrawal | -- | ` 13.00 (P. Y. ` NIL) | -- |
| | Shri Krishanu Harish Agrawal | -- | ` 09.50 (P. Y. ` NIL) | -- |
| | Shree Gopal Finance Private Limited | ` 14.81 (P. Y. ` 18.24) | -- | -- |

**32 Contingent Liabilities**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Contingent Liabilities** | | |
| a) Bank Guarantees given by the Company's Banker's | - | - |
| b) Bill discounted with the Company's Banker's under the Letter of Credit | - | - |
| c) Bill discounted by the Company's Banker's under the Letter of Credit | - | - |
| g) Export Obligations | - | - |
| **Total...(`)** | **-** | **-** |

As informed by the Company's Management, the amount of Contingent Liabilities of March 31, 2022 is ` NIL (Prev Year ` NIL).

**33 Capital and Other Commitments**

| | 31.03.2022 | 31.03.2021 |
|---|---|---|
| | ` | ` |
| **Capital Commitments** | | |
| Estimated amount of contracts remaining to be executed by the Company on Capital and not provided for | | |
| towards Property, Plants and Equipments | 13.14 | 13.14 |
| **Total Capital Commitments...(`) (A)** | **13.14** | **13.14** |
| **Other Commitments** | | |
| Bill Discounted and Letter of Credit issued by the Company's Bankers | - | - |
| **Total Other Commitments...(`) (A)** | **-** | **-** |
| **Total...(`) (A + B)** | **13.14** | **13.14** |

a) Estimated amount of Contracts remaining to be executed on Capital Account, net of advances given and not provided for as at March 31, 2022 is ` 13.14 (Prev Year ` 13.14).

b) Estimated amount of Commitments as at March 31, 2022 is ` 13.14 Lakhs (Prev Year ` 13.14 Lakhs).

**34 Corporate Social Responsibilities**

As per the Section 135 of the Companies Act, 2013, A Company, meeting its applicability thershold, need to spend at least 2% of its average Net Profit for the immediately preceeding three financial year on Corporate Social Responsibilities (CSR) Activities. The area of CSR Activity are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR Committee has been formed as per the requirement of the Companies Act, 2013. The Fund has been adminstrated by the Committee once it is allocated to the Corpus for the purpose of CSR Activities prescribed under Schedule VII of the Companies Act, 2013. The Company does not meet the eligibility criteira as specified under section 135 of the Companies Act, 2013, hence this clause will not be applicable to the Company.

| | | | |
|---|---|---|---|
| 35 | **Segment Reporting** | | |
| | During the Reporting Period, the Company has been opeartes only under one segment i.e. trading of Iron and Steel. Hence Ind AS - 108, *"Opearting Segments"* is not applicable to the Company. | | |
| 36 | **Consolidated Financial Statements** | | |
| | During the Reporting Period, the Company has neither subsidiaries nor associates and joint venture, hence the reporting under Ind AS - 110, *"Consolidated Financial Statements"* is not applicable. | | |
| 37 | **Details of Hedge and Unhedged Exposures in Foreign Currency Denominated Monetary Items** | | |
| A) | **Exposure in Foreign Currency - Hedged** | | |
| | The Company does not enters into any forward exchange contracts to hedge its foreign currency exposures relating to the underlying transactions and firm commitments. The Company also does not enter into any kind of derivative instruments for trading and speculation purposes during the reporting period. | | |
| B) | **Exposure in Foreign Currency - Unhedged** | | |
| | The Company does not have any unhedged foreign currency exposure as at the reporting period and previous reporting period, either in the form of receivables or payable. Hence the reporting under this clause is not applicable to the Company. | | |
| 38 | **Dividend** | | |
| | During the reporting period and previous reporting period, the Company has not declared and paid any interim dividend in accordance with the Section 123 of the Companies Act, 2013. The Board of Director's of the Company has also not proposed the Final Dividend, at its meeting held on May 26, 2022 for the financial year ended March 31, 2022. | | |
| 39 | **Earnings Per Share** | | |
| | | **2021 - 2022** | **2020 - 2021** |
| | | ` | ` |
| | **Earnings Per Share** | | |
| | **Net Profit / (Loss) after tax as per the Statement of Profit or Loss attributable to the holder of Equity Shares** | **(45.33)** | **(19.71)** |
| | Nominal Value of Equity Shares (`) | 10.00 | 10.00 |
| | Weighted average number of Equity Shares used as denominator for calculating the earnings per share | 5.81 | 5.81 |
| | **Basic and Diluted Earnings Per Share...(`)** | **(7.81)** | **(3.40)** |

