



NOVA

**NOVA IRON AND STEEL LTD.
27th ANNUAL REPORT
2018-2019**

FOR THE ATTENTION OF SHAREHOLDERS

Since trading of shares on the Bombay Stock Exchange Ltd. is only in demat form, the shareholders holding shares in physical form are requested to get the shares dematerialized. For this you are required to open a demat account with any Depository Participant (DP) and send the shares to Registrar and Share Transfer Agent (RTA) through DP for dematerialization. In case your shares are not traceable, you may get in touch with the Registrar and Share Transfer Agent for the procedure to get the duplicate share certificates and/or any other help/clarification. The contact detail of RTA are: M/s Skyline Financial Services Private Limited, D-153A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110020, Ph. Nos. 011-40450193 to 97, Email : rai_nisl2007@yahoo.com.



NOVA IRON AND STEEL LTD.

27th ANNUAL REPORT 2018-19
Year ended 31st March 2019

BOARD OF DIRECTOR

CHAIRMAN

Mr. Aniket Singal

WHOLE TIME DIRECTOR

Mr. Hardev Chand Verma

DIRECTORS

Mr. R.P. Goyal

Mr. Narsingh Awatar

Mrs. Sumiran Aggarwal

CHIEF FINANCIAL OFFICER

Mr. Ajoy Shah

COMPANY SECRETARY

Mr. Dheeraj Kumar

AUDITORS

M/s Mehra Goel & Co.

Chartered Accountants

505, Chiranjiv Tower,

43, Nehru Place,

New Delhi-110019

Ph. No.: 011-26430349, 26419527

E-mail : mg@mehragoalco.com

BANKERS

Punjab National Bank

Axis Bank Ltd.

REGISTERED OFFICE

Village Dagori,

Tehsil Belha, Distt-Bilaspur

(Chhattisgarh)- 495224

CORPORATE OFFICE

F-Block, 1st Floor,

International Trade Tower,

Nehru Place, New Delhi-110019

Ph. No.: 011-30451000

PLANT

Village Dagori, Tehsil-Belha

Distt-Bilaspur, (Chhattisgarh)-495224

Ph. No.: 07752-285206, 285217

Fax No.: 07752-285213

REGISTRAR AND SHARE TRANSFER AGENT

Skyline Financial Services Private Limited

D-153A, 1st Floor, Okhla Industrial Area,

Phase- 1, New Delhi – 110020

Tel: +91 011 40450193 to 97, Fax +91 11 30857562

Contact Person- Mr. Virender Rana

Email: viren@skylinerta.com

EMAIL : rai_nisl2007@yahoo.com

WEBSITE www.novaironsteel.com

CIN No.: L02710CT1989PLC010052

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NOVA IRON AND STEEL LTD.

BOARD' REPORT

To Members, Nova Iron and Steel Limited

Registered office: Village-Dagori,
Tehsil-Belha, Distt.-Bilaspur
Chhattisgarh

Your Directors have pleasure in presenting the 27th Annual Report together with Standalone Audited Accounts for the year ended 31st March, 2019.

FINANCIAL HIGHLIGHTS (STANDALONE)

(Rs. in Lacs)

Particulars	2018-19 (12 Months)	2017-18 (12 Months)
Gross Revenue	526.97	2126.96
Profit/Loss before Interest, Depreciation and Tax	(170.79)	1006.62
Interest & Financial Cost	35.22	677.77
Depreciation & Amortization	90.80	101.80
Profit/(Loss) before Exceptional item & tax	(296.82)	227.05
Exceptional item	363.85	0
Profit/(Loss) after Exceptional item & before Tax	67.03	227.83
Tax Expenses:	(4.86)	0.78
Deferred Tax Assets (+) / Liability (-)		
Net Profit/(Loss) after tax	62.16	227.83

FINANCIAL SUMMARY

Company earned gross revenue Rs. 526.97 lacs for the financial year under review as compared to Rs. 2126.96 lacs for the previous financial year. Company earned profit of Rs.62.16 lacs after tax as compared to Rs. 227.83 lacs for the previous year.

Increase in prices of key raw material, rupee depreciation impacted the profitability and thus the profit for the year decreased as that of last year.

OPERATION AND FUTURE OUTLOOK

The year under review, started on a positive note, but could not sustain towards the end. In the first half of the year, economic growth remained robust backed by fiscal stimulus and resilient Emerging Markets. However the second half of the year was marked by volatility, weakening demand caused by trade tensions, China's slowdown and tightening financial conditions.

On the other hand, the major over-leveraged companies in the infrastructure, power generation and steel sector referred to National Company Law Tribunal (NCLT) under Insolvency and Bankruptcy Code (IBC). Overall the sectors that company operates in remained depressed, adversely impacting the business of the Company.

In response to recent declines and higher volatility in steel and raw material prices, the Company is in process to implement a number of cost-saving measures intended to improve operating income as well as measures to enhance cash generation from the business.

CAPITAL & RESERVES

During the year there is no change in the capital of the Company. Company has not transferred any amount to the General Reserve. Balance of profit has been transferred to Reserve and Surplus.

DIVIDEND

In view of inadequate profit during the year, Board of Directors has not recommended Dividend for distribution.

CHANGE IN NATURE OF BUSINESS

There was no change in the nature of business of the Company during the financial year.

BOARD MEETINGS

During the financial year, 05 (Five) meetings of Board of Directors of the Company held including one Meeting of the Independent Directors.

AUDIT COMMITTEE

Consequent upon resignation from Directorship Mr. Arvind Gupta, Independent Director, ceased to be member of Audit Committee. Mrs. Sumiran Aggarwal, Independent Director of the Company appointed as member of Audit Committee w.e.f. 12/11/2018. Now, the composition of Audit Committee comprises, 3(three) members, Mr. N. Awatar, Independent Director, Mr. R. P. Goyal, Director and Mrs. Sumiran Aggarwal, Independent Director. Mr. N. Awatar is Chairman of the Committee. Audit Committee have powers and authority as provided under the provisions of Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations 2015, in accordance with the terms of reference specified by the Board of Directors from time to time. Board has accepted all recommendations of the Committee made during the year. During the year 4(four) meeting of audit committee held and committee has reviewed related party transactions periodically.

EXTRACT OF ANNUAL RETURN

The extract of the Annual Return in Form MGT-9 under Companies Act, 2013 ("Act") and rules made thereunder is at **Annexure -1** attached to Board's Report.

AUDITORS AND AUDITORS' REPORTS

The Board of Directors of the Company in its meeting held on 20/08/2019 appointed M/s Ashwani & Associates, Chartered Accountants, Firm Regd. No. 000497N, Ludhiana (Punjab) as Statutory Auditors to fill the casual vacancy caused due to resignation of the existing auditors M/s Mehra Goel & Co. The appointment of M/s Ashwani & Associates, Chartered Accountants, Firm Regd. No. 000497N, Ludhiana (Punjab) has been put forth before the members at the ensuing Annual General Meeting for their approval.

In terms of provisions of section 139 of the Companies Act, 2013, M/s Ashwani & Associates, Chartered Accountants, Firm Regd. No. 000497N, Ludhiana (Punjab) have furnished their consent letter that their appointment, if made, will be within the limits prescribed under the said section of the Act. As required under Regulation 33 of the Securities and Exchange Board



of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Statutory Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The Auditors, in their Audit Report, have given qualified opinion relating to:-

- a. The company has not provide for interest expenses amounting to Rs 2,282.32 Lakhs (Estimated) for the year ended March 31st ,2019 related to short term borrowings of Rs 33,829.69 Lakhs.

In reply to Auditors above observation, Since the interest has not been paid and is payable on demand as mutual agreed with the lenders, therefore the same will be provide as and when demand by the lenders.

The statement of account from the lenders could not available to us till the date of signing to confirm the balances and/or interest chargeable thereon. (Refer note no 47 of Financial Statements)

In reply to Auditors above observation, The statement of account of major lenders i.e. Bhushan Power & Steel Limited has been given and the others minor lenders has not provided confirmation of Loan availed at year however Nova Iron and Steel Limited intimates the balance outstanding on different loan account.

- b. Non capitalisation by the company of capital expenditure of Rs. 655.99 Lakhs on upgradation of Kiln which was completed before 31st March 2019. (Refer note no 49 of Financial Statements)

In reply to Auditors above observation, Since the project is under trial run and will be capitalized as and when the trial run production stabilized.

Land under Property Plant and Equipment includes land measuring 72.95 acre amounting to Rs 194.34 Lakhs bought by the company in the name of third parties. Transfer of the same in the company's name is yet to be initiated (Refer note no 3 of Financial Statements)

Our opinion is not qualified in respect of the aforesaid matters.

In reply to Auditors above observation, Company has submitted the required documents with the concerned authorities and registration is pending.

Other Matter

- (a) The company has not deposited the ESI for a period January 2019 to March 2019 of Rs 4.36 lakhs, PF for a period December 2018 to March 2019 of Rs 25.10 lakhs and GST on Reverse charge on Lease rent paid on lease hold land for the year ended March 2019 of Rs 1.16 lakhs. Our opinion is not qualified in respect of the aforesaid matters.

In reply to Auditors above observation, Company has already deposited the ESI for a period January 2019 to March 2019 of Rs 4.36 lakhs on 19/06/2019 and PF for a period December 2018 to March 2019 of Rs 25.10 lakhs on 03/07/2019 and 09/07/2019 respectively.

In respect of companies fixed assets:

The Company has not maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

In reply to Auditors above observation, Proper record has been maintained and shown to Auditors

In respect of statutory dues:

The company has written back statutory dues payable amounting to Rs.3.64 Crores (including interest) during the financial year 2018-19. This amount was reported as undisputed statutory dues in the previous year. In the absence of any justification, documents, information and explanation, we are unable to verify and comment on the factual situation in respect of the liability.

In reply to Auditors above observation, Since the amount is not repayable and outstanding from long time.

Secretarial Auditor

In terms of Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Board at its meeting held on 29/05/2018 appointed M/s Sharma Sarin & Associates, Practicing Company Secretary, Chandigarh as the Secretarial Auditor of the Company, to conduct the Secretarial Audit for the financial year 31/03/2019 and to submit Secretarial Audit Report in Form No. MR-3. A copy of the Secretarial Audit Report is at **Annexure-2** attached to Board Report.

COST AUDIT

Company is not required to appoint Cost Auditor since the turnover of the Company is below prescribed limit. However Company is maintaining Cost Records.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Company's Board is duly constituted which is in compliance with the requirements of the Act, and SEBI (LODR) Regulation, 2015.

Since last Financial year, the following changes have taken place in the Directorship/KMPs of the Company.

Sh. Arvind Gupta, Independent Director, Sh. Sanjay Singal, Director and Sh. Manikam Ramchandran, Independent Director has resigned w.e.f. 01/10/2018, 02/11/2018 and 25/02/2019 respectively from the Directorship of the Company.

Sh. Aniket Singal (DIN 03478511), Non-Executive Director is due to retire by rotation at the ensuing AGM and being eligible, offers himself for re-appointment. A brief profile along with necessary disclosures of Sh. Aniket Singal has been annexed to the Notice convening the ensuing AGM.

None of the Directors has incurred disqualification under Section 164 of the Act or liable to cease director under section 167 of the Act.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Act, with regard to Directors' Responsibility Statement, your Directors hereby confirm that:



- (a) in the preparation of the annual accounts, for the year ended 31.03.2019 the applicable accounting standards have been followed to the extent of its applicability alongwith proper explanation relating to material departures and the annual accounts have been prepared in compliance with the provisions of the Companies Act, 2013;
- (b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year;
- (c) the Directors have taken proper and sufficient care of the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors have prepared the annual accounts on a going concern basis.
- (e) the internal financial controls to be followed by the company were laid down and such internal financial controls were adequate and were operating effectively.
- (f) proper systems to ensure compliance with the provisions of all applicable laws were devised.

DIRECTOR IDENTIFICATION NUMBER (DIN)

Present Directors have obtained Director Identification Number (DIN) under Director Identification Rules, 2006 which is valid DIN under Companies (Appointment and Qualification of Directors) Rules, 2014.

NOMINATION AND REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

Board of Directors of the Company has approved a policy for nomination and remuneration for directors, KMP and other employees containing interalia criteria for determining qualifications, positive attributes, independence of a director, payment of Managerial remuneration, and other related matters is at **Annexure-3** attached to the Board's Report which can be assessed at Company's weblink; <http://www.novaironsteel.com/pdfs/Remuneration%20Policy.pdf>.

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

Information pursuant to Section 134(3)(m) of the Act regarding conservation of Energy, Technology Absorption, foreign exchange earnings and outgo is enclosed at **Annexure – 4** attached to Board's Report.

INTERNAL AUDITORS AND ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Company has appointed M/s Rajesh Aggarwal & Associates, Practicing Chartered Accountant as Internal Auditor. Internal control framework of the Company is adequate and commensurate with the nature of the business and size of

the Company. The internal auditors monitor and evaluate the efficacy and adequacy of Internal Financial Control system in the company, its compliance with operating system, accounting procedures and policy. Internal Auditors submit his report to Audit committee half yearly.

PARTICULARS OF LOAN, GUARANTEE, INVESTMENT OR PROVIDING SECURITY

During the financial year, Company has neither given Loan nor given guarantee nor provided security or made investment u/s 186 of the Act. (Please refer note 4 attached to financial statements of the Company for the year ended 31/03/2019 in respect of investments of the Company).

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under review, there is no contract and arrangement entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013. Hence no Disclosure in Form AOC-2 is required to be attached with Board's Report.

EMPLOYEES STOCK OPTION

Company has not issued Sweat Equity Shares or ESOP (Employees Stock Option) to its employees.

LISTING

The Equity shares of the company are listed at Bombay Stock Exchange. The Company has paid listing fees to the Stock Exchange for the year 2018-19.

BUY BACK OF SHARES

During the year, Company has not made buy back of its shares nor it has given any loan for purchase of its own shares.

MATERIAL CHANGE(S)

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of this Report.

RISK MANAGEMENT POLICY

Board of Directors has adopted a Risk Management Policy/ Plan for the Company, whereby, risks are broadly categorized. The Policy outlines the parameters of identification, assessment, monitoring and mitigation of various risks which are key to business objectives which is also available at Company's weblink: <http://www.novaironsteel.com/pdfs/Risk%20Management%20Policy.pdf>.

PERFORMANCE EVALUATION OF BOARD

During the year under report Board of Directors evaluated performance of Committees and all the individual Directors including Independent Directors and concluded by affirming that the Board summarizing as a whole as well as all of its Directors, individually and the Committees of the Board continued to good governance and contribute its best in the overall growth of the organisation. Independent Directors also held separate meeting to evaluate annual performance of Chairman and executive directors and expressed satisfaction on their performance.



DEPOSITS

During the year under report, company has not accepted any deposits under Chapter V of the Act, from the public and as such no amount of principal or interest was outstanding on the date of Balance Sheet. Information under Rule 8(5)(v)(vi) of Companies (Accounts), Rules 2014 be treated as Nil.

SEGMENT REPORTING

The Company is primarily engaged in the business of manufacturing / trading of Iron & Steel, Metals, Securities & Natural Resources business and also engaged in Investment in commodities/ Securities. So accordingly segment report has been disclosed at note 32 of attached financial statement.

SIGNIFICANT AND MATERIAL ORDERS

During the year there was no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

PARTICULARS RELATING TO REMUNERATION OF EMPLOYEES OF THE COMPANY

Details pursuant to section 197(12) of the Act read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is at **Annexure -5** attached to the Board' Report. During the year no employee has remuneration equal to or more than prescribed limit under Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, hence information under these rules be treated as NIL. Pursuant to MCA Notification dated 30.06.2016 detail of top ten employees as attached to Board Report is at **Annexure-6**.

CODE OF CONDUCT

Declaration pursuant to Regulation 34(3) of SEBI (LODR) Regulations, 2015 in respect of compliance with code of conduct by Whole Time Director/CEO is at **Annexure-7** attach to the Board Report.

CORPORATE SOCIAL RESPONSIBILITY POLICY

Company has constituted Corporate Social Responsibility (CSR) Committee. Mr. R.P. Goyal, Director, Mr. H.C. Verma, Whole Time Director and Mr. Narsingh Awatar, Independent Director are members of the Committee. Mr. R.P. Goyal is the Chairman of the Committee. On the recommendation of CSR Committee, CSR Policy of the Company has been approved by the Board which is uploaded at Company's weblink: <http://www.novaironsteel.com/pdfs/CSR%20Policy.pdf>. The Annual Report on CSR activities as per Companies (Corporate Social Responsibility Policy) Rules, 2014 is at **Annexure -8** attached to the Board's Report. Company was not required to spend any amount on CSR Activities during the year since company has incurred net average loss in last three years of the company.

SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

Company do not have Subsidiary or Associates company. During the year M/s Bijahan Coal (P) Ltd., ceased to joint

venture. Therefore consolidated financial statement in form AOC-1 is not applicable.

VIGIL MECHANISM /WHISTLE BLOWER POLICY

Company has in place a composite 'Vigil Mechanism' Policy/ Whistle Blower Policy available to the employees and directors to blow the whistle/ highlight any fraud, irregularity, wrongdoing etc. which is also available at weblink: <http://www.novaironsteel.com/pdfs/Vigil%20Mechanism.pdf>. Audit Committee periodically reviewed Vigil Mechanism.

CORPORATE GOVERNANCE

A report on Corporate Governance in compliance of conditions of Corporate Governance in terms of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is at **Annexure-9**.

A certificate of Auditors and a certificate from Whole Time Director/CEO of the Company regarding is at **Annexure-10 and 11** respectively attached to Board's Report in compliance of SEBI (LODR) Regulations, 2015.

GENERAL

(i) ENVIRONMENT & OTHER APPLICABLE LAW

The Company is committed to the protection of environment and is not involved in any activity hazardous to environment. The Company adheres to the provisions of the applicable provisions of environment laws.

(ii) HEALTH & SAFETY

In order to build a sustainable work place environment, a common health and safety management system is being implemented. All efforts are being made to enhance safety standards and processes in order to minimize safety risks in all our operations.

(iii) SEXUAL HARASSMENT OF WOMEN

The Company has zero tolerance towards sexual harassment at the workplace. During the Financial Year 2018-19, the Company has received no complaints of sexual harassment since there is no female employee.

(iv) INDUSTRIAL RELATIONS

Relations between the Management and its Employees/ Workmen have been cordial and management expressed their appreciation for the co-operation and dedication of the employees/workmen at all levels of the Company.

ACKNOWLEDGEMENTS

Your Directors convey their sincere thanks to the Bankers, various departments in Central and State Governments and all others associated with the Company for their co-operation, continued support and confidence reposed by them in the Company.

For and on behalf of the Board
(Aniket Singal)
Chairman
DIN: 03478511

Place : New Delhi
Date : 20/08/2019



NOVA IRON AND STEEL LTD.

