



INDUCTO STEEL LTD

September 08, 2023

To,
BSE Limited
Corporate Relations Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Scrip Code: 532001
Script Name: INDCTST
ISIN: INE146H01018

Sub: Submission of the Annual Report of Inducto Steel Limited for the financial year ended March 31, 2023.

Ref: Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

Dear Sir/Madam,

Pursuant to Regulation 34 of the Listing Regulations, we enclose herewith a copy of the Annual Report along with Notice of the Annual General Meeting (AGM) for the financial year ended March 31, 2023, which is also sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/ Depositories.

The Annual Report for the financial year 2022-23 along with Notice of the 35th AGM is uploaded on the website of the Company at www.hariyanagroup.com

The above is for your information and record.

Thanking You,

Yours faithfully,

For INDUCTO STEEL LIMITED

FULVANTI JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER
(MEM NO. A68906)

Enclosure: As above



INDUCTO
STEEL LTD

2022-23

35TH

ANNUAL
REPORT

Go Green Initiative - Electronic Mode of service of documents:

We as a responsible corporate citizen welcome and support the “Go Green Initiative in Corporate Governance” by the Ministry of Corporate Affairs (‘MCA’) which enables the Company to do paperless compliances. The above initiative will go a long way in conserving paper which is a natural resource and also result in substantial savings on printing and posting of Annual Reports to the shareholders of the Company.

In this regard, we seek your whole-hearted support for this initiative. We would request you update your email address with the respective Depository Participants in case of electronic shareholding or register your email addresses with the Company’s Registrar and Transfer Agents in case of physical shareholding, to get Annual Reports and other communications through e-mail instead of paper mode.

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COMPANY DETAILS

INDUCTO STEEL LIMITED

CIN: L27100MH1988PLC194523

Registered Office: 156, Maker Chambers VI,

220 Jammalal Bajaj Marg,

Nariman Point, Mumbai-400021

Tel: 022 - 22043211; Fax- 22043215

E-mail: secretarial.inducto@gmail.comWebsite: www.hariyanagroup.com

Board of Directors	
Mr. Rajeev Reniwal	Chairman & Managing Director
Mr. Yogesh Thakkar	Independent & Non-Executive Director
Mrs. Sweety Reniwal	Non-Executive Director
Mr. Bhushanlal Behl	Independent & Non- Executive Director
Key Managerial Personel	
Mr. Rajeev Reniwal	Managing Director
Mr. Dilip Kaushik	Chief Financial Officer
Ms. Fulvanti Jain	Company Secretary and Compliance Officer

Joint Statutory Auditors	M/s. S. N. Shah & Associates Chartered Accountant (ICAI Registration No. 109782W)	M/s. L S M & Co. (Formerly known as Lahoti Navneet & Co.) Chartered Accountants (ICAI Registration No. 116870W)
Secretarial Auditors	M/s. Dilip Bharadiya & Associates, Company Secretaries (ICSI Firm Registration Number: P2005MH091600)	
Registrar and Share Transfer Agent	Link Intime India Private Limited	

BANKER(S)

Punjab National Bank

BRANCH OFFICE

Hariyana Ship Breakers Limited, Atlanta Building, Plot No. 2171-72/C, Opp. Joggers Park, G-1 Attabhai Road, Bhavnagar- 364991, Gujarat.

SHIP BREAKING YARD

Plot No.14, Ship Breaking Yard, Alang, District Bhavnagar, Gujarat- 364001.

**INDUCTO STEEL LIMITED
(CIN: L27100MH1988PLC194523)**

156, Maker Chambers VI, 220, Jammalal Bajaj Marg, Nariman Point, Mumbai- 400021

Website: www.hariyanagroup.com; Email: secretarial.inducto@gmail.com

Tel: 022-22043211; Fax: 22043215

E-COMMUNICATION REGISTRATION FORM

Dear Members,

The Ministry of Corporate Affairs and the Securities and Exchange Board of India have commenced Green Initiative by allowing paperless compliances by Companies. The Companies can send Annual Reports and General Notices in electronic mode to Members who have registered their e-mail addresses for the purpose.