| 40A | Trade Receivable ageing schedule | | | | | | | |
|---|---|---|---|---|---|---|---|---|

| S. No. | Particulars | Not Due | Less than Six Months | Six Months to One Year | One to Two Years | Two to Three Years | More than Three Years | Total As At 31.03.2022 |
|---|---|---|---|---|---|---|---|---|
| **Trade Receivable - Unsecured** | | | | | | | | |
| a) | Undisputed, Considered Good | 33.36 | 4.54 | - | 95.50 | - | - | **133.40** |
| b) | Undisputed, Considered Doubtful | - | - | - | 15.26 | - | - | **15.26** |
| c) | Disputed, Considered Good | - | - | - | - | - | - | - |
| d) | Disputed, Considered Doubtful | - | - | - | - | - | - | - |
| | | **33.36** | **4.54** | **-** | **110.76** | **-** | **-** | **148.66** |
| e) | Less: Allowance for Doubtful Debts | - | - | - | 15.26 | - | - | **15.26** |
| | **Total...(`)** | | | | | | | **133.40** |

| S. No. | Particulars | Not Due | Less than Six Months | Six Months to One Year | One to Two Years | Two to Three Years | More than Three Years | Total As At 31.03.2021 |
|---|---|---|---|---|---|---|---|---|
| **Trade Receivable - Unsecured** | | | | | | | | |
| a) | Undisputed, Considered Good | 63.06 | 26.32 | 110.76 | - | - | - | **200.15** |
| b) | Undisputed, Considered Doubtful | - | - | - | - | - | - | - |
| c) | Disputed, Considered Good | - | - | - | - | - | - | - |
| d) | Disputed, Considered Doubtful | - | - | - | - | - | - | - |
| | | **63.06** | **26.32** | **110.76** | **-** | **-** | **-** | **200.15** |
| e) | Less: Allowance for Doubtful Debts | - | - | - | - | - | - | - |
| | **Total...(`)** | | | | | | | **200.15** |

Note: The Company does not have any unbilled dues as on March 31, 2022 and March 31, 2021.

**40B Trade Payable ageing schedule**

| S. No. | Particulars | Not Due | Less than One Year | One to Two Year | Two to Three Years | More than Three Years | Total As At 31.03.2022 |
|---|---|---|---|---|---|---|---|
| **Trade Payable (Including Acceptance)** | | | | | | | |
| a) | MSME | - | - | - | - | - | **-** |
| b) | Other than MSME | 4.13 | - | - | - | - | **4.13** |
| c) | Disputed Dues - MSME | - | - | - | - | - | **-** |
| d) | Disputed Dues - Other than MSME | - | - | - | - | - | **-** |
| | **Total...(`)** | **4.13** | **-** | **-** | **-** | **-** | **4.13** |

| S. No. | Particulars | Not Due | Less than One Year | One to Two Year | Two to Three Years | More than Three Years | Total As At 31.03.2021 |
|---|---|---|---|---|---|---|---|
| **Trade Payable (Including Acceptance)** | | | | | | | |
| a) | MSME | - | - | - | - | - | **-** |
| b) | Other than MSME | 0.00 | - | - | - | - | **0.00** |
| c) | Disputed Dues - MSME | - | - | - | - | - | **-** |
| d) | Disputed Dues - Other than MSME | - | - | - | - | - | **-** |
| | **Total...(`)** | **0.00** | **-** | **-** | **-** | **-** | **0.00** |

Note: The Company does not have any unbilled dues as on March 31, 2022 and March 31, 2021.