ANNEXURE -1

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2019
[Pursuant to section 92(3) of the Companies Act, 2013 and
Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i.	CIN	L02710CT1989PLC010052
ii.	Registration Date	01/05/1989
iii.	Name of Company	Nova Iron & Steel Limited
iv.	Category / Sub-Category of the Company	Company limited by shares/ Indian Non- government Company.
v.	Address of the Registered office and contact details	Village-Dagori, Tehsil Belha, Bilaspur, Chhattisgarh-495224 Tel:07752-285217, Fax:07752-285213 Email: rai_nisl2007@yahoo.com
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Skyline Financial Services Private Limited, D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi 1100020, Tel+91 11 40450193 to 97

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1.	Trading in Commodity & Security	6499	64.52
2.	Rent received	773	15.27

III. PARTICULARS OF HOLDING, SUBSIDIARY AND JOINT VENTURE, ASSOCIATE COMPANIES

Sl. No.	Name and address of the company	CIN/GLN	Holding/ subsidiary /Associate	% of equity shares held	Applicable section
Nil					

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

i) Category-wise Share Holding

Category of Shareholders	No. of Equity Shares held at the beginning of the year				No. of Equity Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Equity Shares	Demat	Physical	Total	% of Total Equity Shares	
A. PROMOTERS									
(1) Indian									
(a) Individual/HUF	4340000	0	4340000	12.01	4340000	0	4340000	12.01	-
(b) Central Govt.	-	-	-	-	-	-	-	-	-
(c) State Govt.	-	-	-	-	-	-	-	-	-
(d) Bodies Corp.	20888821	0	20888821	57.80	20888821	0	20888821	57.80	-
(e) Banks/FI	-	-	-	-	-	-	-	-	-
(f) Any other...	-	-	-	-	-	-	-	-	-
Sub- Total (A) (1) :-	25228821	0	25228821	69.81	25228821	0	25228821	69.81	-



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(2) FOREIGN										
(a) NRIs- Individuals	-	-	-	-	-	-	-	-	-	-
(b) Other- Individuals	-	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
(d) Banks/FI	-	-	-	-	-	-	-	-	-	-
(e) Any other.....	-	-	-	-	-	-	-	-	-	-
Sub- Total(A) (2) :-	-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+A(2)	25228821	0	25228821	69.81	25228821	0	25228821	69.81		-
B. Public Shareholding										
1. INSTITUTIONS										
a) Mutual Funds	3600	472728	476328	1.32	3600	472296	475896	1.32		-
b) Banks /FI	0	144	144	0	0	144	144	0		-
c) Central Govt	-	-	-	-	-	-	-	-		-
d) State Govt(s)	-	-	-	-	-	-	-	-		-
e) Venture Capital Funds	-	-	-	-	-	-	-	-		-
f) Insurance Companies	-	-	-	-	-	-	-	-		-
g) FIs	-	-	-	-	-	-	-	-		-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-		-
i) Others (Specify)	-	-	-	-	-	-	-	-		-
Sub- Total (B) (1) :-	3600	472872	476472	1.32	3600	472440	476040	1.32		-
2. NON-INSTITUTIONS										
(a) BODIES CORP.										
(i) Indian	1919029	20880	1939909	5.37	1950088	16944	1967032	5.44		0.07
(ii) Overseas	-	-	-	-	-	-	-	-		-
(b) INDIVIDUALS										
(i) Individual Shareholders holding nominal share capital upto Rs. 1 Lakh	1979612	5621882	7601494	21.03	2243744	5547798	7791542	21.56		0.53
(ii) Individual Shareholders holding nominal share Capital in excess of Rs. 1 Lakh	655214	65568	720782	1.99	460963	43872	504835	1.40		-0.59
(c) Others (Specify)										
Non-Resident Indian (NRI)	27386	144624	172010	0.48	28034	143136	171170	0.47		-0.01
Trust	0	0	0	0	48	0	48	0		-
Sub- Total B) (2) :-	4581241	5852954	10434195	28.87	4682877	5751750	10424627	28.87		-
Total Shareholding (B)= (B)(1)+(B)(2)	4584841	6325826	10910667	30.19	4686477	6224190	10910667	30.19		-
C. Shares held by custodian for GDRs & ADRS										
	-	-	-	-	-	-	-	-		-
Grand Total (A+B+C)	29813662	6325826	36139488	100.00	29915298	6224190	36139488	100.00		-



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(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Equity share holding during the year
		No. of Equity Shares	% of total Equity Shares of the company	% of Equity Shares Pledged/encumbered to total Equity shares	No. of Equity Shares	% of total Equity Shares of the company	% of Equity Shares Pledged/encumbered to total Equity shares	
1	Bhushan Power & Steel Ltd.	9269146	25.65	-	9269146	25.65	-	-
2	Ambey Steel and Power Pvt. Ltd.	10959675	30.33	-	10959675	30.33	-	-
3	Aniket Singal	4340000	12.01	-	4340000	12.01	-	-
4	Shivalikview Steel Trading Private Limited	94000	0.26	-	94000	0.26	-	-
5	Vintage Steel Private Limited	94000	0.26	-	94000	0.26	-	-
6	Olympian Steel Industries Limited	94000	0.26	-	94000	0.26	-	-
7	Titanic Steel Industries Limited	94000	0.26	-	94000	0.26	-	-
8	Aromatic Steel Private Limited	94000	0.26	-	94000	0.26	-	-
9	Aarti Iron & Power Limited	94000	0.26	-	94000	0.26	-	-
10	Rockland Steel Trading Private Limited	94000	0.26	-	94000	0.26	-	-
11	RGF Holiday Resorts Private Limited	1000	0.002	-	1000	0.002	-	-
12	RGF Real Estate Private Limited	1000	0.002	-	1000	0.002	-	-
	Total	25228821	69.81		25228821	69.81		

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no	Name of the Promoters	At the Beginning of The year		Date wise increase / decrease in shareholding specifying reasons for increase /decrease (e.g. allotment / transfer/bonus/sweat equity etc)			Cumulative Shareholding during the year		At the end of the year (or on the date of separation, if separated during the year)	
		No of Equity Shares	%age to total Eq. Shares	As on Benpos Date	No of Equity Shares	Reasons	No of Equity Shares	%age to total Eq. Shares	No of Equity Shares	%age to total Eq. Shares
No change										

(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. no	Name of Shareholder	At the beginning of the year		Date wise increase/decrease in shareholding specifying reason for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.)			Cumulative shareholding during the year		At the end of year (or on the date of separation, if separated during the year)	
		No of Equity Shares	% to total Equity Shares	As on Benpos Date	No of Equity Shares	Reasons	No of Equity Shares	% to total Equity Shares	No of Equity Shares	% to total Equity Shares
1	Shrim Investment Solutions Private Ltd.	1478384	4.09	27.4.2018	24529	Transfer	1503129	4.15		
				04.5.2018	445	Transfer	1503574	4.16		
				11.5.2018	1794	Transfer	1505368	4.16		
				18.5.2018	16718	Transfer	1522086	4.21		
				25.5.2018	614	Transfer	1522700	4.21		
				01.6.2018	786	Transfer	1523486	4.21		
				19.10.2018	3940	Transfer	1527426	4.22		
				26.10.2018	5000	Transfer	1532426	4.24	1532426	4.24



NOVA IRON AND STEEL LTD.

2.	Somya Traders Pvt Ltd	204474	0.56	-	-	-	-	-	204474	0.56
3	Raj Kumar Kedia	181237	0.50	-	-	-	-	-	181237	0.50
4	Indian Bank	145632	0.41	31.12.2018	-240	Transfer	145392	0.40	145392	0.40
5	Stock Holding Corpn of India Ltd	96672	0.27	22.02.2019	-96	Transfer	96576	0.27	96576	0.27
6.	Shrim Investment Solutions Private Limited	91646	0.25	-	-	-	-	-	91646	0.25
7	Canara Bank	87576	0.24	-	-	-	-	-	87576	0.24
8	Bank of India	62016	0.17	31.12.2018	-96	Transfer	61920	0.17	61920	0.17
9.	Kanwaljit Singh	47280	0.13	-	-	-	-	-	47280	0.13
10.	Stock Holding Corpn of India Ltd.	41544	0.11	-	-	-	-	-	41544	0.11
11.	Sanjay Kumar Sarawagi	-	-	01.6.2018	3884	Transfer	3884	0.01		
				10.12.2018	121	Transfer	4005	0.01		
				16.11.2018	1730	Transfer	5735	0.01		
				30.11.2018	736	Transfer	6471	0.01		
				07.12.2018	28121	Transfer	34592	0.09		
				31.12.2018	2274	Transfer	36866	0.10		
				11.01.2019	790	Transfer	37656	0.10		
				22.02.2019	1709	Transfer	39365	0.10		
			31.03.2019	9128	Transfer	48493	0.13	48493	0.13	

(v) Shareholding of Directors and Key Managerial Personnel:

S r. no	Name of the Shareholder	At the Beginning of the year		Date wise increase / decrease in shareholding specifying reasons for increase /decrease (e.g. allotment /transfer/bonus/sweat equity etc)			Cumulative Shareholding during the year		At the end of the year (or on the date of separation, if separated during the year)	
		No of Equity Shares	% age to total Eq. Shares	As on Benpos Date	No of Equity Shares	Reasons	No of Equity Shares	% age to total Eq. Shares	No of Equity Shares	% age to total Eq. Shares
1	Aniket Singal	4340000	12.01	-	-	-	-	-	4340000	12.01
2	H.C. Verma	-	-	-	-	-	-	-	-	-
3	R.P. Goyal	-	-	-	-	-	-	-	-	-
4	Narsingh Awatar	-	-	-	-	-	-	-	-	-
5	Sumiran Aggarwal	-	-	-	-	-	-	-	-	-
6	Ajoy Shah	-	-	-	-	-	-	-	-	-
7	Dheeraj Kumar	-	-	-	-	-	-	-	-	-

V. INDEBTEDNESS

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

		Secured Loans Excluding deposits (Rs.)	Unsecured Loans (Rs.)	Deposits (Rs.)	Total Indebtedness (Rs)
Indebtedness at the beginning of the financial year					
i)	Principal Amount	NIL	207,24,88,946.00	NIL	207,24,88,946.00
ii)	Interest due but not paid*	NIL	32,11,63,597.00	NIL	32,11,63,597.00
iii)	Interest accrued but not due	NIL	0.00	NIL	0.00
Total (i+ii+iii)			239,36,52,543.00		239,36,52,543.00



NOVA IRON AND STEEL LTD.

Change in Indebtedness during the financial year					
i)	Addition	NIL	132,25,22,032.00	NIL	132,25,22,032.00
ii)	Reduction	NIL	33,31,85,450.00	NIL	33,31,85,450.00
Net Change		NIL	98,93,16,582.00	NIL	98,93,16,582.00
Indebtedness at the end of the financial year					
i)	Principal Amount	NIL	306,19,20,728.00	NIL	306,19,20,728.00
ii)	Interest due but not paid *	NIL	32,10,48,398.00	NIL	32,10,48,398.00
iii)	Interest accrued but not due	NIL	0.00	NIL	0.00
Total(i+ii+iii)		NIL	338,29,69,126.00	NIL	338,29,69,126.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S I . No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rupees)
		Hardev Chand Verma (WTD)		
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961		3000000	3000000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		-	-
	(c) Profits in lieu of Salary under Section 17 (3) Income Tax, 1961		-	-
2	Stock Option		-	-
3	Sweat Equity		-	-
4	Commission		-	-
	- as% of profit			
	- others, specify...			
5	Others, please specify		-	-
	Total(A)		3000000	3000000
	Ceiling as per the Act	Remuneration payable by company having no profit or inadequate profit as per Section II of Part II of Schedule V of Companies Act, 2013 is Rs. 84 lakhs.		

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
		Aniket Singal	R.P. Goyal	N.Awatar	Sumiran Aggarwal	
1	Independent Directors					
	• Fee for attending board committee meetings	Nil	Nil	10000	5000	15000
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	Total(1)	-	-	10000	5000	15000
2	Other Non-Executive Directors					
	• Fee for attending board committee meetings	-	-	-	-	-
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	Total(2)	-	-	-	-	-
	Total(B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	10000	5000	15000
	Overall Ceiling as per the Act	Remuneration payable by company having no profit or inadequate profit as per Section II of Part II of Schedule V of Companies Act, 2013 is Rs. 84 lakhs.				



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C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER / WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	-	408000	613200	1021200
	(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	-	-	-	-
2	Stock Option				
3	Sweat Equity				
4	Commission - as % of profit	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	408000	613200	1021200

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

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

Place: New Delhi
Date: 20/08/2019

(Aniket Singal)
Chairman
DIN 03478511



**Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2019**

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

To,
The Members,
NOVA IRON AND STEEL LIMITED

We have conducted the Secretarial Audit of the Compliance of applicable Statutory provisions and the adherence to Good Corporate Practices by **NOVA IRON AND STEEL LIMITED**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the Corporate conducts/Statutory Compliances and expressing our opinion thereon.

Based on our verification of the **NOVA IRON AND STEEL LIMITED**, Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the Company has, during the Audit period covering the Financial Year ended on 31st March, 2019 complied with the Statutory Provisions listed hereunder and 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 **NOVA IRON AND STEEL LIMITED** for the Financial Year ended on **31st March, 2019**, according to the applicable Provisions, if any:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (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'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
No such transaction during the financial year 2018-19.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
No such transaction during the financial year 2018-19.
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
No such transaction during the financial year 2018-19.
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
No such transaction during the financial year 2018-19.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
No such transaction during the financial year 2018-19.
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
No such transaction during the financial year 2018-19.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
No such transaction during the financial year 2018-19.
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
No such transaction during the financial year 2018-19.



- (vi) Other laws as may be applicable specifically to the Company:-
- i. The Electricity Act, 2003;
 - ii. The Limestone And Dolomite Mines Labour Welfare Fund Act, 1972;
 - iii. Tax laws (Income Tax, Goods and Service Tax, and Excise Act,);
 - iv. The Factories Act, 1948;
 - v. The Employees Provident Funds and Miscellaneous Provision Act - 1952 (EPF);
 - vi. The Employees State Insurance Corporation Act - 1948 (ESIC);
 - vii. The Labour Welfare Fund Act -1965;
 - viii. The Contract Labour (Regulation & Abolition) Act – 1970;
 - ix. The Child Labour (Prohibition & Regulation Act), 1986;
 - x. The Minimum Wages Act-1948;
 - xi. The Payment of Wages Act-1936;
 - xii. The Payment of Bonus Act-1965;
 - xiii. The Maternity Benefit Act-1961; **Not Applicable since no Female Employee**
 - xiv. The Payment of Gratuity Act-1972;
 - xv. The Equal Remuneration Act-1976; **Not Applicable since no Female Employee**
 - xvi. The Industrial Establishment ACT- 1963;
 - xvii. The Employment Exchange (Compulsory Notification of Vacancies) ACT-1959;
 - xviii. Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013;
 - xix. The Employees Compensation Act-1923;
 - xx. The Industrial Employment (Standing Orders) Act 1946;
 - xxi. The Industrial Disputes Act 1947;
 - xxii. The Apprentice Act, 1961;
 - xxiii. The Interstate Migrant Workmen (Regulation of Employment and Conditions of Services) Act, 1979;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors, including the Woman Director.

The changes in the Composition of the Board of Directors that took place during the period under review were carried out in Compliance with the Provisions of the Act.

Adequate notice is given to all Directors 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.

We 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.

We further report that property Land, Plant and Equipment includes land measuring 72.95 acre valued at Rs 194.34 Lacs bought by the Company in the name of third parties. Transfer of the same in the company's name is yet to be initiated.

During the Financial Year 2018-19, the Company had sold its entire stake of 5% consisting of 500 Equity Shares of Rs. 10 each in the BIJAHAN COAL PRIVATE LIMITED, a Joint Venture of NOVA IRON AND STEEL LIMITED, on 14/11/2018.



We further report that during the audit period the Company has not done any of the following activities:

- (i) *Public/Right/Preferential issue of shares / debentures/sweat equity, etc.*
- (ii) *Redemption / buy-back of securities.*
- (iii) *Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.*
- (iv) *Merger / amalgamation / reconstruction, etc.*
- (v) *Foreign technical collaborations.*

FOR SHARMA SARIN & ASSOCIATES

**FCS P.D. SHARMA
PARTNER
M. NO.: 2285
CP No.: 2692**

**DATE: 03/08/2019
PLACE: CHANDIGARH**

ANNEXURE 3

**NOMINATION AND REMUNERATION POLICY
(FOR THE DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES)**

1. Regulatory Requirement

Pursuant Section 178 and other applicable provisions of Companies Act, 2013, (Act) and rules made thereunder and SEBI (LODR) Regulations 2015, the Nomination and Remuneration Committee ("Committee") shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

The Policy has been framed by the Nomination and Remuneration Committee of the Board of Directors and based on its recommendation, approved by the Board of Directors of the Company. The policy may be reviewed by the Nomination and Remuneration Committee of the Board of Directors.

2. Purpose

Remuneration Policy ("Policy") provides a framework for remuneration to be paid to the members of the Board of Directors ("Board") and Key Managerial Personnel ("KMP") of the Company (collectively referred to as "Executives"). The expression KMP shall have the same meaning as defined under the provisions of Act. The Policy also provides a framework for identification of persons who are qualified to become directors.

3. Objectives

- 3.1 The remuneration policy seeks to enable the company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry practices and relevant Indian corporate regulations.
- 3.2 The remuneration policy will ensure that the interests of Executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the company and will be consistent with the "pay-for-performance" principle.
- 3.3 The remuneration policy will ensure that remuneration to Executives involves a balance between fixed pay and incentive (by way of increment/bonus/ promotion/any other form) reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

4. Principles of Remuneration and Criteria for determining Remuneration

- 4.1 The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and KMP of the quality required to run the company successfully;
- 4.2 Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- 4.3 Remuneration to directors, key managerial personnel and senior management involves a balance between short and long term performance objectives appropriate to the working of the company and its goals



The criteria for determining the remuneration shall be broadly guided by:

- 4.4 Skills,
- 4.5 Requisite qualification, commensurate with the Job profile
- 4.6 characteristics and
- 4.7 experience in business, government, academics, technology, human resources, social responsibilities, finance, law etc. and in such other areas as may be considered relevant or desirable to conduct the Company's business in a holistic manner and as may be decided by Committee.
- 4.8 Director should possess high level of personal and professional ethics, integrity and values. They should be able to balance the legitimate interest and concerns of all the Company's stakeholders in arriving at decisions, rather than advancing the interests of a particular constituency.
- 4.9 Directors must be willing to devote time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management working.
- 4.10 In case of other employees other than director, KMP, the criteria will be decided by the HR department.

5. Remuneration to Executives

- 5.1 Executives may be paid remuneration by way of fixed salary and allowances as per Company rules subject to the provisions of Companies Act, 2013
- 5.2 Personal benefits Executives may have access to benefits/perquisites as per the rules and regulations of the Company. Executives may also be entitled to retirement benefits such as provident fund, gratuity and/or such other benefits as per the rules of the Company.
- 5.3 The Remuneration of other employees other than Executives will be decided by the HR department of the Company in accordance with the skill, qualification and etc.