It is a welcome move for the society at large as this will reduce paper consumption to a great extent and allow Shareholders to contribute towards a Greener Environment. This is a golden opportunity for every Shareholder of the Company to contribute to the Corporate Social Responsibility initiative of the Company.

We therefore invite all our members to contribute to the cause by filling up the form given below to receive communication from the Company in electronic mode. You can also download the enclosed registration form which is available on the website of the Company i.e. www.hariyanagroup.com

Let's be part of this 'Green Initiative'!

Please note that as a Member of the Company you will be entitled to receive all such communication in physical form, upon request.

**Best Regards,
Rajeev Reniwal
Chairman**

E - COMMUNICATION REGISTRATION FORM

Folio No. / DP ID and Client ID:

.....

Name of 1st Registered Holder:

.....

Name of Joint Holder(s):

.....

Registered Address:

.....

E-mail ID (to be registered):

.....

I/ We Member(s) of INDUCTO STEEL LIMITED agree to receive communication from the Company in electronic mode.

Please register my above e-mail address in your records for sending communication through E-mail.

Date:

Signature:

Note: Member(s) are requested to provide the e-mail ID very carefully, as all the communication from the Company shall be sent to the e-mail ID provided through this form. The Shareholders are also requested to keep the Company informed as and when there is any change in the registered E-mail address.

NOTICE

NOTICE is hereby given that the **THIRTY-FIFTH ANNUAL GENERAL MEETING** (“AGM” or “the meeting”) of the Members of **INDUCTO STEEL LIMITED** (‘the Company’) is scheduled and will be held on **Saturday, September 30, 2023** at **10.00 a.m. (IST)** through Video Conferencing (‘VC’)/ Other Audio-Visual Means (‘OAVM’) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Statutory Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Statutory Auditors thereon.
2. To appoint a Director in place of Mrs. Sweety Reniwal (DIN: 00041853), who retires by rotation and being eligible, offers herself for re-appointment.

On behalf of the Board of Directors
For **INDUCTO STEEL LIMITED**

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: September 05, 2023
Place: Mumbai

NOTES

1. The Ministry of Corporate Affairs ('MCA'), inter-alia, vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022 and all other relevant circulars issued from time to time (hereinafter referred as "MCA Circulars"), has permitted the holding of the AGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM') and physical attendance of the Members to the meeting venue is not required. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at 156, Maker Chambers VI, 220 Jammalal Bajaj Marg, Nariman Point, Mumbai 400 021.
2. The details in pursuance of Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("*Listing Regulations*") and Clause 1.2.5 of Secretarial Standard on General Meetings (SS-2), in respect of the Director retiring by rotation seeking appointment/re-appointment at this Annual General Meeting under Item No. 2 of the Notice, forms integral part of the notice.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended, from time to time) and Regulation 44 of LODR (as amended, from time to time), and MCA circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by NSDL.

7. In line with the aforesaid MCA Circulars and SEBI Circular dated January 15, 2021, May 13, 2022 and January 5, 2023 the Notice calling the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or CDSL / NSDL ("Depositories"). The Notice along with the Annual Report 2022-23 can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and at the website of the Company at www.hariyanagroup.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at dilipbcs@gmail.com with a copy marked to evoting@nsdl.co.in and the Company at secretarial.inducto@gmail.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login
9. In terms of the MCA Circulars and in the view of the Board of Directors, all matters included in this Notice are unavoidable and hence are proposed to be approved at this AGM. Relevant documents referred to in the accompanying Notice calling the AGM will be made available for electronic inspection by the Members upon sending the email to the Company at secretarial.inducto@gmail.com upto the date of the AGM.
10. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
11. Members holding shares in physical form are requested to furnish bank details, e-mail address, change of address, etc. to the Company's Registrar & Share Transfer Agents: Link Intime India Private Limited, C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400083, so as to reach them latest by **Saturday, September 23, 2023**, in order to take note of the same. In respect of Members holding shares in electronic mode, the details as would be furnished by the Depositories as at the close of the aforesaid date will be considered by the Company. Hence, Members holding shares in demat mode should update their records at the earliest.
12. SEBI has mandated securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialize shares that are held by them in physical form.
13. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
14. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Companies Act,

2013 will be available for inspection in electronic mode. Members can inspect the same by sending an e-mail to secretarial.inducto@gmail.com.