| 41 | **Key Financial Ratio** | | | | | |
|---|---|---|---|---|---|---|
| **S. No.** | **Ratio** | **Numerator** | **Denominator** | **As At 31.03.2022** | **As At 31.03.2021** | **% Variation** |
| 1 | Current Ratio[a] | Current Assets | Current Liabilities | 0.88 | 1.64 | -46.04% |
| 2 | Debt to Equity Ratio[b] | Total Debts (Borrowings) | Total Equity | 0.70 | 0.89 | -21.27% |
| 3 | Debt Service Coverage Ratio[c] | Earning available for debt service | Finance Costs (exculding cost pertaining to lease liabilities) + Repayaments of Borrowings | -1.35 | -0.29 | 365.60% |
| 4 | Return on Equity[d] | Profit after tax (PAT) | Average Total Equity | -13.85% | -5.96% | 132.36% |
| 5 | Inventory Turnover Ratio[e] | Cost of Goods Sold | Average Inventory | 60.74 | 10.10 | 501.36% |
| 6 | Trade Receivable Turnover Ratio[f] | Revenue from Operations | Average Trade Receivables | 4.84 | 1.36 | 256.86% |
| 7 | Trade Payable Turnover Ratio[g] | Net Purchase of Raw Materials, Packing Material and Stock-in-Trade | Average Trade Payables | 355.99 | 25.24 | 1310.68% |
| 8 | Net Capital Turnover Ratio[h] | Revenue from Operations | Working Capital (Current Assets - Current Liabilities) | -39.97 | 2.78 | -1535.95% |
| 9 | Net Profit Ratio | Profit after tax (PAT) | Revenue from Operations | -5.62% | -6.91% | -18.74% |
| 10 | Return on Capital Employed[i] | Profit before Interest (excluding interest on lease liabilities), exceptional items and tax | Average Capital Employed {Total Assets - Total Current Liabilities (Excepts Borrowings)} | -6.09% | -2.84% | 114.10% |
| 11 | Return on Investments | Income during the year | Time Weighted Average of Investments | | | |
| a) | Return of Fixed Deposits[j] | | | 5.20% | 7.16% | -27.38% |
| a) | Return on Quoted Equity Instruments[k] | | | 0.00% | 0.03% | -100.00% |

**Note**:

(a) Impact of no inventory at the end of reporting period and reduction in trade receivable has led to decline in the current ratio as compared to previous reporting period.

(b) Due to the increase in the losses as compared to previous reporting period has led to decline the total equity and large movement in long - term borrowings has led to decline in Debt to Equity Ratio.

(c) Repayments of Long - Term Borrowings in the current reporting period has led to improved the Debt Service Coverage Ratio as compared to previous reporting period.

(d) Due to Changes in Accounting Policy as reported in Note No. 1.2(a) of the financial statements has resulted to impact the Return on Equity Ratio.

(e) The Company held no inventory at the end of the reporting period that has led to improve the Inventory Turnover Ratio.

(f) Substaintial increase in the turnover of the Company and decline in trade receivable has led to improve the Trade Receivable Turnover Ratio.

(g) Substaintial increase in the Purchase turnover of the Company and no such movement in trade payable as compared to the previous reporting period has led to improve the Trade Payable Turnover Ratio.

(h) Substaintial increase in the turnover and decline in working capital as compared to previous reporting period has led to decline the same.

(i) Due to Changes in Accounting Policy as reported in Note No. 1.2(a) of the financial statements has resulted to impact the Return on Capital Employed.

(j) Maturity of Term Deposits and Changes in Rate of Interest due to Market dynamic has led to decline in Return on Fixed Deposits Ratio.

(k) Due to impact of Market dynamic the same has impacted.

**HARIYANA VENTURES LIMITED**
**CIN: L99999MH1975PLC018080**
Registered Address: Old Motor Stand, Itwari, Nagpur Nagpur 440008.
Tel: +0712-2766301
**Website: www.hariyanametals.in Email: hariyana_ngp@bsnl.in**

## ATTENDANCE SLIP

### TO BE COMPLETED AND HANDED OVER AT THE ENTRANCE OF THE MEETING

| **Name and Address of Shareholder** | **Folio No.** |
|---|---|
| **No. of Shares** | **Client ID** |

I hereby record my presence at the 47th Annual General Meeting of the Company on Friday, the 30th day of September, 2022 at 10.00 am at Plot No 158 Small Factory Area Bagadganj Nagpur 440 008.