6. Remuneration to non-executive Directors

- 6.1 Non - Executive Directors may be paid remuneration by way of sitting fee and reimbursement of expenses for participation in the Board and other meetings and commission and/or such other payments as may be permitted by the law applicable to such payments. Such payments shall be subject to the provisions of Companies Act, 2013.

7. Amendments to this Policy

The Nomination and Remuneration Committee is entitled to amend this policy including any amendment or discontinuation of one or more incentive programs introduced in accordance with this Policy.

Place: New Delhi
Date: 20/08/2019

(Aniket Singal)
Chairman
DIN 03478511

ANNEXURE -4

INFORMATION AS PER SECTION 134(3) (M) OF COMPANIES ACT, 2013 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH 2019

CONSERVATION OF ENERGY:

1	Steps taken or impact on conservation of energy	All business units are continuously putting in their efforts to improve energy usage efficiencies and increase contributions from renewable sources of energy. Energy saving initiatives throughout the plants helped the Company in reducing energy cost.
2	Steps taken by the company for utilizing alternate sources of energy	Use of natural light by placing transparent roof and side glass windows in day time for panel manufacturing unit to reach green building concepts
3	Capital investment on energy conservation equipments	Nil



NOVA IRON AND STEEL LTD.

TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION:

1.	Efforts in brief made towards technology absorption, adaptation and innovation.	In the past five years no new technology has been adopted
2.	Benefits derived as a result of above efforts e.g. product improvement, cost reduction, product development, import substitution etc.	NOT APPLICABLE
3.	In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year) following information may be furnished.	NIL
	a. Technology Imported	Not Applicable
	b. Year of Import	Not Applicable
	c. Has Technology been fully absorbed.	Not Applicable
	d. If not fully absorbed, areas where this has not taken place reason thereof and future plan of action.	Not Applicable

FOREIGN EXCHANGE EARNINGS AND OUTGO:

1	The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Presently Company is not exporting its products in international market. Used : NIL Earned :Rs.39,26,506/-
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Place: New Delhi
Date: 20/08/2019

(Aniket Singal)
Chairman
DIN 03478511

ANNEXURE – 5

DETAILS PURSUANT TO THE PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Relevant clause u/r 5(1)	Prescribed Requirement	Particulars
(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	Ratio of the remuneration of Shri Hardev Chand Verma, Whole Time Director to the median remuneration of the employees – 1:19.23
(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	Nil
(iii)	The percentage increase in the median remuneration of employees in the financial year	Nil
(iv)	The number of permanent employees on the rolls of Company	304
(v)	Average percentile increase 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	Average increase in remuneration of Managerial Personnel (except WTD)– nil –Average increase in remuneration of employees other than the Managerial Personnel – nil
(vi)	Affirmation that the remuneration is as per the remuneration policy of the company	The remuneration is as per the Nomination and Remuneration Policy for the Directors, Key Managerial Personnel and Other Employees of the Company, formulated pursuant to the provisions of section 178 of the Companies Act, 2013.

Place: New Delhi
Date: 20/08/2019

(Aniket Singal)
Chairman
DIN 03478511



NOVA IRON AND STEEL LTD.

ANNEXURE-6

Pursuant to Rule 5(2) of Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014
Detail of top ten employees in terms of Remuneration drawn

Name	Salary Per month In Rs.	Designation	Nature of employment whether contractual or otherwise	qualification and experience of the employee	date of commencement of employment	the age of such employee	the last employment held by such employee before joining the company	the percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) above and	Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager.
Mr. H.C. Verma	250000	Director	Contractual	Graduation	30.05.2014	68	Bhushan Power & Steel Ltd	NIL	N.A.
Mr. Jyoti Shankar Sahay	160000	E.D.	Contractual	B.Sc. (Mechanical)	05.09.2011	67	Bhushan Power & Steel Ltd	NIL	N.A.
Ajay Kumar	108200	D.G.M.	Contractual	BE Mechanical	27.05.2018	48	Eastern Steel Pvt. Ltd.	NIL	N.A.
Mr. Naresh Kumar	80380	A.G.M.	Contractual	Diploma (Mechanical)	15.07.2008	44	Bhushan Power & Steel Ltd	NIL	N.A.
Mr. Anil Kumar Sharma	72650	A.G.M.	Contractual	M.Sc. (Chemistry)	29.09.2011	53	Bhushan Power & Steel Ltd	NIL	N.A.
Arvind Kumar Gupta	70000	A.G.M.	Contractual	12Th Dip.In Elect.Engg.	14/12/2018	43	Bhushan Steel Limited	NIL	N.A.
Manoj Sharma	70000	Manager	Contractual	10Th,B.Sc.	04/01/2019	53	Shyam DRI, calcutta	NIL	N.A.
Mr. Shrawan Kumar Kumbhkar	65000	Manager	Contractual	Diploma (Electrical)	05.06.2014	37	Bhushan Power & Steel Ltd	NIL	N.A.
Prabhakar Singh Thakur	63200	Manager	Contractual	12Th Dip In Elect.Engg.	21/02/2019	40	Top Worth Steel & Power Ltd	NIL	N.A.
Hanuman Singh	62000	Asst. Manager	Contractual	10Th,Iti Fitter, Dip.In Mech. Engg	20/02/2019	44	Bhushan Power & Steel Limited	NIL	N.A.

Place: New Delhi
Date: 20/08/2019

(Aniket Singal)
Chairman
DIN 03478511

ANNEXURE- 7

Declaration Regarding Compliance by Board Members and Senior Management Personnel with the Code of Conduct

I hereby confirm that the Company has received declaration of Compliance of Code of Conduct as applicable to them from the senior management personnel of the Company and the Members of the Board in respect of the Financial Year ended 31st March, 2019.

Place: New Delhi
Dated: 20/08/2019

(H.C. Verma)
Whole Time Director
DIN 00007681



ANNUAL REPORT ON CSR PURSUANT TO RULES 8 & 9 OF COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014

S N	Particulars	Remarks
1	A brief outline of the company's CSR policy including overview of projects or programme proposed to be undertaken and a reference to web-link to CSR policy and projections or programme.	CSR policy, reflecting ethos of the company, broad areas of interest and overview of activities, purposes, rural focus and woman empowerment can be reached at http://www.novaironsteel.com/pdfs/csr%/20policy.pdf Policy states the list of activities/projects undertaken/to be undertaken in future.
2	The composition of the CSR Committee	Constitution of the Committee comprises one independent Director, one executive and one non-executive Director
3	Average Net Profit of the company for the last three financial years	Nil
4	Prescribed CSR expenditure (2% of the amount as in item 3 above)	Nil.
5	Details of CSR spent for the financial year	
	a total amount to be spent for the financial year	Nil
	b amount spent , if any.	Nil
	c Manner in which the amount spent during the financial year is detailed below	Not Applicable
6	In case the company has failed to spend the 2% of Average Net Profit (INR) of last 3 financial years, the company shall provide the reasons for not spending the amount in its board report	Not Applicable
7	A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company	The members of the CSR Committee declare that company has formulated CSR policy in compliance with CSR objectives and Policy of the Company and its implements and monitoring is in accordance with policy.

For Nova Iron and Steel Limited

**Place: New Delhi
Dated: 20/08/2019**

**(R. P. Goyal)
Chairman (CSR Committee)
DIN 00006595**

**(Aniket Singal)
Chairman
DIN 03478511**

**REPORT ON CORPORATE GOVERNANCE****1. Company's Philosophy**

The Company is committed to good Corporate Governance practices. Your Directors endeavour to adhere to the Standards set out by the Securities & Exchange Board of India (SEBI). Your Company is, therefore, complying in all material respects the mandatory requirements as explained hereunder.

2. Board of Directors**a) Composition**

In compliance of SEBI (LODR) Regulations 2015, Board consists of five Directors, comprising one executive and four non-executive Directors out of which two are independent Directors including one woman independent Director. Chairman of the Company is non-executive Director.

b),c),d) Meetings and attendance records of each Director

During the year five meetings of Board of Directors were held on 29/05/2018, 13/08/2018, 12/11/2018 and 12/02/2019 and a separate Meeting of the Independent Directors was held on 11/03/2019. The intervening period between the two Board Meetings was well within the maximum prescribed period.

Attendance record of Directors at Board/ Committee/ General Meetings and details of directorship/ committee membership/Chairmanship during the year ended 31st March 2019 are given below:-

Sr. No.	Name of Director	Category	Attendance Particulars			No. of Other Directorship and Committee Member/ Chairmanship			Remarks
			No. of Board Meetings held	No. of Board Meetings attended	Attendance at last AGM	Other Directorships	Committee Members (**)	Committee Chairmanships (**)	
1.	Sanjay Singal*	Non-Independent	4	0*	No	2	0	0	
2.	Aniket Singal	Non-Independent	4	1	No	6	0	0	
3.	Hardev Chand Verma	Non-Independent	4	3	No	1	1	1	
4	R.P.Goyal	Non-Independent	4	2	No	7	9	5	
5.	N.Awatar	Independent	5	5	Yes	2	4	2	
6.	M. Ramachandran*	Independent	5	1*	No	7	0	0	
7.	Arvind Gupta*	Independent	5	2*	No	0	0	0	
8.	Sumiran Aggarwal	Independent	5	5	No	1	4	0	

(*) Sh. Arvind Gupta, Independent Director, Sh. Sanjay Singal, Director and Sh. Manikam Ramchandran, Independent Director has resigned w.e.f. 01/10/2018, 02/11/2018 and 25/02/2019 respectively from the Directorship of the Company.

(**) Committee here means Audit Committee, Nomination and Remuneration Committee, Share Transfer Committee, Stakeholder Relationship Committee and CSR Committee.

e) Disclosure of relationships between directors inter-se:

The Non-Executive Directors had no pecuniary relationship or transactions with the Company in their personal capacity during the year under review.

f) Number of shares and convertible instruments held by non-executive directors: Mr. Aniket Singal – 43,40,000 shares**g) Familiarisation Programme for Independent Directors**

All Independent Directors are apprised/familiarized about the company, its business, industry etc and roles, rights, responsibilities of independent Directors, nature of the industry in which the company operates, business model of the company, etc. from time to time. Detailed agenda is provided to all the Directors to take informed decisions and perform its functions and fulfill its role effectively. The details of such familiarisation Programmes are disclosed at weblink <http://www.novaironsteel.com/pdfs/Familiarisation%20Programme%20for%20Independent%20Director.pdf>.



Committees of Board of Directors

3. Audit Committee:

(a) Brief description of terms of reference

The terms of reference of the Audit Committee as defined under the relevant provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015 are as under:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial' statements before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (5) of section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
6. Review and monitor the Auditor's independence, and effectiveness of audit process;
7. Approval or any subsequent modification of transactions of the company with related parties.
8. Scrutiny of inter-corporate loans and investments.
9. Valuation of undertakings or assets of the company, wherever it is necessary.
10. Evaluation of internal financial controls and risk management systems.
11. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
12. 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.
13. Discussion with internal auditors any significant findings and follow up thereon.
14. 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 system of a material nature and reporting the matter to the board.
15. 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.
16. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
17. Reviewing the functioning of Whistle Blower mechanism in the Company.
18. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
19. Considering such other matters the Board may specify.
20. Reviewing other areas that may be brought under the purview of role of Audit Committee as specified in SEBI (LODR) Regulations, 2015 and the Companies Act, as and when amended.

**(b) Composition, name of members and chairperson**

The Company has an Audit Committee and at present the composition of the Committee consists 3 members namely Mr. N Awatar, Independent Director, Mr R. P. Goyal, Director and Mrs. Sumiran Aggarwal, Independent Director as its members. Mr. N Awatar is Chairman of the Committee and he is independent Director. He is a senior practicing Chartered Accountant.

(c) Meeting and attendance during the year

The committee met four times during the year i.e. on 29/05/2018, 13/08/2018, 12/11/2018 and 12/02/2019 and attendance is as under.

Name	Designation	Meeting Attended (No. of Meeting(s) held: 4)
Mr. N. Awatar	Chairman	04
Mr. R.P. Goyal	Member	00
*Mr. Arvind Gupta	Member	02
*Mrs. Sumiran Aggarwal	Member	02

(*)Mrs. Sumiran Aggarwal appointed as member w.e.f. 12/11/2018, consequent upon resignation of Mr. Arvind Gupta.

Representative(s) of the Statutory Auditors normally attends meetings of Audit Committee.

4. NOMINATION AND REMUNERATION COMMITTEE**(a) Brief description of terms of reference**

The terms of reference decided by the Board for the functioning of Nomination and Remuneration Committee, interalia, to determine Company's remuneration policy, parameters for appointment of directors, key managerial personnel and determine remuneration structure performance based as well as the nomination and also covers such functions and scope as prescribed under section 178 of the Companies Act, 2013 read with allied Rules framed thereunder and Regulation 19 of SEBI (LODR) Regulations, 2015.

(b) Composition, name of members and chairperson

Consequent upon resignation from Directorship, Mr. Arvind Gupta ceased to be member of the committee. Mrs. Sumiran Aggarwal, Independent Director of the Company appointed as member of committee. Now the Nomination and Remuneration Committee consists Mr. N Awatar, independent directors, Mr. R.P. Goyal, Director and Mrs. Sumiran Aggarwal, independent directors as members of the Committee. Mr. N Awatar is the Chairman of the Committee.

(c) Meeting and attendance during the year

The committee has not met during the year.

(d) Performance evaluation criteria for Independent Directors

The Nomination and Remuneration Committee of the Board has laid out the evaluation criteria for performance evaluation of the Board, its Committees and all the independent directors, in adherence to SEBI (LODR), Regulations 2015. The performance evaluation criteria includes attendance of directors, active participation in discussion, discussion of the item at length with import latest knowledge of industry and business etc.

5. Remuneration of Directors:**(a) All pecuniary relationship or transactions of the non-executive directors**

The Non-Executive Directors had no pecuniary relationship or transactions with the Company in their personal capacity during the year under review.

(b) Criteria of making payments to non-executive directors

Company has adopted a Nomination and Remuneration Policy for Directors, Key Managerial Personnel and other Employees; regulated by the Nomination and Remuneration Committee of the Board. The policy provide the criteria and qualification for appointment of Directors, KMP, remuneration to them. The Policy is also available on the website of the Company www.novaironsteel.com in the investor section. (Also refer Annexure – 3 of Board's Report).

The remuneration to the Whole-time Director(s) is paid on the scale determined by the Nomination and Remuneration Committee within the limits approved by the Shareholders at the General Meeting. The Non-Executive, Independent Directors, are entitled to sitting fees for attending meetings of the Board, its Committees.

**(c) Disclosure with respect to remuneration:**

SN	Name of Director	Element of Remuneration Package	Details of fixed component	Sitting fee Paid/ Payable	Service Contract , Notice period , severance fee	Stock option details, if any	No of shares held by non -executive directors
1	Mr. H.C. Verma (Whole Time Director)	30,00,000	Fixed	-	Contract for three years. Notice period three months. Salary in lieu of notice short of agreed period.	NIL	N.A.
2	Mr. Aniket Singal	(Non-Executive -Director)	-	-	-	-	4340000
3	Mr. R.P. Goyal	(Non-Executive Director)	-	-	-	-	-
4	Mr. N. Awatar (Independent Director)	-	-	10,000	-	-	-
5	Mrs. Sumiran Aggarwal (Woman Independent Director)	-	-	5,000	-	-	-

6. STAKEHOLDER RELATIONSHIP COMMITTEE**(a) Name of non-executive director heading the committee:**

Consequent upon resignation from Directorship, Mr. Arvind Gupta, Independent Director ceased to be member of committee. Mrs. Sumiran Aggarwal, Independent Director of the Company appointed as member of Committee w.e.f. 12/11/2018. Now, the Committee consists Mr. R.P. Goyal, Director, Mr. N. Awatar, Independent Director and Mrs. Sumiran Aggarwal, Independent Director as members of the committee. Mr. R.P. Goyal is Chairman of the Committee. During the year under review four Meetings of Stakeholders Relationship Committee were held on 16/04/2018, 16/07/2018, 15/10/2018 and 15/01/2019.

(b) Name and designation of compliance officer:

Mr. Dheeraj Kumar, Company Secretary is the Compliance Officer.

(c),(d),(e) Number of shareholders complaints received so far, Number not solved to the satisfaction of shareholder and Number of pending complaints:

During the year 195 Nos. of complaints were received from various shareholders and all of them have been replied/resolved to the satisfaction of the complainants. As on date there is no complaint pending.

SHARE TRANSFER COMMITTEE

Consequent upon resignation from Directorship Mr. Sanjay Singal, Director and Mr. Arvind Gupta, Independent Director of the Company ceased to be member of the Committee. Mrs. Sumiran Aggarwal, Independent Director of the Company appointed as member of the committee w.e.f. 02/11/2018. Now, Mr. R. P. Goyal, Director and Mrs. Sumiran Aggarwal, Independent Director are the Members of the Committee.

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

Corporate Social Responsibility Committee constituted pursuant to section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and CSR Committee recommend to the Board, a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act and amount of expenditure to be incurred on such activities/programs and to monitor the Corporate Social Responsibility Policy from time to time. Mr. H. C. Verma, Whole Time Director Mr. R. P. Goyal, Director and Mr. Narsing Awatar, Independent Director are the Members of the Committee. Mr. R.P. Goyal is the Chairman of the Committee.

The Corporate Social Responsibility Policy of the Company is available on the weblink of the Company <http://www.novaironsteel.com/pdfs/CSR%20Policy.pdf>.



NOVA IRON AND STEEL LTD.

7. GENERAL BODY MEETINGS:

Sr. No.	Last three AGM	2015-16	2016-17	2017-18
(a)	Location and time, where last three annual general meetings held;	28/09/2016, 11.00 am at Registered office	27/09/2017 at 11:00am at Registered office	27/09/2018 at 11:00am at Registered office
(b)	Whether any special resolution passed in the previous three annual general meeting	(i) Approval of Related Party Transactions	(i) Re-appointment of Sh. H.C. Verma as Whole Time Director and revision in remuneration (ii) Re-appointment of Sh. Narsingh Awatar as Independent Director (iii) Re-appointment of Sh. Manickam Ramchandran as Independent Director (iv) Re-appointment of Sh. Arvind Gupta as independent Director (v) Approval of material related party transactions	(i) Approval of Alteration of the Object Clause of the Memorandum of Association of the Company (ii) Approval of Related Party Transactions
(c)	Whether any special resolution passed last year through postal ballot-details of voting pattern			No
(d)	Person who conducted the postal ballot exercise			NA
(e)	Whether any special resolution is proposed to be conducted through postal ballot			NA
(f)	Procedure for postal ballot			NA

8. MEANS OF COMMUNICATION:

(a) Quarterly Results:

Prior intimation of Board Meeting where to consider and approve Unaudited/Audited Financial Results of the Company is given to the Stock Exchanges and also disseminated on the website of the Company at www.novaironsteel.com

(b) Newspapers wherein results normally published:

The Company normally publishes quarterly, half yearly and annual financial results in Financial Express, English daily, in Jansatta, a Hindi daily and Amrit Sndesh, regional daily widely circulated.