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

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the RTA at rnt.helpdesk@linkintime.co.in with a copy marked to the Company at secretarial.inducto@gmail.com.
 - In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the RTA at rnt.helpdesk@linkintime.co.in with a copy marked to the Company at secretarial.inducto@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) below i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
 - Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
16. The remote e-voting period begins on Wednesday, September 27, 2023 at 9:00 A.M. and ends on Friday, September 29, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. Saturday, September 23, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, September 23, 2023.
17. The Company has appointed Mr. Dilip Bharadiya, Practicing Company Secretary (Membership No. FCS 7956) of M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries to act as the Scrutinizer for conducting the voting and remote e-voting process in a fair and transparent manner.
18. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the AGM shall be announced by the Chairman or any other person authorized by him immediately after the results are declared.
19. Based on the report received from the Scrutinizer, the Company will submit within two working days of the conclusion of the Meeting to the stock exchange i.e BSE Limited, details of the voting results as required under Regulation 44(3) of the LODR.
20. The results declared along with the Scrutinizer's report, will be posted on the website of the Company at www.hariyanagroup.com and on the website of NSDL at

www.evoting.nsdl.com and will be displayed on the Notice Board of the Company at its Registered Office immediately after the declaration of the result by the Chairman or any person authorised by him in writing and will be communicated to the Stock Exchange.

21. The details of the process and manner for remote e-voting are explained below:

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you

	<p>will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> </p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you

retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Instructions for Members for E-voting and Attending the AGM through VC/OAVM are as under:

- A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date of Saturday, September 23, 2023 shall be entitled to avail either the facility of remote e-voting prior to the AGM or voting at the AGM. Persons who are not members as on the cut-off date should treat this notice for information purposes only.
- Eligible members who have acquired shares after the dispatch of the Annual Report and holding shares as on the cut-off date i.e. of Saturday, September 23, 2023 may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means.
- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can

see link of "VC/OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Non-Resident Indian Members are requested to immediately inform the Company Link Intime India Private Limited or to the concerned Depository Participant(s), regarding:
 - ❖ the change in the residential status on return to India for permanent settlement; and/or
 - ❖ the particulars of the NRE Account with a Bank in India, if not furnished earlier.
- Shareholders who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or Link Intime India Private Limited, quoting their Folio No. or DP ID-Client ID, as the case may be. In terms of the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.hariyanagroup.com. Members holding shares in dematerialised form are requested to submit the said details to their Depository Participant(s) and the Members holding shares in physical form, are requested to submit the said details to the Company or Link Intime India Private Limited.
- All the Members are requested to intimate changes, if any, pertaining to their name, postal address, E-mail address, telephone/ mobile numbers, PAN, mandates, nominations, power of attorney, bank details (such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.), with necessary documentary evidence, to their Depository Participants - in case the shares are held by them in dematerialised form and to the Company in case the shares are held by them in physical form.

- SEBI has mandated submission of PAN by every participant in the Securities Market. Accordingly, Members holding shares in dematerialised form are requested to submit PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Link Intime India Private Limited.
- Also, in terms of the Circular dated April 20, 2018 issued by SEBI, Members holding securities in physical form are advised to register their PAN and Bank Account Details with the Company or Link Intime India Private Limited, by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. Alternatively, the Members may submit a copy of bank passbook/ statement, duly attested by the Bank. Members holding shares in dematerialised form are requested to ensure that the aforesaid information is submitted/ updated with their respective Depository Participant.
- Further, in terms of the SEBI Listing Regulations, it is mandatory to furnish a copy of PAN card to the Company or Link Intime India Private Limited with respect to all requests pertaining to transfer of shares, deletion of name, transmission of shares and transposition of shares.
- Shareholders who would like to express their views/ have questions may send their speaker registration/ questions atleast seven days prior to the date of AGM, mentioning their name demat account number/folio number, email id, mobile number at secretarial.inducto@gmail.com. Only those Members who register themselves as Speaker will be allowed to express views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Sagar Ghosalkar at evoting@nsdl.co.in
- SEBI, vide Circular No. SEBI/HO/MIRSD/MIRSDPoD1/P/CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/MIRSD/MIRSDRTAMB/P/CIR/2021/655 and SEBI/HO/MIRSD/MIRSDRTAMB/P/CIR/2021/687 dated November 3, 2021 and December 14, 2021, respectively, has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. Further, it is stated that folios wherein any one of the cited document/ details including linking of PAN with Aadhaar are not furnished or made available on or after October 01, 2023, the relevant folio(s) shall be frozen by the Registrars and Transfer Agent of the Company (RTA). After 31st December 2025, the frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.