______________________________
Signature of the Shareholder or Proxy

______________
Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

### ELECTRONIC VOTING PARTICULARS

| Electronic Voting Event Number (EVEN) | User ID | Password |
|---|---|---|
| | | |

**HARIYANA VENTURES LIMITED**
**CIN: L99999MH1975PLC018080**
Registered Address: Old Motor Stand, Itwari, Nagpur Nagpur 440008.
Tel: +0712-2766301
**Website: www.hariyanametals.in Email: hariyana_ngp@bsnl.in**

**PROXY FORM**

| | | | |
|---|---|---|---|
| **Name of the Member(S):** | | | |
| **Registered Address:** | | | |
| **Email –id:** | | | |
| **Folio No. Client ID:** | | **DP ID:** | |

I/We, being the member (s) of____________________shares of the above-named Company, hereby appoint

Name: __________________________________________________________
Address:________________________________________________________
Email-id: _______________________________________________________
Signature:_______________________________________________________or failing him

Name:__________________________________________________________
Address:________________________________________________________
Email-id: _______________________________________________________
Signature:_______________________________________________________or failing him

Name:__________________________________________________________
Address:________________________________________________________
Email-id: _______________________________________________________
Signature:_______________________________________________________or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 47th Annual General Meeting of the Company on Friday, the 30th day of September, 2022 at 10.00 am at Plot No 158 Small Factory Area Bagadganj Nagpur 440 008 and at any adjournment thereof in respect of such Resolutions as are indicated below:

| Item No. | Resolutions | **Optional** | |
|---|---|---|---|
| | Ordinary Business | **For** | **Against** |
| 1. | To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon | | |
| 2 | To appoint a director in place of Mr. Krishanu Harish Agrawal, who retires by rotation and being eligible offered himself for re-appointment | | |
| 3 | To appoint M/s. Manish N Jain & Co., Chartered Accountants (FRN 138430W) as Statutory Auditors of the Company and to fix their remuneration | | |

Signed this…………………………… day of……………………………………… 2022
Signature of shareholder ……………………………………………………
Signature of Proxy holder(s) ……………………………………………

Affix
Revenue
Stamp

Note:
(i) This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.

(ii) For the resolutions, explanatory statements and notes, please refer to the notice of 47th Annual General Meeting.

(iii) It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate(iv)Please complete all details including details of member(s) in the above box before submission.

**HARIYANA VENTURES LIMITED**
**CIN: L99999MH1975PLC018080**
Registered Address: Old Motor Stand, Itwari, Nagpur Nagpur 440008.
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**Website: www.hariyanametals.in Email: hariyana_ngp@bsnl.in**

ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

| | |
|---|---|
| 1.Name(s)& Registered Address of the sole / first named member | |
| 2.Name(s) of the Joint-Holder(s):(if any) | |
| 3.<br>i) Registered Folio No:<br>ii) DPID No & Client ID No. (Applicable to members holding shares dematerialized form) | |
| 4. Number of Shares(s) held | |

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting held on 30th September 2021, by conveying my/ our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

| Item No. | Resolutions | **Optional** | |
|---|---|---|---|
| | Ordinary Business | **For** | **Against** |
| 1. | To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon | | |
| 2 | To appoint a director in place of Mr. Krishanu Harish Agrawal, who retires by rotation and being eligible offered himself for re-appointment | | |
| 3 | To appoint M/s. Manish N Jain & Co., Chartered Accountants (FRN 138430W) as Statutory Auditors of the Company and to fix their remuneration | | |

Place
Date

Signature of the Shareholder Authorized Representative

Notes:
i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
ii) Last date for receipt of Assent/ Dissent Form is 5.00 pm on 30th September 2022.
iii) Please read the instructions printed overleaf carefully before exercising your vote.

**General Instructions:**
1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent / dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting advice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be considered as invalid.

2. The notice of Annual General Meeting is e-mailed to the members whose names appear on the Register of Members as on 02nd September 2022 and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on 23rd September 2022.

3. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

**Instructions for voting physically on Assent / Dissent Form**:
1. A member desiring to exercise vote by Assent/Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on 29th September 2022. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.

2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Share holder and in his absence, by the next named Shareholder.

3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.

4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (√) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.

5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.

6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.

7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.

8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.

9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

**ROUTE MAP OF THE AGM VENUE**

**Plot No 158 Small Factory Area Bagadganj Nagpur 440 008.**