(c) Any website, where displayed:

Company's website www.novaironsteel.com

(d) Official news release:

Official new releases including news on financial results of the company are sent to the Stock Exchange and the same are simultaneously hosted on the website of the Company.

(e) Presentations made to institutional investors or to the analysts:

All price sensitive information is promptly intimated to the Stock Exchanges before releasing to the Media, other stakeholders and uploading on Company website.

9. GENERAL SHAREHOLDERS INFORMATION:

- a) Annual General Meeting for the year ended : 28th September, 2019 at 11:00 AM at registered office.
31st March 2019
- b) Financial year : 1st April to 31st March



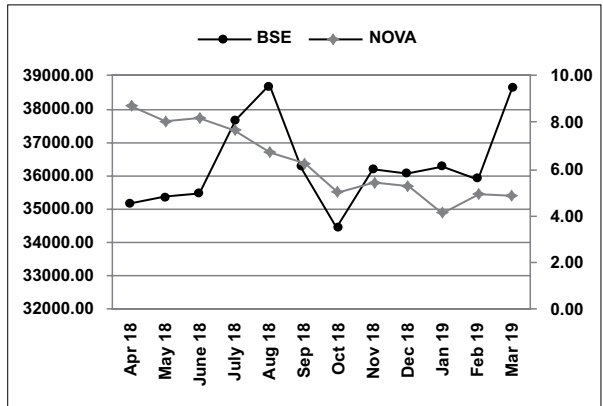
NOVA IRON AND STEEL LTD.

- c) Dividend payment date : No dividend is recommended for the financial year ended 31st March 2019
- Dates of Book Closure : 21st September 2019 to 28th September 2019
- d) The name and address of each stock exchange(s) at which the listed entity's securities are listed and a confirmation about payment of annual listing fee to each of stock exchange(s) : Bombay Stock Exchange
Payment of Annual Listing fee upto 2018-19 has been paid
- e) Stock Code : 513566

- f) Market Price date- high, low during each month in last financial year

Month	High (Rs. Per hare)	Low (Rs. Per hare)	Volume (No. of hares)
April 2018	10.21	6.71	38024
May 2018	9.36	6.83	39926
June 2018	9.9	8.1	14477
July 2018	8.4	6.99	12385
August 2018	8.08	6.17	27274
September 2018	7.49	5.91	26136
October 2018	6.54	5.01	26020
November 2018	5.48	4.53	33082
December 2018	6.35	4.7	7931
January 2019	5.5	4.19	15537
February 2019	4.97	3.88	7246
March 2019	6.31	4.61	29748

- g) Performance in comparison to broad-bases BSE sensex;



- h) In case the securities are suspended from trading, the director report shall explain the reason thereof; : NA
- i) Registrar and share transfer agents : M/s Skyline Financial Services Private Limited
D-153A, 1st Floor, Okhla Industrial Area, Phase-1,
New Delhi -110020.
Ph : 011-40450193 to 97
Fax : 011-30857562



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- J) Share transfer system : Board has delegated the authority for approving transfer, transmission etc. of the Company's securities to Share Transfer Committee. The decisions of Share Transfer Committee are placed at the next Board Meeting. The transfer requests are normally processed within 15 days of receipt of documents, if documents are found in order. Shares under objections are returned within two weeks. Transfer of shares held in physical form can be lodged with Registrar & Share Transfer Agent at the above mentioned address.

k) Distribution of shareholding

Range	No. of Shareholders	No. of Shares	%age
1-500	156704	6532816	18.08
501-1000	458	322848	0.89
1001-2000	219	299569	0.83
2001-3000	86	209513	0.58
3001-4000	29	102737	0.28
4001-5000	21	97494	0.27
5001-10000	34	232310	0.64
10001 & above	54	28342201	78.42
Total	157605	36139488	100.00

l) Dematerialization of shares and liquidity

- : Demat facility for demat of shares is available of both the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

As at 31st March, 2019, 29915298 Equity shares out of 36139488 Equity Shares of the Company, forming 82.77% of the Company's paid up capital are held in the dematerialized form. The Company's shares are liquid and actively traded on the BSE.

- m) Outstanding global depository receipts or American : Nil
depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity
- n) Commodity price risk or foreign exchange risk and : Nil
hedging activities
- o) Plant locations : Village Dagori-495224 Belha, Distt Bilaspur, Chhattisgarh
- p) Address for correspondence : First Floor, F-Block, International Trade Tower, Nehru Place, New Delhi 110019

10. OTHER DISCLOSURES:

a) Related party transactions

The particulars of transactions between the company and its related parties as per the Indian Accounting Standard 24 "Related Party Disclosures" are disclosed in Notes to Financial Statements. However these transactions are not likely to have any conflict with the Company's interest. All related party transactions are on arms' length price, and are in the ordinary course of business. The company has adopted the Related Party Transaction policy which is also available on the website of the Company at [weblink:http://www.novaironsteel.com/pdfs/Related%20Party%20Transaction%20policy.pdf](http://www.novaironsteel.com/pdfs/Related%20Party%20Transaction%20policy.pdf)

b) Compliances

The Company has complied with the material requirements of the Stock Exchanges, SEBI and other Statutory Authorities on matters related to capital markets. No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other Statutory Authorities relating to the above.

c) Vigil Mechanism, Whistle Blower Policy and affirmation that no personnel has been denied access to the Audit Committee.

Refer to details of establishment of Vigil/Whistle Blower Policy of Board's Report. The Policy empower any person associated with the organisation to file a grievance if he/ she notices any irregularity. No person has been denied access to the Audit Committee for any grievance.



(d) Detail of compliance with mandatory and non-mandatory requirements:

The Company has fully complied with the mandatory requirements of SEBI (LODR) Regulations, 2015.

Adoption of Non-Mandatory requirements under SEBI (LODR) Regulations, 2015 are reviewed by the Board from time to time.

(e) Web link where policy for determining material subsidiaries is disclosed: Company does not have a Material Subsidiary as defined under Regulation 16(1)(c) of the SEBI (LODR) Regulations, 2015. Company shall formulate a policy to determine material subsidiary as and when considered appropriate in the future.

(f) Web link where policy on dealing with related party transaction:

weblink:<http://www.novaironsteel.com/pdfs/Related%20Party%20Transaction%20policy.pdf>

(g) Disclosure of commodity price risks and commodity hedging activities:

Not Applicable

Auditor Certification on Corporate Governance

The Company has obtained a Certificate as stipulated in SEBI (LODR) Regulations, 2015 regarding compliance of conditions of Corporate Governance and is enclosed as **Annexure at 10**.

Whole Time Director and CFO Certification

As required under SEBI (LODR) Regulation, 2015, the Certificate of Whole Time Director/ Chief Financial Officer of the Company regarding Financial Statements for the year ended 31/03/2019 is at **Annexure-11**.

Disclosure with respect to demat suspense account/unclaimed suspense account: NIL

Company's Policy on Prohibition of Insider Trading

The Company has formulated a Policy for Prohibition of Insider Trading to deter the insider trading in the securities of the Company based on the unpublished price sensitive information. The policy envisages procedures to be followed and disclosures to be made while dealing in the securities of the Company. The full text of the policy is available on the weblink <http://www.novaironsteel.com/pdfs/Insider%20Trading%20Policy.pdf>.

Other Useful Information for Shareholders

Updation of E-mails for receiving notice/documents in e-mode:

The Ministry of Corporate Affairs (MCA) has through its circular issued in 2011, allowed service of documents by companies including Notice calling General Meeting(s), Annual Report etc., to their shareholders through electronic mode.

In accordance of the same, company has been sending notice calling General Meetings, Annual Report and other documents in electronic mode to the shareholders on their email addresses who has registered their email address with the Company/RTA and they may inform the company/RTA in case the shareholders wish to receive the above documents in physical form.

The shareholders who have not registered their email addresses with the Company are requested to kindly register their e-mail addresses with the Company.

Dematerialisation of Shares

Members are advised to consider dematerialization of their shareholding so as to avoid inconvenience involved in the physical shares such as mutilation, possibility of loss/misplacement, delay in transit etc. ISIN No. for dematerialisation of Equity Shares is INE 608C01026 and Security Symbol in BSE is NOVIS.

As per SEBI Circular SEBI/LAD - NRO/GN/2018/24 dated 08th June 2018, as amended to date, shareholders are advised to dematerialised their physical securities since request for transfer (except transmission or transposition) only be processed after dematerialised of physical securities.

Update your Correspondence Address/Bank Mandate/Email Id

To ensure all communication benefits received promptly, all shareholders holding shares in physical, demat form are requested to notify to the Company or their respective DPs, change in their address/bank details/email id instantly by written request under the signatures of sole/first joint holder.

Quote Folio No./DP ID No.

Shareholders/Beneficial Owners are requested to quote their Folio Nos./DP ID Nos., as the case may be, in all correspondence with the Company and their E-mail IDs, Contact/Fax numbers for prompt reply to their correspondence.

**Place: New Delhi
Dated: 20/08/2019**

**(Aniket Singal)
Chairman
DIN: 03478511
ANNEXURE 10**



NOVA IRON AND STEEL LTD.

CERTIFICATE (Under Schedule V(E) of the SEBI (LODR) Regulations 2015)

To the Members of
Nova Iron & Steel Limited

We have examined the relevant record of Nova Iron & Steel Limited for the purpose of certifying the compliance of conditions of Corporate Governance as stipulated in SEBI (LODR) Regulations, 2015 for the year ended 31st March 2019.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance.

In our opinion and to the best of our information and according to the explanations given to us, the Company has complied with the conditions of Corporate Governance, as stipulated in SEBI (LODR) Regulations, 2015 for the year ended 31st March, 2019.

Place: Chandigarh
Dated: 20/08/2019

(M.S. KADIAN)
Practicing Company Secretary
Membership No. 2416
C.P No. 3629

ANNEXURE-11

CERTIFICATION OF WHOLE TIME DIRECTOR AND CFO (Under Regulation 17(8) of SEBI (LODR) Regulations, 2015)

To
The Board of Directors
Nova Iron & Steel Limited

We hereby Certify that --

We have reviewed the financial statements and the cash flow statement for the year 2018-19 and to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- b. to the best of our knowledge and belief, no transactions entered into by the Company during the year 2018-19 are fraudulent, illegal or violative of the Company's code of conduct;
- c. We accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the auditors and the Audit Committee, deficiencies, if any, in the design or operation of the internal control, of which We are aware of and steps have taken or propose to take to rectify these deficiencies.
- d. We have also indicated to the Auditors and the Audit Committee -
 - There has not been any Significant changes in internal control over the financial reporting during the year
 - There has not been any Significant changes in accounting policies during the year except in respect of depreciation and the same have been disclosed in the notes to the financial statements; and
 - Instances of significant fraud of which I 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 the financial reporting.

Place: New Delhi
Dated: 20/08/2019

Ajoy Shah
Chief Financial Officer

H.C. Verma
Whole Time Director
DIN 00007681



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This report is an integral part of the Board' Report.

Industry Structure and Development

According to International Monetary Fund (IMF), the global economy growth further slow down in 2019. With favorable market sentiment and accommodative financial conditions, global growth is expected to grow in 2020. IMF has estimated India's economic growth at 7% in FY'19 and expected to grow at 7.3% in FY'20 on hopes of further boost to investment and increased private consumption. The Indian economy, despite rebound in global economy witnessed slowdown in the first half due to inter alia the effect of Non-Performing Assets (NPA) overhang in Banks.

Last year some of the major over-leveraged companies in the infrastructure, power generation and steel sector were referred to National Company Law Tribunal (NCLT) under Insolvency and Bankruptcy Code (IBC). Overall the sectors that company operates in remained depressed, adversely impacting the business of the Company. Resolution under IBC and effective monitoring of credit quality by Banks is expected to provide stable and favorable markets from FY'20 onwards.

Meanwhile, the Company is reorienting its business structure and pursuing new business avenues of trade in commodities etc., which will improve the performance of the Company.

Opportunity

Significant opportunities of growth exists over the next few years in key sectors such as Steel, Ports, Mining and Power for equipment and life cycle services. Encouraging public, private partnership in execution of projects. Liberalizing FDI norm and encouraging capital market. Rationalization of taxation both direct and indirect.

The Government of India has ushered in various reforms in agriculture, manufacturing and services sectors to help the economy realize its full potential and has rolled out several initiatives, such as the National Mineral Policy and National Electronic Policy, to fast-track development. Stability in the political environment and the Governments pro-reform approach continued to strengthen the confidence of entrepreneurs and investors. The Government 'Make in India' initiative has also encouraged domestic entrepreneurs to match global best practices and also attracted FDI. The Make in India initiative is expected to help the country emerge as a hub for global manufacturing bellwethers.

Threat

Emergence of Global players delivering extended range of products endowed with latest technology. Litigation erupted for various terms of tender documents. Rising cost of input coupled with scarcity in supply. Volatility in prices of crude oil in international market. Volatility in foreign exchange currency. Weak rupee against USD.

Segment wise performance

The Company is engaged in the manufacturing/trading of Iron & Steel, Metals business which is considered the only business segments. The turnover of the Company is Rs. 360.65 lacs.

Outlook

Demand revival, resolution of stressed assets referred to National Company Law Tribunal (NCLT) leading and consolidation is expected to boost capacity utilization. New capacities ramp-up are expected in FY'20 to meet the demand growth.

With the general election overhang now behind us and a stable government elected at the centre, any uncertainty around policy continuity or visibility has subsided. Continued economic reforms, along with efforts to reduce public debt, is a prerequisite for the country's growth.

Economic activity is projected to pick up pace in 2020, especially in emerging markets and developing economics. India is also leading producer of sponge iron with host of coal based units, located in the mineral-rich states of the country.

Sponge Iron is reduced directly in solid state using Coal gas, natural gas or Coal reluctant and is also known as Directly Reduced Iron (DRI). Basically, Sponge Iron is a substitute for steel scrap and therefore the price of Sponge Iron varies from time to time in view of the availability of the steel scrap in the country.

Others:

For Risk and Concern, Inter Control System and their Adequacy, Financial Performance with respect to operation performance, Material Development in Human Resources/Industrial Relations front, including number of people employed please refer to Board Report.



INDEPENDENT AUDITOR'S REPORT

To the Members of

M/s. Nova Iron and Steel Ltd.

Report on the Ind AS Financial Statements

Qualified Opinion

We have audited the accompanying Ind AS Financial Statements of **M/s Nova Iron and Steel Ltd.** ("the Company"), which comprise the Balance Sheet as at 31st March, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements give the information required by the Companies Act 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31st, 2019 and its profit, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

- (a) The company has not provide for interest expenses amounting to Rs 2,282.32 Lakhs (Estimated) for the year ended March 31st ,2019 related to short term borrowings of Rs 33,829.69 Lakhs. The statement of account from the lenders could not available to us till the date of signing to confirm the balances and/or interest chargeable thereon. (Refer note no 47 of Financial Statements)
- (b) Non capitalisation by the company of capital expenditure of Rs. 655.99 Lakhs on upgradation of Kiln which was completed before 31stMarch 2019. (Refer note no 49 of Financial Statements)

We further report that, the effects of item (a) could not be bifurcated on capital and revenue account.

Had the observations made by us in paragraph (b) above been considered during the year ended March 31, 2019, Capital work in progress would have been Rs. 30885.49 Lakhs (as against the reported figure of Rs.31541.48 lakhs), Property pant and equipments for the year would have been Rs.6,762.41 lakhs (as against the reported Figure of Rs. 6,106.75 Lakhs), Depreciation on property plant and equipments for the year would have been Rs 91.13 Lakhs (as against the reported Figure of Rs. 90.80 Lakhs) and Profit after Other comprehensive income for the year ended 31st March 2019 would have been Rs. 68.93 lakhs (as against the reported Profit after Other comprehensive income of Rs.69.26 lakhs).

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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 qualified opinion.

Emphasis of Matter

Land under Property Plant and Equipment includes land measuring 72.95 acre amounting to Rs 194.34 Lakhs bought by the company in the name of third parties. Transfer of the same in the company's name is yet to be initiated (Refer note no 3 of Financial Statements)

Our opinion is not qualified in respect of the aforesaid matters.

Key Audit Matters

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

We have determined that there are no key audit matters to communicate in our report.

Other Matter

- (a) The company has not deposited the ESI for a period January 2019 to March 2019 of Rs 4.36 lakhs, PF for a period December 2018 to March 2019 of Rs 25.10 lakhs and GST on Reverse charge on Lease rent paid on lease hold land for the year ended March 2019 of Rs 1.16 lakhs.

Our opinion is not qualified in respect of the aforesaid matters.

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

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' 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 in the audit or otherwise appears to be materially misstated.



If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Ind-AS Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit / loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of Ind-AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 Ind-AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind-AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind-AS 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 Ind-AS financial statements, including the disclosures, and whether the Ind-AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors'



report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- (i) As required by the Companies (Auditors Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of the section 143(11) of the Companies Act, 2013, we give in "**Annexure A**" a statement on the matters specified in the paragraphs 3 and 4 of the said Order, to the extent applicable.
- (ii) As required by Section 143 (3) of the Act, based on our audit we report that:
 - a. we have sought and obtained except for the possible effect of the matter described in the Basis for Qualified Opinion above, all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. Except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph above in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. the Balance Sheet, Statement of Profit and Loss, Other Comprehensive Income, the Cash Flow and Statement of Changes in Equity dealt with by this report, are in agreement with the books of account;
 - d. in our opinion, except for the effect of the matters described in the Basis for Qualified Opinion paragraph above, the aforesaid Ind AS Financial Statement comply with the Indian Accounting Standards specified under section 133 of the act;
 - e. The matters described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the financial statement.
 - f. on the basis of the written representation received from the directors as on 31st March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
 - g. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our Separate Report in "**Annexure B**" which expressed qualified opinion, and ;
 - h. with respect to the other matters to be included in 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 impacts of pending litigations on its financial position in its Ind AS Financial Statements as on 31st March, 2019. (Refer to note no 35)
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
- (iii) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 read with Schedule V of Companies Act 2013. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For Mehra Goel & Co.
Chartered Accountants
FRN: 000517N

Sanjay Mehra
Partner
M.N. 085389

Place: New Delhi
Date : 28/05/2019

"ANNEXURE A" TO THE INDEPENDENT AUDITORS' REPORT ON THE INDAS FINANCIAL STATEMENTS OF M/S Nova Iron and Steel Ltd.

(Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2019)

i. In respect of companies fixed assets:

- (a) The Company has not maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner designed to cover all the items over a period of three years, which in our opinion, is reasonable and adequate having regard to the size of the company and nature of its business. A portion of the fixed assets were physically verified by the management during the year. According to the information & explanation given to us no material discrepancies between the books records and the physical fixed assets have been noticed by the management, however the current year physical verification report was not made available to us for verification.



(c) According to the information and explanation given to us during the course of our audit the title deeds of immovable properties are held in the name of the company except Registration of Freehold land measuring 72.95 acres amounting to Rs1,94,34,130 is not in the name of the company.

ii. In respect of Inventory:

The inventory of the Company has been physically verified by the management at reasonable intervals. In our opinion the frequency of verification is reasonable. However, the process of physical verification of inventory needs to be strengthened and done by an expert well versed with the appropriate technology of measurement of coal, iron ore and other items.