In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest. The Company has completed the process of sending letters to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members are requested to get in touch with RTA in this regard.

On behalf of the Board of Directors
For **INDUCTO STEEL LIMITED**

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: September 05, 2023
Place: Mumbai

(ANNEXURE TO NOTICE DATED SEPTEMBER 05, 2023)

**DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT AT THE
FORTHCOMING ANNUAL GENERAL MEETING
[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing
Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on
General Meetings (SS-2)]**

A. Brief resume of Mrs. Sweety Rajeev Reniwal including qualification, experience and expertise in specific functional area:

Mrs. Sweety Rajeev Reniwal is a Commerce graduate and has experience of over 26 years in the field of business administration, finance, management, sales, marketing and corporate governance. She is the Non-Executive Non-Independent Director of the Company. Her contribution in the growth of the Company is commendable. Mrs. Sweety Rajeev Reniwal is the member of the Nomination and Remuneration committee, Audit committee, Stakeholder's Relationship Committee and the Corporate Social Responsibility Committee. Further, she declared that she is not debarred from holding office of director by virtue of any SEBI order or any such authority.

B. Other Details

Name of Director	Mrs. Sweety Rajeev Reniwal
Director Identification Number (DIN)	00041853
Date of Birth	21/10/1973 (49 years)
Date of First Appointment	09/03/2002
Experience	26 years
Nature of expertise in specific functional areas	Sales and marketing
Terms and conditions of appointment/ re-appointment	No change in terms and conditions of appointment/reappointment.
Past Remuneration drawn from the Company	NIL
Shareholding in the Company as on March 31, 2023	4,07,745 Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Wife of Mr. Rajeev Reniwal, Managing Director and not related to any other Director / Key Managerial Personnel
No. of Board Meetings attended during the Financial Year 2022-23	10
List of other Indian Public Limited Companies in which Directorships held⁽¹⁾	None
Chairperson/ Member of Committee(s) of Board of Directors of the Company⁽²⁾	2
Chairperson/ Member of the Committee(s) of Board of Directors of other Companies in which she is a Member/ Chairperson⁽²⁾	Nil

Notes:

- 1) This excludes directorships in the Company, Foreign Companies, Private Companies, Companies incorporated under Section 25 of the erstwhile Companies Act, 1956 and Companies incorporated under Section 8 of the Act.
- 2) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, Memberships/ Chairmanships in only two committees' viz. Audit Committee and Stakeholder's Relationship Committee of Public Limited Companies are considered.

REPORT OF THE BOARD OF DIRECTORS

Dear Members,

Your Directors have pleasure in presenting the 35th Annual Report along with the Audited Financial Statements (Consolidated and Standalone) for the year ended March 31, 2023.

1. FINANCIAL RESULTS

Your Company's financial performance for the financial year ended 31st March 2023, is summarised below:

(Rs. In Lakhs)