In our opinion and according to the information and explanations given to us, no material discrepancies were noticed during such physical verification.

iii. In our opinion and according to information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013.

iv. In our opinion and according to information and explanations given to us, during the year the company has not given any loan, made any investments, given any guarantees, or provided any securities covered under section 185 and 186 of the Companies Act, 2013.

v. To the best of our knowledge and according to information and explanations given to us, the company has not accepted any deposits during the year and therefore the provisions of clause 3 (v) of the order are not applicable to the company.

vi. According to information and explanations given to us, the Central Government has not prescribed maintenance of cost records for the company under sub-section (1) of Section 148 of the Companies Act, 2013.

vii. In respect of statutory dues :

(a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has not been regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Goods and service tax, Duty of Customs, Duty of Excise, Value added Tax, Cess, and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31st, 2019 for a period of more than six months from the date they become payable.

The company has written back statutory dues payable amounting to Rs3.64 Crores (including interest) during the financial year 2018-19. This amount was reported as undisputed statutory dues in the previous year. In the

absence of any justification, documents, information and explanation, we are unable to verify and comment on the factual situation in respect of the liability.

(b) According to information, explanation and records provided by the Company, there are no undisputed dues outstanding of Custom Duty, Service Tax, Cess etc. on account of any dispute, except Sales Tax(VAT), Income Tax and Excise Duty, Entry Tax as per details given below:-

Name of the statute	Nature of dues	Net of amount paid (Rs. In Lacs)*	Period to which amount related	Forum where dispute is pending*
Excise Duty	Modvat Credit Disallowed	72.62 Plus Penalty	A.Y. 2004-05	Appeal filed with Custom Excise & Service Tax Appellate Tribunal, New Delhi.
Excise Duty	Demand	2.90	A.Y. 2007-08	Commissioner Central Excise.
Excise Duty	Demand	57.58	Oct – 1999 To March - 2004	Commissioner of Central Excise – Raipur.
Excise Duty	Demand	126.70	April – 2007 To July – 2011	Commissioner of Central Excise – Raipur.
Excise Duty	Modvat Credit Disallowed And Penalty Imposed	39.45	March – 2014 & January – 2015	Commissioner Appeal – Raipur
Income Tax	Demand	18.70	A.Y. 1994-95	Appeal Pending before ITAT.
Income Tax	Demand	143.38	A.Y. 2007-08	Appeal Pending before ITAT.
VAT	Demand	2.23	A.Y. 2004-05	Commissioner of Commercial Tax.
VAT	Demand	0.25	A.Y. 2006-07	Revision Pending with Asstt. Commissioner of Commercial Tax.
VAT	Demand	530.60	A.Y. 2003-04	Revision filed before Adtl. Comm. Commercial Tax was filed and order was issued in favor of the Company Case remanded back to A.C. Commercial Tax.
VAT	Demand	594.08	A.Y. 2004-05	Revision filed before Adtl. Comm. Commercial Tax was filed and order was issued in favour of the Company Case remanded back to A.C. Commercial Tax.
Entry Tax	Tax Demand	5.05	A.Y. 2006-07	Revision Pending with Adtl. Commissioner of Commercial Tax

* We have relied upon the management representation that there are no other disputed cases/Judgement / Awards/Show cause notices against the company which are being contested by the company upto the date of signing of Audit Report.

viii. In our opinion and according to the information and explanations given to us, the Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.



NOVA IRON AND STEEL LTD.

- ix. To the best of our knowledge and according to information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans during the period under review and hence reporting under clause 3 (ix) is not applicable to the company.
- x. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- xii. To the best of our knowledge and according to information and explanations given to us, the company is not a Nidhi Company and hence reporting under clause 3 (xii) is not applicable to the company.
- xiii. To the best of our knowledge and according to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013, where applicable and the details have been disclosed in the Financial Statements, as required by the applicable Indian accounting standards.
- xiv. During the year the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Hence the provisions of clause 3(xiv) of the Order are not applicable to the Company.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, during the year under review the company has not entered into any non-cash transactions with directors or persons connected to them, and hence provisions of Section 192 of the Companies Act 2013, are not applicable to the Company.
- xvi. In our opinion and according to the information and explanation given to us, the company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934.

For Mehra Goel & Co.
Chartered Accountants
FRN: 000517N

Sanjay Mehra
Partner
M.N. 085389

Place: New Delhi
Date : 28/05/2019

“ANNEXURE B” TO THE INDEPENDENT AUDITOR’S REPORT ON THE IND AS FINANCIAL STATEMENTS OF NOVA IRON AND STEEL LTD.

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

We have audited the internal financial controls over financial reporting of **NOVA IRON AND STEEL LTD.** (“the Company”) as of March 31, 2019 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of



internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 a basis for our audit qualified opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Qualified Opinion

According to the information and explanations given to us and based on our audit, material weaknesses in Internal financial controls and operating effectiveness of such controls over

financial reporting have been identified in the following areas, which could potentially result in material misstatements in Ind AS Financial Statement of the Company as at 31st March, 2019:

A. Recording of following significant transactions :-

- (i) Capital Work in progress;
- (ii) Trade Payable;
- (iii) Capital Advances;
- (iv) Short Term Borrowing;
- (v) Advance from Customer;

B. Preparation of reconciliations of significant accounts and balance confirmations including Capital Work in progress, Trade Payable, Capital Advances, Short Term Borrowing; Advance from Customer.

A material weakness is a deficiency or a combination of deficiencies in internal control over financial reporting such that there is a reasonable possibility that material misstatements of the company financial statements will not be prevented or detected on a timely basis.

In our opinion, except for the effects/ possible effects of the material weaknesses described above on the achievement of the objectives of the control criteria, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2019, 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.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2019 Ind-AS financial statements of the Company, and these material weaknesses do not affect our opinion on the Ind-AS financial statements of the Company.

**For Mehra Goel & Co.
Chartered Accountants
FRN: 000517N**

**Sanjay Mehra
Partner
M.N. 085389**

**Place: New Delhi
Date : 28/05/2019**



NOVA IRON AND STEEL LTD.

BALANCE SHEET AS AT 31st MARCH, 2019

(Amount In Rs.)

PARTICULARS	Note No.	As at 31.03.2019	As at 31.03.2018
ASSETS			
NON-CURRENT ASSETS			
(a) Property, Plant & Equipment	3	61 06 75 462	61 91 80 308
(b) Capital Work In Progress		315 41 48 321	262 09 95 410
(c) Financial Assets			
Non - Current Investments	4	1 44 15 654	1 43 89 689
Other Non- Current Financial Statements	5	40 00 000	-
(d) Income Tax Asset (Net)	6	44 24 433	5 93 156
(e) Deferred Tax Assets (Net)	7	1 75 48 426	1 69 39 443
(f) Other Non Current Assets	8	8 57 08 916	11 75 51 232
Total Non-Current Assets		389 09 21 212	338 96 49 238
CURRENT ASSETS			
(a) Inventories	9	40 02 84 675	3 87 23 841
(b) Financial Assets			
(i) Trade Receivables	10	3 08 69 583	8 42 86 924
(ii) Cash & Cash Equivalents	11	35 78 751	14 91 819
(iii) Other Current Assets	12	34 53 85 091	7 93 51 550
Total Current Assets		78 01 18 100	20 38 54 134
TOTAL ASSETS		467 10 39 312	359 35 03 372
EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share Capital	13	36 13 94 880	36 13 94 880
b) Other Equity	14	- 5 98 12 700	- 6 67 38 150
TOTAL EQUITY		30 15 82 180	29 46 56 730
LIABILITIES			
NON-CURRENT LIABILITIES			
(a) Provisions	15	1 51 80 648	1 45 09 857
(b) Other Non Current Liabilities	16	3 66 57 544	6 75 57 059
		5 18 38 192	8 20 66 916
CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	17	338 29 69 126	239 36 52 543
(ii) Trade Payables due to Micro and Small Enterprise Other than Micro and Small Enterprise	18	- 15 35 42 980	- 4 28 85 060
(b) Provisions	19	41 54 012	34 72 825
(c) Other Liabilities	20	77 27 24 991	77 28 28 298
(d) Current Tax Liabilities (Net)	21	42 27 831	39 41 000
		431 76 18 940	321 67 79 726
TOTAL EQUITY & LIABILITIES		467 10 39 312	359 35 03 372

See Accompanying Notes on Financial Statements forming an integral part of the Financial Statements

As per our report of even date attached

For & on behalf of the Board

For Mehra Goel & Co.,
Chartered Accountants
Firm Regn. No. 000517N

(Sanjay Mehra)
Partner
Membership No. 085389

(H.C.Verma)
Whole Time Director
DIN : 00007681

(R.P.Goyal)
Director
DIN : 00006595

Place : New Delhi
Date : 28.05.2019

(Ajoy Shah)
Chief Financial Officer

(Dheeraj Kumar)
Co.Secretary



NOVA IRON AND STEEL LTD.

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2019

(Amount In Rs.)

PARTICULARS	Note No.	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
I. Revenue from Operations	22	3 60 65 617	19 67 75 684
II. Other Income	23	1 66 31 019	1 59 20 051
III. Total Revenue (I +II) :		5 26 96 636	21 26 95 735
IV. Expenses:			
Cost of Material Consumed	24	17 83 940	-
Changes in Inventories of Finished Goods, Stock-in-Trade and WIP	25	-	2 43 82 007
Excise Duty on Sales	-	-	7 09 209
Employee Benefit Expense	26	2 99 18 561	4 46 31 293
Finance Costs	27	35 21 986	6 77 76 709
Depreciation	28	90 80 315	1 01 80 288
Other Expenses	29	3 80 73 693	4 23 10 898
Total Expenses :		8 23 78 495	18 99 90 404
V. Profit Before Exceptional Items & Tax (III - IV)		- 2 96 81 859	2 27 05 331
VI. Exceptional Items		3 63 84 734	-
VII. Profit after Exceptional Items before Tax (V+VI)		67 02 875	2 27 05 331
VIII. Tax Expenses:			
Current Tax		12 89 634	39 41 000
Tax for Earlier Years		-	-
Mat Credit Entitlement		- 12 89 634	- 39 41 000
Deferred Tax Assets (+) / Liability (-)		- 4 86 351	77 785
Profit / Loss (-) For the Year		62 16 524	2 27 83 116
IX. Other Comprehensive Income			
Items that will not be reclassified subsequently to Profit and Loss	30	9 55 498	96 14 043
Income Tax relating to items that will not be reclassified to Profit & Loss	-	- 2 46 572	- 17 23 544
Items that will be reclassified to Statement of Profit and Loss		-	-
Income Tax relating to items that will be reclassified to Statement of Profit & Loss		-	-
X. Total Other Comprehensive income, net of Tax		7 08 926	78 90 499
XI. Total Comprehensive Income / Loss (-) :		69 25 450	3 06 73 615
XII. Earning Per Share (Face Value Rs. 10/-)	31		
Basic and Diluted		0.17	0.63

See Accompanying Notes on Financial Statements forming an integral part of the Financial Statements

As per our report of even date attached

For & on behalf of the Board

For Mehra Goel & Co.,
Chartered Accountants
Firm Regn. No. 000517N

(Sanjay Mehra)
Partner
Membership No. 085389

(H.C.Verma)
Whole Time Director
DIN : 00007681

(R.P.Goyal)
Director
DIN : 00006595

Place : New Delhi
Date : 28.05.2019

(Ajoy Shah)
Chief Financial Officer

(Dheeraj Kumar)
Co.Secretary



NOVA IRON AND STEEL LTD.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2019

(Amount In Rs.)

PARTICULARS		For the Year Ended 31.03.2019		For the Year Ended 31.03.2018
A. Cash Flow from Operating Activities				
Net Profit / Loss (-) before Tax as per Statement of Profit & Loss account		67 02 875		2 27 05 331
Adjustments for:				
Depreciation	90 80 315		1 01 80 288	
Interest Expenses (Net)	32 79 120		6 74 47 446	
Remeasurement of Actuarial Gain / Loss	7 08 926	1 30 68 361	-	7 76 27 734
Operating Profit / Loss (-) before Working Capital Changes		1 97 71 236		10 03 33 065
Adjustment for:				
Increase (-) / Decrease in trade and other receivables	- 22 24 57 476		- 9 19 07 613	
Increase (-) / Decrease in inventories	- 36 15 60 834		2 26 60 997	
Increase / Decrease (-) in trade and other payables	8 12 93 905	- 50 27 24 405	- 6 04 71 808	- 12 97 18 424
Net Cash (Used In) from Operating Activities : A		- 48 29 53 169		- 2 93 85 359
B. Cash Flow from Investing Activities				
Purchase of Property, Plant & Equipment	- 5 75 469		- 29 806	
Increase (-) / Decrease in Capital Advances	3 27 31 018		- 7 24 42 731	
Increase (-) / Decrease in Capital Work in Progress	- 53 31 52 911		- 25 04 28 986	
Interest Received	2 42 866	- 50 07 54 496	3 29 263	- 32 25 72 260
Net Cash (Used In) from Investing Activities : B		- 50 07 54 496		- 32 25 72 260
C. Cash Flow from Financing Activities				
Interest Paid		- 35 21 986		- 6 77 76 709
Proceeds from Short Term Borrowings (Net)		98 93 16 583		41 57 00 137
Net Cash (Used In) from Financing Activities : C		98 57 94 597		34 79 23 428
Net Increase in Cash and Cash Equivalents : (A-B-C) :		20 86 932		- 40 34 191
Cash and Cash Equivalents at the Beginning of the Year :		14 91 819		55 26 010
Cash and Cash Equivalents at the End of the Year :		35 78 751		14 91 819
As per our report of even date attached	For & on behalf of the Board			
For Mehra Goel & Co., Chartered Accountants Firm Regn. No. 000517N				
(Sanjay Mehra) Partner Membership No. 085389		(H.C.Verma) Whole Time Director DIN : 00007681		(R.P.Goyal) Director DIN : 00006595
Place : New Delhi Date : 28.05.2019		(Ajoy Shah) Chief Financial Officer		(Dheeraj Kumar) Co.Secretary



NOVA IRON AND STEEL LTD.

Statement of changes in equity for the year ended 31st March 2019

(i) Equity Share Capital				(Amount In Rs.)	
Particulars	As at 1st April 2017	During the year	As at 31st March 2018	During the Year	As at 31st March 2019
Equity share of Rs.10 each	36 13 94 880	-	36 13 94 880	-	36 13 94 880
(ii) Other Equity					
Particulars	Total Amount				
As at 1st April 2017	-9 74 11 765				
Changes in accounting policy / prior period errors	-				
Restated balance as at 1st April 2017	-9 74 11 765				
Profit / Loss for the year	2 27 83 116				
Other Comprehensive income for the year	78 90 499				
As at 31st March 2018	-6 67 38 150				
Changes in accounting policy / prior period errors	-				
Restated balance as at 31st March 2018	-6 67 38 150				
Profit / Loss for the year	62 16 524				
Other Comprehensive income for the year	7 08 926				
As at 31st March 2019	-5 98 12 700				
As per our report of even date attached			For & on behalf of the Board		
For Mehra Goel & Co., Chartered Accountants Firm Regn. No. 000517N (Sanjay Mehra) Partner Membership No. 085389 Place : New Delhi Date : 28.05.2019			(H.C.Verma) Whole Time Director DIN : 00007681 (Ajoy Shah) Chief Financial Officer		(R.P.Goyal) Director DIN : 00006595 (Dheeraj Kumar) Co.Secretary



NOTES FORMING PARTS OF IND AS FINANCIAL STATEMENTS

Note-1. General Information :-

Nova Iron & steels Limited ("the company") is engaged in the manufacturing / trading of Iron & Steel, Metals, Securities & Natural Resources business. The company address of principal place of business is village-Dagori Tehsil -Belha, Bilaspur Chhatisgarh, 495224 .

The financial of the company for the year ended 31st March 2019 were approved for issue in accordance with the resolution of the board of directors on 28th May 2019.

Note-2. Significant Accounting Policies

a) Statement of Compliance

The Ind AS Financial Statements have been prepared as a going concern in accordance with Indian Accounting Standards (Ind AS) notified under the section 133 of the companies Act, 2013 ("the Act") read with the companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

b) Basis of preparation and presentation

The Ind AS financial statements have been prepared on the historical cost convention on accrual basis except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies mentioned below. Historical cost is generally based on the fair value of the consideration given in exchange of goods or services. The principal accounting policies are set out below:-

All assets and liabilities have been classified as current or non-current according to the Company's operating cycle and other criteria set out in the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities.

c) Use of estimates and judgments

The preparation of Ind AS financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amount of revenues and expenses for the years presented. Actual results may differ from the estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods affected.

d) Revenue Recognition

The Company has adopted Ind AS 115 "Revenue from Contracts with Customers", with effect from April 01, 2018 using the cumulative effect method whereby the effect of applying this standard is recognized at the date of initial application (i.e. April 01, 2018). There is no impact on adoption of Ind AS 115.

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty upto 30th June, 2017 and net of returns, cash discount, trade allowances, sales incentives and value added taxes. The Company recognizes revenue when the amount of revenue and its related cost can be reliably measured and it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below.

Sale of Products

Revenue is recognized for sale of products when the Company transfer control over such products to the customer which is generally on dispatch from the factory.

Sale of Services

Revenue from services are recognized as related services are performed.

Dividend and interest income

Dividend income from investments is recognized when the shareholders' right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.



For all Financial instruments measured either at amortized or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of the financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instruments but does not consider the expected credit losses. Interest income is included in other income in the Statement of Profit and Loss. Interest income in respect of financial instruments measured at fair value through profit or loss is included in other income.]

e) **Leasing**

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as lessee

Rental expense from operating leases is recognized as expenses in the Profit & Loss account on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognized in the period in which such benefits accrue.

f) **Foreign Currencies**

Functional and presentation currency

Items included in the Ind AS financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of profit or loss.

Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items is recognised in line with the gain or loss of the item that gave rise to the translation difference (translation differences on items whose gain or loss is recognised in other comprehensive income or the statement of profit and loss is also recognised in other comprehensive income or the statement of profit and loss respectively).

g) **Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets are deducted from the borrowing costs eligible for capitalization

All other borrowing costs are recognised in statement of profit or loss in the period in which they are incurred.

Borrowing costs consist of interest, which is computed as per effective interest method, and other costs that an entity incurs in connection with the borrowing of funds.

h) **Employee benefits**

Short-term obligations

Liabilities for wages and salaries including non-monetary benefits that are expected to be settled within the operating cycle after the end of the period in which the employees render the related services are recognised in the period in which the related services are rendered and are measured at the undiscounted amount expected to be paid.

Other long-term employee benefit obligations

Liabilities for leave encashment and compensated absences which are not expected to be settled wholly within the operating cycle after the end of the period in which the employees render the related service are measured at the present value of the estimated future cash outflows which is expected to be paid using the projected unit credit method. The benefits are



discounted using the market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

Post-employment obligations

Defined benefit plans

The Company has defined benefit plans namely gratuity for employees. The liability or asset recognised in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation. This cost is included in employee benefit expense in profit or loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plans

The Company has defined contribution plans for post-employment benefit namely Employee Provident Fund Scheme administered through Provident Fund Commissioner and the Company's contribution thereto is charged to profit or loss every year. The Company has no further payment obligations once the contributions have been paid. The Company's contribution to State Plans namely Employees' State Insurance Fund and Employees' Pension Scheme are charged to the Statement of Profit and Loss every year.

Termination benefits

A liability for the termination benefit is recognised when the Company can no longer withdraw the offer of the termination benefit.

i) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

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 profits. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences and incurred tax losses to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and

Liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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 all or part of the asset to be recovered.

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



The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the income taxes are also recognised in other comprehensive income or directly in equity respectively.

j) Property, Plant and Equipment (PPE)

Property, Plant and Equipment (PPE) are stated at cost of acquisition or construction, net of accumulated depreciation and accumulated impairment losses, if any. The cost of tangible asset includes purchase cost (net of rebates and discounts) including any import duties and non-refundable taxes, and any directly attributable costs on making the asset ready for its intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. The other repairs and maintenance of revenue nature are charged to Statement of Profit & Loss during the reporting period in which they have incurred.

Transition to IND AS

On transition to Ind AS, the Company has elected to continue with the carrying value of its property, plant and equipment recognised as at 1st April 2015, measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value

The Depreciation on fixed assets is provided on Written Down Value Method in accordance with applicable Schedule of the Companies Act, 2013.

The assets' residual values, estimated useful lives and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

k) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost of acquisition and are stated net of accumulated amortization and accumulated impairment losses, if any.

The cost of an intangible asset includes purchase cost (net of rebates and discounts), including any import duties and non-refundable taxes, and any directly attributable costs on making the asset ready for its intended use.

Transition to IND AS

On transition to Ind AS, the Company has elected to continue with the carrying value of its Intangible Asset recognised as at 1st April 2015, measured as per the previous GAAP and use that carrying value as the deemed cost of the Intangible Asset.

Amortization methods and useful lives

The Cost of Intangible assets are amortized on a straight line basis over their estimated useful life which is as follows. Residual Value is considered as Nil in the below cases:

Nature of Assets	Life
Technical know how	3 years
Computer software	3 years

The amortization period and method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit or loss when the asset is derecognized.



Impairment of Tangible and Intangible assets

At the end of each reporting period, the Company reviews the carrying amount of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

l) Capital Work in Progress

Administrative and general overhead expenses attributable to construction of fixed assets incurred till they are ready for their intended use are identified and allocated on a systematic basis of cost of related assets.

m) Inventories

Inventories are valued at the lower of cost or net realizable value, less any provisions for obsolescence. Cost is determined on the following basis:-

Raw Material is recorded at cost on a first-in, first-out (FIFO) basis.

Stores & spares are recorded at cost on a weighted average cost formula.

Finished goods and work-in-process are valued at raw material cost + cost of conversion and attributable proportion of manufacturing overhead incurred in bringing inventories to its present location and condition.

By products and scrap are valued at net realizable value.

Machinery spares (other than those qualify to be capitalized as PPE and depreciated accordingly) are charged to profit and loss on consumption.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

n) Provisions and contingencies

Provisions : Provisions are recognized when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are determined based on best management estimate required to settle the obligation at balance sheet date.

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

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent asset being a possible asset that arises from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, is not recognized but disclosed in the financial statements.

o) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial instruments (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss. Subsequently, financial instruments are measured according to the category in which they are classified.



Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost using the effective interest method or fair value, depending on the classification of the financial assets

Classification of financial assets

Classification of financial assets depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

The Company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- Those measured at amortised cost

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

A financial asset that meets the following two conditions is measured at amortised cost unless the asset is designated at fair value through profit or loss under the fair value option:

- Business model test: the objective of the Company's business model is to hold the financial asset to collect the contractual cash flows.
- Cash flow characteristic test: the contractual term 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.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option:

- Business model test: the financial asset is held within a business model whose objective is achieved by both collecting cash flows and selling financial assets.
- Cash flow characteristic test: the contractual term of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are measured at fair value through profit or loss.

p) Trade receivables

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost less provision for impairment.

q) Cash and cash equivalents

In the cash flow statement, cash and cash equivalents includes cash in hand, cheques and balances with bank. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet and forms part of financing activities in the cash flow statement. Book overdraft is shown within other financial liabilities in the balance sheet and forms part of operating activities in the cash flow statement.

r) Impairment of Financial Assets

The Company assesses impairment based on expected credit losses (ECL) model to the following:

- Financial assets measured at amortised cost
- Financial assets measured at fair value through other comprehensive income

Expected credit losses are measured through a loss allowance at an amount equal to:

- The twelve month expected credit losses (expected credit losses that result from those default events on the financial instruments that are possible within twelve months after the reporting date); or
- Full life time expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.



Derecognition of financial assets

A financial asset is derecognised only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the exchange rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost or fair value through profit or loss the exchange differences are recognised in profit or loss except for those which are designated as hedge instrument in a hedging relationship. Further change in the carrying amount of investments in equity instruments at fair value through other comprehensive income relating to changes in foreign currency rates are recognised in other comprehensive income.

s) Financial liabilities and equity instruments

Classification of debt or equity

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

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest rate method or at fair value through statement of profit & loss.

Trade and other payables

Trade and other payables represent liabilities for goods or services provided to the Company prior to the end of financial year which are unpaid.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of Profit and Loss over the period of the borrowings using the effective interest rate method.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of Profit Loss.

Foreign exchange gains or losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in Statement of Profit and Loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the exchange rate at the end of the reporting period. For financial liabilities that are measured as at fair value through profit or loss, the foreign exchange component forms part of the fair value gains or losses and is recognised in Statement of Profit Loss.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

t) Dividends

Final dividends on shares are recorded on the date of approval by the shareholders of the Company.



NOTE NO. 3 - PROPERTY, PLANT & EQUIPMENTS

(Amount in Rs.)

Particulars	Freehold Land	Leasehold Land	Buildings	Plant and Equipments	Railway Siding	Office Equipments	Furniture & Fixtures	Vehicles	Total
Cost as at 1st April, 2018	46 38 29 408	4 17 75 783	42 22 28 851	176 70 16 552	2 14 77 461	1 64 60 032	2 48 55 084	1 00 06 228	276 76 49 399
Additions	-	-	-	-	-	5 75 469	-	-	5 75 469
Disposals	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-
Cost as at 31st March, 2019	46 38 29 408	4 17 75 783	42 22 28 851	176 70 16 552	2 14 77 461	1 70 35 501	2 48 55 084	1 00 06 228	276 82 24 868
Accumulated depreciation as at 1st April, 2018	-	23 09 191	34 25 23 083	173 59 93 756	1 89 46 352	1 54 73 167	2 40 41 286	91 82 256	214 84 69 091
Charge for the year	-	5 12 667	46 66 901	27 39 571	6 28 568	2 68 917	95 418	1 68 273	90 80 315
Disposals	-	-	-	-	-	-	-	-	-
Accumulated depreciation as at 31st March, 2019	-	28 21 858	34 71 89 984	173 87 33 327	1 95 74 920	1 57 42 084	2 41 36 704	93 50 529	215 75 49 406
Net carrying amount as at 31st March, 2019	46 38 29 408	3 89 53 925	7 50 38 867	2 82 83 225	19 02 541	12 93 417	7 18 380	6 55 699	61 06 75 462
Net carrying amount as at 31st March, 2018	46 38 29 408	3 94 66 592	7 97 05 768	3 10 22 796	25 31 109	9 86 865	8 13 798	8 23 972	61 91 80 308

Capital Work in Progress :	
Opening Balance as on 1st April 2018	262 09 95 410
Add : Additions	53 31 52 911
Less : Capitalised during the year	-
Closing Balance as on 31st March 2019	315 41 48 321

* Freehold Land includes land measuring 72.95 acre amounting to Rs 194.34 Lakhs bought by the company in the name of third parties. Transfer of the same in the company's name is yet to be initiated.

* Assets has been used for both Captive and Renal Purpose therefore it is not appropriate to classify Property as Investment Property.



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	As at 31.03.2019	As at 31.03.2018
NOTE 4 : NON CURRENT INVESTMENTS :		
Non Trade, Unquoted (At Fair value)		
Adarsh Info Tech. P. Ltd., Chandigarh 2,23,800 Eq. Shares (Prev. Year 2,23,800 Eq. Shares) of Rs. 10/- each	1 13 98 134	1 13 75 886
Prudent Transport Co. Ltd., Chandigarh 18,000 Eq. Shares (Prev. Year 18,000 Eq. Shares) of Rs. 30/- each	30 17 520	30 08 803
- Joint Venture (At Cost)		
Bijahan Coal P. Ltd., Chandigarh Nil Eq. Shares (Prev. Year 500 Eq. Shares) of Rs. 10/- each fully paid up	-	5 000
TOTAL :	1 44 15 654	1 43 89 689
(Aggregate Amount of Unquoted Investments : Rs. 1,44,15,654)		
NOTE 5 : OTHER NON CURRENT FINANCIAL ASSETS		
Fixed Deposit Having Maturity More Than 12 Months	40 00 000	-
TOTAL :	40 00 000	-
NOTE 6 : INCOME TAX ASSET (NET) :		
Advance Tax (Net)	44 24 433	5 93 156
TOTAL :	44 24 433	5 93 156
NOTE 7 : DEFERRED TAX ASSETS (NET) :		
The break up of deferred tax assets and liabilities into major components arising on account of timing differences at the year end are as below:-		
Opening Deferred Tax Assets	21 05 857	37 51 616
Deferred Tax Assets on account of :		
Related to fixed assets	15 16 379	8 70 816
Amortisation of Expenses	-	-
Disallowance under the Income Tax Act 1961		
Accrued Compensation to Employees	-	-
Deferred Tax Liabilities on account of :		
Allowance under the Income Tax Act 1961	10 30 028	9 48 601
Deferred Tax Assets (+) / Liabilities (-) During the Year (Op. + Cl.)	- 4 86 351	77 785
Deferred Tax Liabilities on items Recognised in OCI	- 2 46 572	- 17 23 544
Mat Recoverable	1 61 75 492	1 48 33 586
NET DEFERRED TAX ASSETS :	1 75 48 426	1 69 39 443
Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate :		
Accounting profit before income tax	67 02 875	2 27 05 331
Applicable statutory income tax rate	26.00%	30.90%
Tax at applicable tax rate	17 42 747	70 15 947
Disallowed expenses		
Employee Benefits	5 70 616	15 24 188
Expense Allowed/Deduction		
Depreciation as per income tax act exceed the depreciation as per books	6 65 021	9 14 602
	16 48 342	76 25 533
Brought forward loss adjustment	16 48 343	76 25 533
Current Tax Provision	-	-
Deferred Tax (Expense)/Income	- 4 86 351	77 785
Total Tax Expense (Includes Deferred Tax)	- 4 86 351	77 785



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	As at 31.03.2019	As at 31.03.2018
NOTE 8 : OTHER NON CURRENT ASSETS :		
Capital Advances	7 24 80 520	10 52 11 538
Security Deposits		
With Government Departments	1 13 82 289	1 05 43 587
Others	88 791	38 791
Sub Total :	1 14 71 080	1 05 82 378
Balance With Excise Dept	17 57 316	17 57 316
TOTAL :	8 57 08 916	11 75 51 232
NOTE 9 : INVENTORIES :		
Raw Materials (at cost)	15 49 17 175	27 85 847
Finished Goods (at lower of cost or net relisable value)	17 57 59 478	5 10 077
Scrap & Waste (at net relisable value)	1 26 60 340	1 04 940
Stores and Spares (at cost)	4 58 83 643	3 48 08 057
Diesel (at cost)	13 42 744	1 31 042
Packing Material (at cost)	3 83 878	3 83 878
Stock In Process	62 83 488	-
Stock In Transit	30 53 929	-
TOTAL :	40 02 84 675	3 87 23 841
NOTE 10 : TRADE RECEIVABLES :		
Unsecured and considered good		
Trade Receivables	3 08 69 583	8 42 86 924
TOTAL :	3 08 69 583	8 42 86 924
NOTE 11 : CASH & CASH EQUIVALENTS :		
Cash on Hand	2 67 876	1 51 380
Cheques , Drafts on Hand	20 64 814	32 142
Balances with Scheduled Banks		
In Current Accounts	12 46 061	13 08 297
TOTAL :	35 78 751	14 91 819
NOTE 12 : OTHER CURRENT ASSETS :		
(A) Unsecured and considered good		
Advances to Suppliers	15 46 58 889	2 54 70 054
Advances to Employees	45 657	1 75 748
Other Advances :		
Interest Recoverable	3 18 726	3 86 145
Prepaid Expenses	17 76 737	8 58 617
Export License	25 99 891	-
Balance of Statutory / Government Authorities	18 59 85 191	5 24 60 986
TOTAL :	34 53 85 091	7 93 51 550
(B) With reference to the Loans and advances due from directors or other officers of the company.	Nil	Nil



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	As at 31.03.2019	As at 31.03.2018
NOTE 13 : SHARE CAPITAL :		
(A) Authorised Capital : 16,00,00,000 Equity Shares of Rs. 10/- each	160 00 00 000	160 00 00 000
(B) Issued, Subscribed and Paid Up Capital : 3,61,39,488 Equity Shares of Rs. 10/- each (Previous Year 3,61,39,488 No. of Equity Shares of Rs. 10/- each)	36 13 94 880	36 13 94 880
(C) Reconciliation of number of Equity Shares outstanding at the Beginning and at the end of the reporting period:	As at 31.03.2019	As at 31.03.2018
Equity Shares:	No. of Shares	No. of Shares
Outstanding at the beginning of the year	3 61 39 488	3 61 39 488
Add: Further Issued during the year	Nil	Nil
Outstanding at the closing of the year	3 61 39 488	3 61 39 488
	Amount (Rs.)	Amount (Rs.)
Outstanding at the beginning of the year	36 13 94 880	36 13 94 880
Add: Further Issued during the year	Nil	Nil
Outstanding at the closing of the year	36 13 94 880	36 13 94 880
(D) There is no (previous year-no) rights, preference and restriction attaching to each class of shares including restriction on company / or the distribution of dividend and repayment of capital.		
(E) There are nil number of shares (previous year nil) in respect of each class in the company held by its holding/ultimate holding their submission / associates.		
(F) Details of Shareholders holding more than 5% shares in the Company :	As at 31.03.2019	As at 31.03.2018
Equity Shares of Rs. 10 each , fully paid up	No. of Shares	No. of Shares
M/s. Bhushan Power & Steel Ltd.	92 69 146	92 69 146
M/s. Ambey Steel & Power Pvt. Ltd.	1 09 59 675	1 09 59 675
Sh. Aniket Singal	43 40 000	43 40 000
	2 45 68 821	2 45 68 821
	% Held	% Held
M/s. Bhushan Power & Steel Ltd.	25.65	25.65
M/s. Ambey Steel & Power Pvt. Ltd.	30.33	30.33
Sh. Aniket Singal	12.01	12.01
	67.99	67.99
(G) There are nil number of shares (previous year nil) reserved for issue under option and contracts/commitment for the sale of Shares / Disinvestment including the terms and amounts.		
(H) Bonus Shares / Buy Back/ Shares for consideration other than cash allotted as fully paid up pursuant to contracts during past five years : NIL		
(I) There are no securities (Previous Year - No) convertible into Equity / Preferential Shares.		
(J) There are no calls unpaid (Previous Year - No) including calls unpaid by Directors and Officers as on Balance Sheet dated.		
(K) Details of Forfeited shares :	No. of Shares / Value	No. of Shares / Value
Equity Share of Rs. 10/- each	Nil	Nil



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	As at 31.03.2019	As at 31.03.2018
NOTE 14 : OTHER EQUITY :		
Retained Earnings		
Balance at beginning of the year	- 7 46 28 649	-9 74 11 765
Add : Profit / Loss (-) for the Year	62 16 524	2 27 83 116
Sub Total :	- 6 84 12 125	- 7 46 28 649
Other Comprehensive Income :		
Opening Balance	78 90 499	-
Fair Valuation of Investment	24 772	92 85 351
Remeasurements of employee benefit obligations	6 84 154	- 13 94 852
Closing Balance :	85 99 425	78 90 499
Closing Balance at the year end	- 5 98 12 700	- 6 67 38 150
NOTE 15 : PROVISIONS :		
Non Current		
Provision for Gratuity	1 23 14 272	1 19 60 029
Provision for Compensated Absences	28 66 376	25 49 828
TOTAL :	1 51 80 648	1 45 09 857
NOTE 16 : OTHER NON CURRENT LIABILITIES :		
Water Charges Payable	2 48 22 009	2 48 22 009
Security Deposits	1 18 35 535	63 50 316
Interest on Entry Tax Payable	-	91 32 454
Service Tax Payable	-	21 40 012
Entry Tax Payable	-	2 51 12 268
TOTAL :	3 66 57 544	6 75 57 059
NOTE 17 : BORROWINGS :		
Unsecured:		
Loans From related Parties	151 58 79 348	151 58 79 348
Loans From Other Parties	186 70 89 778	87 77 73 195
TOTAL :	338 29 69 126	239 36 52 543
(a) The Loans from related parties are at 12% and 8.50% Interest p.a. and From other parties Loans is 8.00% Interest respectively (Unsecured). All the term loan are repayable of Demand.		
(b) Details of Defaults on repayment of long-term Loans and Interest there of:		
	Nil	Nil
NOTE 18 : TRADE PAYABLES :		
Trade Payables	15 35 42 980	4 28 85 060
TOTAL :	15 35 42 980	4 28 85 060
NOTE 19 : PROVISIONS :		
Provision for Gratuity	25 73 391	21 68 632
Provision for Compensated Absences	15 80 621	13 04 193
TOTAL :	41 54 012	34 72 825
NOTE 20 : OTHER CURRENT LIABILITIES :		
Other Payables		
Liability for Capital Goods / Expenditure	6 31 67 646	4 74 78 332
Advance From Customer's	68 22 62 990	68 44 52 662
Expenses Payable	1 42 62 670	88 95 425
Other Statutory Dues payable	67 41 084	2 67 84 551
Due to Directors	1 87 594	3 77 827
Employees related Payable	61 03 007	48 39 501
TOTAL :	77 27 24 991	77 28 28 298
NOTE 21 : CURRENT TAX LIABILITIES :		
Provision for Income Tax (net of advance income tax)	42 27 831	39 41 000
TOTAL :	42 27 831	39 41 000