Particular	Standalone		Consolidated	
	For the financial year ended 31.03.2023	For the financial year ended 31.03.2022	For the financial year ended 31.03.2023	For the financial year ended 31.03.2022
Revenue from operations	9,001.35	5,745.60	9,001.35	5,745.60
Other Income	56.37	22.85	56.37	22.85
Total Revenue	9,057.72	5,768.45	9,057.72	5,768.45
Cost of raw materials consumed	2,969.21	3,624.69	2,969.21	3,624.69
Purchase of Stock - in - trade	5,352.93	1,694.92	5,352.93	1,694.92
Changes in inventories of finished goods, stock - in - trade, work - in - process	268.88	(280.28)	268.88	(280.28)
Manufacturing expenses	82.76	93.24	82.76	93.24
Employee benefits expenses	81.83	121.85	81.83	121.85
Finance costs	87.45	30.85	87.45	30.85
Depreciation and amortization expenses	27.79	20.24	27.79	20.24
Other expenses	86.91	206.50	86.14	203.49
Total Expenses	8,956.76	5,512.01	8,956.99	5,509.00
Share of profit/ (loss) from associates	---	---	(0.05)	(3.02)
Profit / (Loss) before tax	100.96	256.44	100.69	256.44
Less: Current Tax	26.51	33.21	26.44	33.21
Less: Deferred Tax	16.59	(2.67)	16.59	(2.67)
Profit / (Loss) after tax	57.86	225.90	57.66	225.91
Other Comprehensive Income	0.44	0.79	0.44	0.78
Total Comprehensive Income for the year	58.30	226.69	58.10	226.69

Earnings Per Share (Face Value of Rs. 10/- each)				
-Basic	1.44	5.62	1.44	5.62
-Diluted	1.44	5.62	1.44	5.62

PERFORMANCE AND FINANCIAL HIGHLIGHTS

Turnover

Gross Turnover including other incomes for the financial year 2022-23 stood at Rs.9,057.72 Lakhs in comparison to Rs.5768.45 Lakhs for the financial year 2021-22.

Revenue

The Company reported Revenue of Rs.9,001.35 Lakhs for the financial year 2022-23 in comparison to Rs.5745.60 Lakhs for the financial year 2021-22.

Finance Cost

Finance cost stood at Rs.87.45 Lakhs for the financial year 2022-23 in comparison to Rs.30.85 Lakhs for the financial year 2021-22.

Depreciation

Depreciation stood at Rs.27.79 Lakhs for the financial year 2022-23 in comparison to Rs.20.24 Lakhs for the financial year 2021-22.

Segmental Review

The company's business segments are identified based on the geographic locations of its units and the internal business reporting system as per Ind AS 108. Business segments of the company are primarily categorized as: Mumbai (Trading & Investment) and Bhavnagar (Ship Breaking & Trading).

Segment-wise Standalone Ind AS Financial Results

(Rs. In Lakhs)

Particulars	Mumbai	Bhavnagar	Total
Segment Assets	4,205.51	1,736.59	5,942.10
Segment Liabilities	1,591.30	46.03	1,637.34
Revenue from External Source (excluding Inter Segment Revenue)	1,435.32	7,635.45	9,070.77
Segment Results Before Interest and Taxes	(2.61)	190.75	188.13

2. CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, Listing Regulations, the Audited Consolidated Financial Statements for the financial year ended March 31, 2023 forms integral part of this Annual Report.

3. MANAGEMENT DISCUSSION AND ANALYSIS

A detailed report on the Management Discussion & Analysis as required in terms of the SEBI Listing Regulations is provided as a separate section as **Annexure A** in the Annual Report.

4. LISTING ON STOCK EXCHANGE:

The Company's shares are listed on BSE Limited.

5. DEPOSITORY SERVICES:

The Company's Equity Shares have been admitted to the depository mechanism of the National Securities Depository Limited (NSDL) and also the Central Depository Services (India) Limited (CDSL). As a result, the investors have an option to hold the shares of the Company in a dematerialized form in either of the two Depositories. The Company has been allotted ISIN No. **INE146H01018**. Shareholders are, therefore requested to take full benefit of the same and lodge their holdings with Depository Participants [DPs] with whom they have their Demat Accounts for getting their holdings in electronic form.

6. TRANSFER TO RESERVES:

The Company has not transferred any amount to the reserves during the financial year under review.

7. DIVIDEND

Your Directors have considered it financially prudent in the long-term interest of the Company to reinvest the profits into the business of the Company, to build strong reserve base, meet the funds requirement and grow the business of the Company. Thus, your Board of Directors regrets their inability to recommend any dividend for the year ended March 31, 2023.

8. CHANGE IN NATURE OF BUSINESS

During the financial year ended March 31, 2023, there was no change in the nature of business of the Company.