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
NOTE 22 : REVENUE FROM OPERATIONS		
Sales (including excise duty)*	17 65 02 345	32 41 153
Less: Revenue under Trial Run	17 44 36 765	-
Net Sales	20 65 580	32 41 153
Other Operating Income #	3 40 00 037	19 35 34 531
TOTAL :	3 60 65 617	19 67 75 684
* Excluding Goods & Service Tax		
* Post the applicability of goods and service tax (GST) with effect from July 01, 2017, revenue from operations is disclosed net of GST. Accordingly the revenue from operations and other expenses for the year ended on March 31, 2019 are not comparable with the previous periods presented in the financial statements.		
# Refer Note No 47		
NOTE 23 : OTHER INCOME		
Interest Income	2 42 866	3 29 263
Rent Received	80 48 885	7 36 060
Exchange Gain (Net)	39 26 506	-
Miscellaneous Income	44 12 762	1 48 54 728
TOTAL :	1 66 31 019	1 59 20 051
NOTE 24 : COST OF MATERIALS CONSUMED:		
Opening Stock	27 85 847	-
Add : Purchases	49 23 38 817	-
	49 51 24 664	-
Less : Closing Stock	15 49 17 175	-
Less : Transfer To Trial Run	33 84 23 549	-
TOTAL :	17 83 940	-
NOTE 25 : CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK IN PROGRESS AND STOCK IN TRADE:-		
Inventory at the beginning of the year		
Finished Goods	5 10 077	33 29 792
Stock in Process	-	-
Scrap	1 04 940	2 16 67 232
	6 15 017	2 49 97 024
Inventory at the end of the year		
Finished Goods	17 57 59 478	5 10 077
Stock in Process	62 83 488	-
Scrap	1 26 60 340	1 04 940
	19 47 03 306	6 15 017
INCREASE (-) / DECREASE IN INVENTORIES	- 19 40 88 289	2 43 82 007
Less : Transfer To Trial Run	19 40 88 289	-
TOTAL :	-	2 43 82 007



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
NOTE 26 : EMPLOYEE BENEFITS EXPENSES:		
Salaries & Wages	7 20 37 495	5 23 38 949
Contribution to Provident and Other Funds	46 25 711	44 50 198
Staff Welfare Expenses	28 38 112	7 04 396
	7 95 01 318	5 74 93 543
Less : Transferred to Projects Under Commissioning	3 03 05 933	1 28 62 250
Less : Transfer To Trial Run	1 92 76 824	-
TOTAL :	2 99 18 561	4 46 31 293
NOTE 27 : FINANCE COSTS:		
Interest Expense	35 21 986	20 91 79 820
Less : Transferred to Projects Under Commissioning	-	14 14 03 111
TOTAL :	35 21 986	6 77 76 709
NOTE 28 : DEPRECIATION :		
Depreciation	90 80 315	1 01 80 288
TOTAL :	90 80 315	1 01 80 288
NOTE 29 : OTHER EXPENSES:		
Stores Consumed	2 43 52 223	7 79 517
Excise Duty Provided on Stock	-	- 4 16 219
Packing & Forwarding Charges	17 06 612	10 36 057
Power & Fuel	8 16 40 056	1 87 12 883
Water Charges	1 59 52 944	1 46 23 532
Payment to Auditors		
Audit Fees	3 50 000	2 75 000
Tax Audit Fees	50 000	25 000
Sub Total :	4 00 000	3 00 000
Repairs and Maintenance		
Machinery	6 52 838	5 18 833
Vehicles	28 31 026	17 62 408
Building	4 62 627	5 80 908
Legal & Professional Charges	16 39 411	22 54 948
Rates & Taxes	18 98 284	11 15 722
Travelling & Conveyance Expenses	11 68 812	6 51 826
Advertisement Expenses	87 600	81 552
Printing & Stationery	23 40 413	18 67 600
Postage ,Telegram & Telephone Exp	48 20 054	27 01 995
Other Miscellaneous Expenses	65 445	20 32 574
Bank Charges	2 14 641	1 04 406
Director's Sitting Fee	26 000	29 000
Commision & Brokerage	9 389	1 57 999
General Expenses	6 46 461	2 47 269
Lease Rent	16 76 607	15 16 420
	14 25 91 444	5 06 59 230
Less : Transferred to Projects Under Commissioning	1 70 45 816	83 48 332
Less : Transfer To Trial Run	8 74 71 935	-
TOTAL :	3 80 73 693	4 23 10 898



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
NOTE 30 : ITEMS THAT WILL NOT BE RE-CLASSIFIED TO STATEMENT OF PROFIT & LOSS :		
Change in fair value of Investment	30 965	1 16 06 689
Re-measurement gains / (losses) on defined benefit	9 24 533	- 19 92 646
TOTAL :	9 55 498	96 14 043
NOTE 31 : EARNING PER SHARE (EPS) :		
Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.		
Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares, unless the effect of potential dilutive equity shares is antidilutive.		
The following reflects the income and share data used in the basic and diluted EPS computations:		
Profit / (loss) after tax for Calculation of Basic EPS	62 16 524	2 27 83 116
Add : Adjustment for Potential Shares	-	-
Profit / (loss) after tax for Calculation of Diluted EPS	62 16 524	2 27 83 116
Weighted average number of equity shares in calculating basic EPS	3 61 39 488	3 61 39 488
Effect of dilution :	-	-
Total weighted average number of shares in calculating diluted EPS	3 61 39 488	3 61 39 488
Nominal value of each ordinary equity share (Rs.)	10	10
Basic Earning per share	0.17	0.63
Diluted Earning per share	0.17	0.63
NOTE 32 : SEGMENT INFORMATION :		
Segment Revenue		
(a) Manufacturing	17 65 02 345	2 89 72 312
Less : Sale Incurred in Trial Run Capitalised	17 44 36 765	-
Net Manufacturing	20 65 580	2 89 72 312
(b) Investment in commodities / Securities	3 40 00 037	16 78 03 371
(c) Others	1 66 31 019	1 59 20 051
Total	5 26 96 636	21 26 95 734
Segment Results		
(a) Manufacturing	- 4 44 14 532	- 16 09 40 306
(b) Investment in commodities / Securities	3 40 00 037	16 78 03 371
(c) Others	1 66 31 019	1 59 20 051
Profit Before Tax	62 16 524	2 27 83 116



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
NOTE 32 : SEGMENT INFORMATION : (Contd...)		
Segment Assets		
(a) Manufacturing	467 10 39 312	351 15 01 837
(b) Investment in commodities / Securities	-	8 20 01 535
(c) Others	-	-
Total Asset	467 10 39 312	359 35 03 372
Segment Liability		
(a) Manufacturing	436 94 57 132	329 88 46 642
(b) Investment in commodities / Securities	-	-
(c) Others	-	-
Total Liability	436 94 57 132	329 88 46 642
Capital employed	30 15 82 180	29 46 56 730
NOTE 33 : INVENTORY :		
Consumption of Raw Materials & Components has been computed by adding Purchases to the Opening Inventory and deducting Closing Inventory as verified physically by Management.		
NOTE 34 : PAYMENT TO AUDITOR (EXCLUDING SERVICE TAX / GST) :		
Audit Fee	3 50 000	2 75 000
Taxation Matter	50 000	25 000
Company Law Matters	-	-
TOTAL :	4 00 000	3 00 000
NOTE 35 : RELATED PARTY TRANSACTIONS :		
The list of related parties as identified by the management is as under :		
	(I). Key Managerial Personnel / Director	Relationship
1	Sh. Sanjay Singal	Director (Upto 02.11.18)
2	Sh. Aniket Singal	Director
3	Sh. H.C. Verma	Whole Time Director
4	Sh. Ravi Prakash Goyal	Director
5	Sh. Ajoy Shah	Chief Financial Officer
6	Sh. Narsingh Awatar	Director
7	Smt. Sumiran Aggarwal	Director
8	Sh. Dheeraj Kumar	Company Secretary
	(II). List of related Companies	
1	M/s Ambey Steel & Power Pvt. Ltd.	Promoter Company
2	M/s Bhushan Power & Steel Ltd	Promoter Company
3	M/s Bijahan Coal Private Limited	Joint Venture (Upto 14.11.18)



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

(III). Following transactions were carried out with related parties in the ordinary course of business for the Year Ended 31st March 2019.				
	Name of the Related Party / Relation	Nature of Transactions	As at 31st March 2019	As at 31st March 2018
1	M/s Bhushan Power & Steel Ltd. (Promoter Co.)	Sale of Scrap & Others	-	2 95 43 073
2	M/s Bhushan Power & Steel Ltd. (Promoter Co.)	Purchase of Store & Machinery	-	13 57 204
3	M/s Bhushan Power & Steel Ltd. (Promoter Co.)	Interest on Loan	-	15 10 06 674
4	Sh. H.C. Verma (Whole Time Director)	Director Remuneration*	30 00 000	23 75 000
5	Sh. Ajoy Shah (Chief Financial Officer)	Salary	6 13 200	5 08 200
6	Sh. Dheeraj Kumar (Company Secretary)	Salary	4 08 000	3 99 000
7	Sh. Narsingh Awatar (Director)	Sitting Fees	10 000	12 000
8	Smt. Sumiran Aggarwal (Director)	Sitting Fees	5 000	5 000
Closing Balances				
1	Bhushan Power & Steel Ltd.	Loan Balance	151 58 79 348	151 58 79 348
2	Bhushan Power & Steel Ltd.	Advance From Customer	68 22 00 521	68 39 37 109
3	Sh. H.C. Verma (Whole Time Director)	Director Remuneration	1 87 594	3 77 827

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2019, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

* Remuneration paid to KMP's does not include the provision made for gratuity and leave benefits, as they are determined on an actuarial basis for all the employees together.

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
NOTE 36 : CONTINGENT LIABILITIES & COMMITMENTS & ASSETS (TO THE EXTENT NOT PROVIDED FOR)		
(A) Contingent liabilities.		
Claims against the Company not acknowledged as debts(*)	80 85 961	80 85 961
Income Tax demands under appeal	1 62 08 225	1 62 08 225
Excise Duty	2 99 25 000	2 99 25 000
Value added Tax / Sales Tax	11 27 16 000	11 27 16 000
Entry Tax	5 05 000	5 05 000
(B) Commitments		
Estimated amounts of contracts remaining to be executed on Capital account and not Provided for	2 48 10 179	7 88 95 115



(Amount In Rs.)

Other Commitments :

(*) The Company also, has its own claims / counter claims against these parties as per terms of their respective contracts. In effect the Management does not expect any major liability devolve upon the Company on account of these cases.

The Income - Tax assessments of the Company have been completed upto Assessment Year 2014-2015. The disputed demand outstanding up to the said Assessment Year is Rs 162.08 lacs. Based on the decisions of the Appellate authorities and the interpretations of other relevant provisions, the Company has been legally advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision has been made.

Besides the above, the amount in respect of claims of interest etc. claimed by the parties cannot be quantified.

NOTE 37 : FINANCE LEASE :

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. Company has acquired a lease for a period of 99 years which has been acquired over the period of lease.

NOTE 38 : EMPLOYEE BENEFITS

(i) Defined Contribution Plans, as per Ind - AS 19 Employee Benefits :

Contribution to Defined Contribution Plan, as recognised as expense is as under:

Contribution to Provident Fund & Other Funds

46 25 711

44 50 198

Included in Contribution to provident and other funds under Employee Benefits expense (**Refer note no. 26**)

(ii) Defined Benefit Plans, as per Ind AS 19 Employee Benefits :

The Company has defined benefit plans namely leave encashment / compensated absence and gratuity. The liability for both the liabilities is computed using the projected unit credit method by a qualified actuary. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

PARTICULARS	For the Year Ended	For the Year Ended	For the Year Ended	For the Year Ended
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
	Gratuity		Leave encashment	
Net employee benefit expense (recognized in Employee Cost) :				
Current Service Cost	13 83 632	13 29 738	7 02 160	12 79 679
Past Service Cost	-	-	-	-
Net Interest Cost on net defined benefit liability	10 52 585	7 36 801	2 87 125	2 14 278
Re -measurement (or Actuarial) (gain) / loss	-	-	- 3 06 294	- 6 20 496
Net Benefit expense recognized in statement of profit and loss	24 36 217	20 66 539	6 82 991	8 73 461
Amount recognised in Other Comprehensive Income :				
Actuarial (gain) / loss recognized in the year	- 9 24 533	19 92 646	-	-
Return on plan assets, excluding amount recognised in net interest expense	-	-	-	-
Components of defined benefit costs recognised in other comprehensive income	- 9 24 533	19 92 646	-	-

Funding Pattern

The scheme is funded through an 'Approved Trust'. The Trust has taken a Policy from the Life Insurance Corporation of India (LIC) and the management of fund is undertaken by LIC.



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
	Gratuity		Leave encashment	
Movement in the present value of the defined benefit obligation :				
Present value of obligation as at the beginning	1 41 28 661	1 05 25 731	38 54 021	30 61 112
Current service cost	13 83 632	13 29 738	7 02 160	12 79 679
Interest cost	10 52 585	7 36 801	2 87 125	2 14 278
Re-measurement (or Actuarial) (gain) / loss)	- 9 24 533	19 92 646	- 3 06 294	- 6 20 496
Benefits paid	- 7 52 682	- 4 56 255	- 90 015	- 80 552
Past service cost				
Present Value of Obligation as at the end	1 48 87 663	1 41 28 661	44 46 997	38 54 021
Current Liability (Short term)	25 73 391	21 68 632	15 80 621	13 04 193
Non-Current Liability (Long term)	1 23 14 272	1 19 60 029	28 66 376	25 49 828
Changes in the plan assets :				
Fair Value of Plan Assets as at the beginning	-	-	-	-
Interest Income	-	-	-	-
Employer's Contribution	-	-	-	-
Benefits Paid	-	-	-	-
Return on plan assets , excluding amount recognised in net interest expense	-	-	-	-
Fair Value of Plan Assets as at the end	-	-	-	-
Reconciliation of Fair Value of Assets and Obligations				
Fair value of plan assets as at closing of the year				
Present value of obligation as at closing of the year	1 48 87 663	1 41 28 661	44 46 997	38 54 021
Amount recognized in Balance Sheet	1 48 87 663	1 41 28 661	44 46 997	38 54 021
PARTICULARS			For the Year Ended 31.03.2018	For the Year Ended 31.03.2017
The principal assumptions used in determining defined benefit obligations are shown below :				
Discount rate			7.61%	7.45%
Withdrawal rate (per annum)			10.00%	10.00%
Salary growth rate			5.00%	5.00%
Mortality rate			100% of IALM(2006-08)	
Rate of Leave Availment			8.00%	8.00%



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

A quantitative sensitivity analysis for significant assumption as at 31 March 2019 & 31 March 2018 is as shown below:

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
		Gratuity		Leave encashment
Discount rate				
Change in assumption	0.5 % increase	0.5 % increase	0.5 % increase	0.5 % increase
Impact on defined benefit obligation	- 4 41 360	- 7 61 655	4 64 152	8 20 423
Salary growth rate				
Change in assumption	0.5 % increase	0.5 % increase	0.5 % increase	0.5 % increase
Impact on defined benefit obligation	4 73 667	8 34 239	- 4 51 163	- 7 81 378

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan in future years:

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Within the next 12 months (next annual reporting period)	41 54 012	34 72 825
Between 2 and 5 years	64 52 479	64 32 397
Between 5 and 10 years	87 28 169	80 75 460

NOTE 39 : FAIR VALUES

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Level of Fair Valuation - Level 2	Carrying Value		Fair Value	
Financial assets				
Investment	1 44 15 654	1 43 84 689	1 44 15 654	1 43 84 689
Financial liabilities				
Borrowings:	-	-	-	-
Amortised Cost:	-	-	-	-

There have been no transfers between level 1 & 3 during the period.

The management assessed that cash and cash equivalents, trade receivables, short term loans and advances, short term borrowings, trade payables and short term financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The fair value of Investment being unquoted, have been done on NAV method based on the last available audited accounts.



NOVA IRON AND STEEL LTD.

(Amount In Rs.)

PARTICULARS	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
NOTE 40 : CAPITAL MANAGEMENT		
<p>For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.</p> <p>The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is total debt to equity. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.</p>		
Borrowings		
Long Term	-	-
Short Term	338 29 69 126	239 36 52 544
Less: Cash and cash equivalents	- 35 78 751	- 14 91 819
Net debts	337 93 90 375	239 21 60 725
Equity	30 15 82 180	29 46 55 235
Debt / Equity Ratio	11.21	8.12
<p>In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.</p> <p>No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2019 and 31 March 2018.</p>		
NOTE 41 : FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES :		
<p>The Company's principal financial liabilities comprise loans and borrowings, trade and other payables, security deposits and employee liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include security deposits, trade and other receivables and cash and cash equivalents that derive directly from its operations.</p> <p>The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management has assigned the responsibility to oversee the management of these risks to its treasury team. The treasury team assesses the financial risks and takes appropriate action to mitigate those risks. The treasury team provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.</p> <p>The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.</p>		
Market risk :		
<p>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 instruments affected by market risk include loans and borrowings and security deposits.</p> <p>The sensitivity analyses in the following sections relate to the position as at 31 March 2019 and 31 March 2018.</p> <p>The analyses exclude the impact of movements in market variables on: the carrying values of gratuity, other post-retirement obligations and other provisions.</p> <p>The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2019 and 31 March 2018.</p>		
Interest rate risk :		
<p>Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have any non current obligations with floating rate of interest. The Company has floating rate of interest in respect of current borrowings.</p>		



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(Amount In Rs.)

PARTICULARS	For the Year Ended 31.03.2019		For the Year Ended 31.03.2018	
	Inc . / Dec. in basis points	Effect on profit before taxes	Inc . / Dec. in basis points	Effect on profit before taxes
Interest rate Sensitivity Analysis :				
The following table demonstrates the sensitivity to a reasonable possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before taxes is affected through the impact on floating rate borrowings, as follows :				
Long Term Borrowings	50	-	50	-
Long Term Borrowings	- 50	-	- 50	-
Short Term Borrowings	50	-	50	- 1 10 09 464
Short Term Borrowings	- 50	-	- 50	1 10 09 464

The Positive amount represents increase in profits while a negative amount represents decrease in profits.

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's does not have any foreign currency exposure.

Foreign currency sensitivity

The company does not have any foreign currency risk so foreign currency sensitivity clause not applicable

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade receivables

Customer credit risk is being driven by Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on historical data of credit losses. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in the notes. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

in view of subsequent realisation the management believes that the trade receivables on 31 March 2019 and 31 March 2018 are not subject to any further credit risk. Accordingly, no new credit losses are being accounted for.



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(Amount In Rs.)

Balances with banks

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2019 and 31 March 2018 is the carrying amounts of balances with banks.

Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of long term bank loans, short term borrowings and finance leases etc. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
For the Year ended 31.03.2019						
Long term borrowings (including Current Maturities)						
Short term borrowings	338 29 69 126	-	-	-	-	338 29 69 126
Trade payables	-	-	15 35 42 980	-	-	15 35 42 980
Other liabilities	-	-	77 27 24 991	-	-	77 27 24 991
	338 29 69 126	-	92 62 67 970	-	-	430 92 37 096
For the Year ended 31.03.2018						
Long term borrowings (including Current Maturities)						
Short term borrowings	239 36 52 543	-	-	-	-	239 36 52 543
Trade payables	-	-	4 28 85 060	-	-	4 28 85 060
Other financial liabilities	-	-	77 28 28 298	-	-	77 28 28 298
	239 36 52 543	-	81 57 13 358	-	-	320 93 65 901

NOTE 42 : SIGNIFANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. These include recognition and measurement of financial instruments, estimates of useful lives and residual value of Property, Plant and Equipment and intangible assets, valuation of inventories, measurement of recoverable amounts of cash-generating units, measurement of employee benefits, actuarial assumptions, provisions etc.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The Company continually evaluates these estimates and assumptions based on the most recently available information. Revisions to accounting estimates are recognized prospectively in the Statement of Profit and Loss in the period in which the estimates are revised and in any future periods affected.

**A. Judgments**

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

Operating lease commitments – Company as lessee

The Company has entered into leasing arrangements wherein the Company is required to pay monthly lease rentals. The Company has determined, based on an evaluation of the terms and conditions of the arrangements e.g. lease term, lease rental income, fair value of the land, transfer / retention of significant risks and rewards of ownership of land determined the lease as operating leases.

Finance lease Company as Lessee

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee.

B. Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(i) Gratuity benefits

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexity of the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate, management considers the interest rates of government bonds, and extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note 33.

(ii) Impairment of financial assets

The impairment provisions for trade receivables are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation based on the company's past history and other factors at the end of each reporting period.

(iii) Estimates related to useful life of tangible assets

Depreciation on tangible assets is calculated on a straight-line basis over the useful lives estimated by the management. These rates are in line with the lives prescribed under Schedule II of the Companies Act, 2013.

The management has re-estimated useful lives and residual values of all its assets. The management based upon the nature of asset, the operating condition of the asset, the estimated usage of the asset, past history of replacement and anticipated technological changes, believes that depreciation rates currently used fairly reflect its estimate of the useful lives and residual values of property, plant and equipment.

NOTE : 43 During the year no dividend is paid nor proposed by the company

NOTE : 44 Events after the reporting period

There are no reportable events that occurred after the end of the reporting period.



- NOTE : 45** Other Additional information pursuant to the provisions of Para 5 of part II of Schedule III to the Companies Act, 2013 are not applicable / nil.
- NOTE : 46** In the opinion of the Board, all assets other than fixed assets and non-current investment have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.
- NOTE : 47** Revenue from operation Includes other operating revenue of Rs 3,40,00,037 (P.Y 16,78,03,372) representing income from dealing in commodities and securities which is income other than manufacturing activities.
- NOTE : 48** For the current year, The company has not provided for interest of Rs 2282.32 Lakhs (Estimated) for the year ended 31st March 2019 related to short term borrowings of Rs 33,829.69 Lakhs (Both for capital and revenue purposes). The Loan documentation is under progress. Year end confirmation of accounts are yet to be received from the respective lenders.
- NOTE : 49** Trade Receivables/Trade Payables/Advance Given/Advances Received are subject to confirmation. In respect of Long outstanding unadjusted advances given the management is of the opinion that the same, being for business purposes, are recoverable and considered good in normal course of business.
- NOTE : 50** The company has incurred expenses of Rs 655.99 Lakhs and disclosed under Capital Work in Progress Upto 31st March 2019 related to Upgradation of Kiln which work was in use as on 31st March 2019. The management is of the opinion that full capitalisation shall be done on completion of Trial Run.
- NOTE : 51** The Company has not received any communication from vendors regarding their registration under Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 and hence accordingly disclose in the financial statement.
- NOTE : 52** Exceptional items of Rs 363.85 Lakhs out of which Rs 342.45 Lakhs related to Entry tax payable and Rs 21.40 Lakhs Related to Service tax payable Respectively, which have been written back by the company and in the opinion of the management the same are now not payable.
- NOTE : 53** During the year company started Trial Run on 07-Feb-2019 accordingly Revenue amounting to Rs 1,744.37 Lakhs and expenses amounting to Rs 2,510.84 Lakhs for the period 07-Feb-2019 to 31-March-2019 has been Transferred to Capital Work in Progress and after netting off the same in accordance with Ind As 16.
- NOTE : 54** **Amendments to existing standards that are not yet effective and have not been adopted by the company.**

Ind AS 116 Leases : On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible methods of transition:

- Full retrospective – Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors.
- Modified retrospective – Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application.

Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:

- Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or
- An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application



Certain practical expedients are available under both the methods.

On completion of evaluation of the effect of adoption of Ind AS 116, the Company is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116, and take the cumulative adjustment to retained earnings, on the date of initial application (April 1, 2019). Accordingly, comparatives for the year ended March 31, 2019 will not be retrospectively adjusted. The Company has elected certain available practical expedients on transition.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company is currently evaluating the effect of this amendment on the financial Statement.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments : On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates.

The standard permits two possible methods of transition - i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognized by adjusting equity on initial application, without adjusting comparatives.

The effect on adoption of Ind AS 12 Appendix C would be insignificant in the standalone financial statements.

Amendment to Ind AS 12 – Income taxes : On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes', in connection with accounting for dividend distribution taxes.

The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

Amendment to Ind AS 19 – plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements.

The amendments require an entity:

- to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and

Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company does not have any impact on account of this amendment.

NOTE : 55 Previous year figures have been regrouped / reclassified wherever considered necessary.

As per our report of even date attached

For & on behalf of the Board

**For Mehra Goel & Co.,
Chartered Accountants
Firm Regn. No. 000517N**

**(Sanjay Mehra)
Partner
Membership No. 085389**

**Place : New Delhi
Date : 28.05.2019**

**(H.C.Verma)
Whole Time Director
DIN : 00007681**

**(Ajoy Shah)
Chief Financial Officer**

**(R.P.Goyal)
Director
DIN : 00006595**

**(Dheeraj Kumar)
Co.Secretary**



NOTICE

Notice is hereby given that 27th Annual General Meeting of Nova Iron and Steel Limited will be held on Saturday the 28TH day of September, 2019 at 11:00 A.M. at its Regd. Office at Village Dagori, Tehsil Belha, District Bilaspur, Chhattisgarh to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31st March 2019 i.e. Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss and Cash Flow Statement for the year as on that date together with Auditors' Report and Board's Report thereon.
2. To appoint a Director in place of Mr. Aniket Singal, (DIN 03478511), who retires by rotation and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS

3. Appointment of Statutory Auditors to fill the Vacancy

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"Resolved that pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s Ashwani & Associates, Chartered Accountants, Firm Regd. No. 000497N, Ludhiana (Punjab) be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Mehra Goel & Co., Chartered Accountants, firm Reg. No.000517N, New Delhi."

"Resolved further that M/s Ashwani & Associates, Chartered Accountants, Firm Regd. No. 000497N, Ludhiana (Punjab), be and are hereby appointed as Statutory Auditors of the Company for a term of five consecutive years to hold the office from the conclusion of this 27th Annual General meeting until the conclusion of the 32nd Annual General Meeting of the Company at remuneration to be decided by the Chairman of the Company, from time to time."

By order of the Board
For **Nova Iron and Steel Limited**

Place: New Delhi
Date: 20/08/2019

Dheeraj Kumar
Company Secretary



NOTES FOR MEMBERS ATTENTION:

1. A member entitled to attend and vote at the meeting is entitled to appoint Proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty(50) and holding in aggregate not more than ten(10) percent of the total share capital of the Company. The proxy, in order to be effective, must be deposited with the Company at its Registered Office duly completed and signed, not less than 48 hours before the commencement of the meeting. A proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
2. Pursuant to the provision of Section 152 of Companies Act, 2013, Mr. Narsingh Awatar, Mrs. Sumiran Aggarwal, Independent Director of the Company are not eligible for retire by rotation.
4. Non Resident members are requested to inform immediately to RTA (a) change in residential status on relating to India for permanent settlement (b) particulars of bank account maintained in India with complete name of bank, branch address, account type, account number, if not furnished earlier.
5. M/s Skyline Financial Services Pvt. Ltd, are Registrar & Share Transfer Agents (RTA) of the Company. Any correspondence relating to shares can be made to the company's registrar at their following address:

M/s Skyline Financial Services Private Limited,
D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020,
Ph. Nos. 011-40450193 to 97, Email: rta.nova.rg@gmail.com
website: www.skylinerta.com

Members are requested to notify the change of Address if any.

6. In case of joint holders of shares attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
7. The Register of Members and the Share Transfer Books shall remain closed from 21st September 2019 to 28th September 2019 (both days inclusive).
8. Members seeking information about the accounts are requested to write at least 10 days before the date of the meeting to the Company so that it may be convenient to keep the information ready for the meeting.
9. All the documents referred to accompanying Notice are open for inspection at the registered office of the Company on all working days except Sunday and National Holiday between 11.00 AM to 1.00 PM upto the date of Annual General Meeting.
10. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting.
11. Members are requested to bring their copy of Annual Report at the Meeting and proxies should bring attendance slips duly filled in for attending the Meeting.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
13. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, companies will serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or RTA.

Members who have not registered their e-mail address with the Company are requested to submit their request with their valid e-mail address to RTA. Members holding shares in demat form are requested to register/update their e-mail address with their Depository Participant(s) directly. Members of the Company, who have registered their email-address, are entitled to receive such communication in physical form upon request.

14. Notice of Annual General Meeting will be sent to those shareholders/beneficial owners whose name will appear in the register of the members/list of beneficiaries received from the depositories as on 23.08.2019.



NOVA IRON AND STEEL LTD.

15. The detail of Directors proposed to be re-appointed, under the provisions of Companies Act, 2013 and Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the Annual General Meeting are given below.

Sr. No.	Detail of Director to be re-appointed	
1	Name	Sh. Aniket Singal
2	Date of Birth	26/08/1992
3	Experties/Experience in Area	Steel Sector, Project Implementation, Domestic and international Marketing
4	Qualification	Graduation
5	Directorship in other Companies	i) Bijahan Coal Private Limited ii) Aarti Tubes Private Limited iii) Atma Ram House Investment Private Limited iv) BIC Investments Pvt. Ltd v) Skap Electronics Private Limited vi) Essenn Investments Private Limited
6	Shareholding in the Company as on 31/03/2019	4340000

16. Statement pursuant to Section 102 of the Companies Act, 2013 is annexed in respect of special business.

17. Voting through electronic means

- (i) The Company is pleased to provide its members facility to exercise their to vote on resolutions proposed to be considered at the 27th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL):

The instructions and procedure for shareholders voting through electronically are as under:

- (ii) The voting period begins on 25.09.2019 at 10:00 AM and ends on 27.09.2019 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20.09.2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (iii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iv) The shareholders should log on to the e-voting website www.evotingindia.com.
- (v) Click on Shareholders.
- (vi) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vii) Next enter the Image Verification as displayed and Click on Login.
- (viii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (ix) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on address label. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
Dividend Bank A/c Details	Enter your Dividend Bank A/c Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	<ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank A/c details field as mentioned in instruction (v).



- (x) After entering these details appropriately, click on "SUBMIT" tab.
- (xi) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xiii) Click on the EVSN for the relevant Nova Iron & Steel Limited on which you choose to vote.
- (xiv) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xvi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xviii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xix) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xx) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) Any person, who acquires shares of the Company and become Member of the Company after despatch of the Notice and holding shares as on the cut-off date i.e.20.09.2019 may follow the same instructions as mentioned above for e-Voting.
- (xxii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com
18. A member can opt for only one mode of voting i.e. either through remote e-voting or at the meeting. If a member casts votes by both mode then voting done through remote e-voting shall prevail.
19. The member who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
20. The scrutinizer for voting is M/s V.P. Chhabra & Associates, Practicing Company Secretary, 386-C, Rajguru Nagar, Ludhiana



NOVA IRON AND STEEL LTD.

STATEMENT ANNEXED PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS

ITEM NO.3

M/s Mehra Goel & Co., Chartered Accountants, firm Reg. No.000517N, New Delhi have tendered their resignation from the position of Statutory Auditors due to their inability to continue as Statutory Auditors of Nova Iron and Steel Limited, 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"). Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended at its meeting held on 20/08/2019 that M/s Ashwani & Associates, Chartered Accountants, Firm Regd. No. 000497N, Ludhiana (Punjab) be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Mehra Goel & Co., Chartered Accountants, firm Reg. No.000517N, New Delhi. M/s Ashwani & Associates, Chartered Accountants, Firm Regd. No. 000497N, Ludhiana (Punjab), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013. Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested in the resolutions set out at Item No.3 of the Notice.

By order of the Board
For **Nova Iron and Steel Limited**

Place: New Delhi
Date: 20/08/2019

Dheeraj Kumar
Company Secretary



NOVA IRON AND STEEL LIMITED

Registered Office: Village-Dagori, Tehsil-Belha District-Bilaspur (Chhattisgarh)

Email: rai_nisl2007@yahoo.com, website: www.novaironsteel.com

(CIN: L02710CT1989PLC010052) Phone: 07752-285206, Fax 07752-285213

ATTENDANCE SLIP

1. Full Name of Shareholder / Proxy
2. Registered Folio No No of Shares
3. Client ID..... DP ID.....
4. If, Proxy, Full Name of Shareholder

I hereby record my presence at the 27th Annual General Meeting of the Company held at Village Dagori, Tehsil-Belha, Distt. Bilaspur (Chhattisgarh) PIN- 495224 on Saturday, the 28th day of September, 2019 at 11:00 a.m.

(Signature of Shareholder / Proxy)
Name of Member/Proxy

Note:

Please complete the Folio. DP ID-Client ID No. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.



NOVA IRON AND STEEL LIMITED

Registered Office: Village-Dagori, Tehsil-Belha District-Bilaspur (Chhattisgarh)

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**MGT-11
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:

1. Name :Address

E-mail Id :Signature :, or failing him

2. Name :Address

E-mail Id :Signature :, or failing him

3. Name :Address

E-mail 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 27th Annual General Meeting of the company, to be held on Saturday, the 28th day of September 2019 at 11:00 a.m. at Village-Dagori, Tehsil-Belha, District-Bilaspur (Chhattisgarh) and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolutions
Ordinary Business	
1.	Adoption of Audited Financial Statement of the Company for the year ended 31st March, 2019 i.e. Audited Balance Sheet as at 31st March 2019 and the Statement of Profit and Loss and Cash Flow statement for the year as on that date together with Auditors' Report and Board's Report thereon.
2.	To appoint a Director in place of Mr. Aniket Singal (DIN 03478511), who retires by rotation and being eligible has offered himself for re-appointment.
Special Business	
3.	Appointment of Statutory Auditor to fill the vacancy

Signed this..... day of..... 2019

Signature of shareholder

Signature of Proxy holder(s)

**Affix
Revenue
Stamp of
Rs.1/- each**

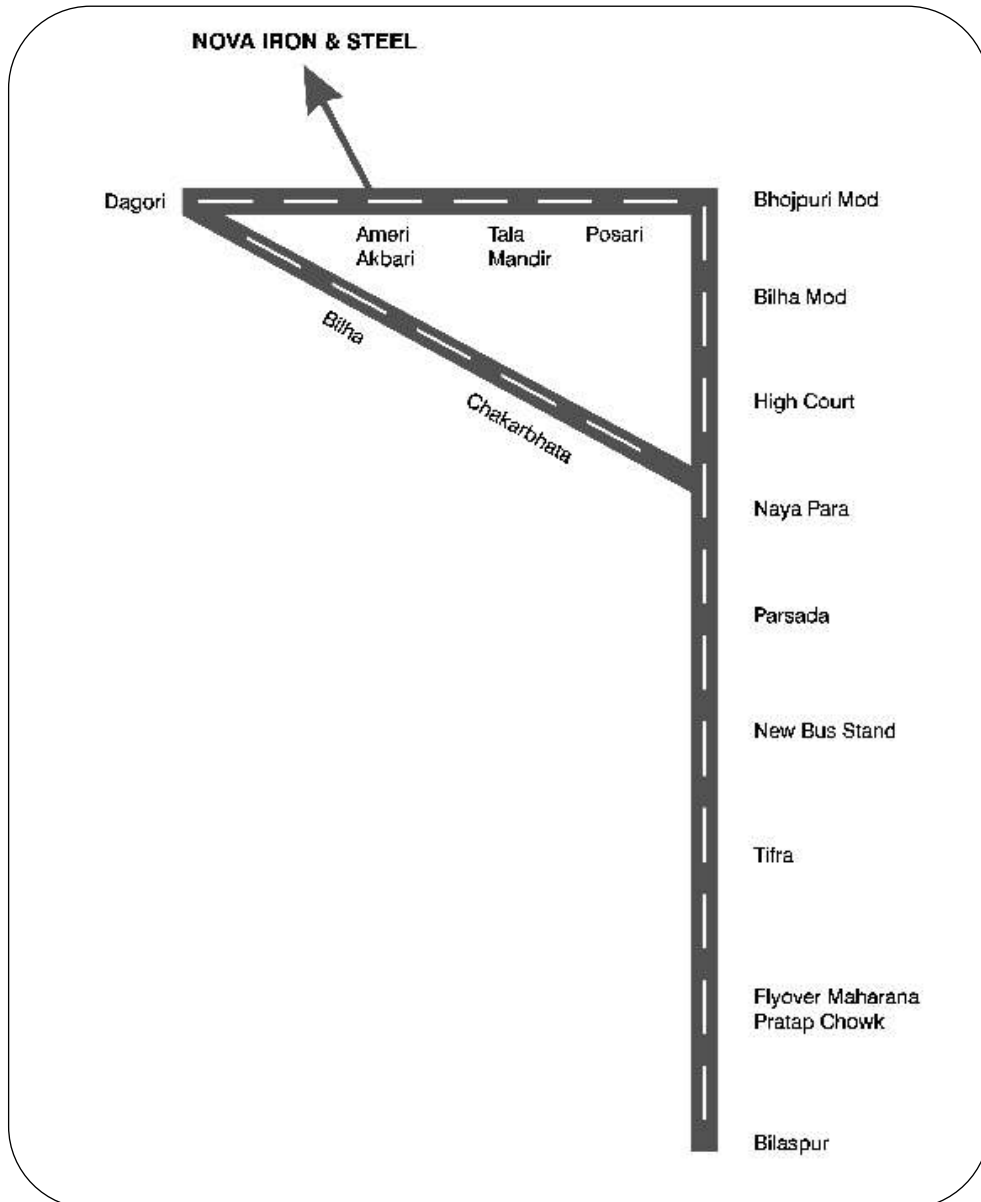
Note:

1. 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.
2. For the resolution, explanatory statement and notes please refer to the Notice of 27th Annual General Meeting.
3. Please complete all details including details of member(s) in above box before submission.

ROUTE MAP TO THE VENUE OF THE 27TH ANNAL GENERAL MEETING OF NOVA IRON AND STEEL LIMITED

Venue:

Nova Iron & Steel Ltd.
Regd. Office : Village-Dagori,
Tehsil- Belha, District-Bilaspur
(Chhattisgarh)-495224



REGISTERED BOOK POST/COURIER

If undelivered, please return to:

NOVA IRON AND STEEL LIMITED

Regd. Office : Village-Dagori,
Tehsil- Belha, District-Bilaspur
(Chhattisgarh)-495224