9. MATERIAL CHANGES AND COMMITMENTS

Other than stated elsewhere in this Report, there are no material changes and commitments affecting the financial position of the Company between the end of the current financial year and the date of this report.

10. CAPITAL STRUCTURE

The authorized share capital of the Company is Rs. 5,50,00,000/- (Rupees Five Crore Fifty Lakhs only) divided into 55,00,000 (Fifty-Five Lakhs) equity shares of face value Rs. 10/- each, fully paid up.

As on March 31, 2023, the total paid up equity share capital of the Company was Rs. 4,01,72,540/- (Rupees Four Crore One Lakh Seventy-Two Thousand Five Hundred and Forty

only) consisting of 40,17,254 (Forty Lakhs Seventeen Thousand Two Hundred and Fifty Four) equity shares of face value Rs. 10/- each, fully paid up.

During the year under review, the Company has not issued any shares/ sweat equity shares/ stock options /shares with differential voting rights.

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

a. BOARD OF DIRECTORS

During the year under review, there has been no change in the composition of Board of Directors of the Company. As on March 31, 2023 the Board comprises of 4 (four) Directors: -

Sr. No.	Name of Director	DIN	Designation
1.	Mr. Rajeev Shantisarup Reniwal	00034264	Managing Director
2.	Mrs. Sweety Rajeev Reniwal	00041853	Non-Executive Non-Independent Director
3.	Mr. Yogesh Anantrai Thakkar	00043588	Non-Executive Independent Director
4.	Mr. Bhushanlal Chamanlal Behl	03023697	Non-Executive Independent Director

b. KEY MANAGERIAL PERSONNEL

During the year under review, Ms. Bhoomi Vijay Rathod (Membership No. A62304) Company Secretary and Compliance Officer of the Company resigned on September 30, 2022. Further, Ms. Fulvanti Jain (Membership No. A68906) an Associate Member of Institute of Company Secretaries of India was appointed as Company Secretary and Compliance Officer of the Company with effect from March 23, 2023.

As on March 31, 2023, following are the Key Managerial Personnel (KMP) of your Company in accordance with the provision of Section 2(51) and 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with SEBI (LODR) Regulations, 2015: -

Sr. No.	Name of KMP	Designation
1.	Mr. Rajeev Shantisarup Reniwal	Managing Director
2.	Mr. Dilip Vimal Kaushik	Chief Financial Officer
3.	Ms. Fulvanti Jain	Company Secretary & Compliance Officer

c. RETIREMENT BY ROTATION AND SUBSEQUENT RE-APPOINTMENT

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Act and the Articles of Association of the Company, Mrs. Sweety Reniwal (DIN: 00041853), Non-Executive Non-Independent Director of the Company, is liable to retire by rotation at the ensuing AGM and being eligible have offered herself for re-appointment.

d. STATEMENT OF DECLARATION BY INDEPENDENT DIRECTOR

All the Independent Directors of the Company have given their respective declarations stating that they meet the criteria of Independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and there has been no change in the circumstances which may affect their status as an independent director during the year. During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013. They have registered themselves with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs (IICA).

The Board opines that all the Independent Directors on the Board possess integrity, necessary expertise and experience for performing their functions diligently.

12. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the year under review, 10 (Ten) Board meetings were convened and held. The details of the meetings of the Board and various Committees of your Company are set out in the Corporate Governance Report which forms part of this Annual Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

13. COMMITTEES OF THE BOARD

As on 31st March, 2023, the Board has 4 committee i.e. Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee.

a. Audit Committee:

Audit Committee is constituted as per Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013. Composition of Audit Committee is as per Section 177 (8) of Companies Act, 2013. Composition, terms of reference and details of Meeting of the Committee is explained in detail in the Corporate Governance Part of this Annual Report.

All the recommendations made by the Audit Committee were accepted by the Board of Directors of the Company.

b. Nomination and Remuneration Committee ('NRC'):

The Board has set up a Nomination and Remuneration Committee in compliance with Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The composition, quorum, powers, role and scope are in line with the applicable provisions of the Act and SEBI Listing Regulations. Composition, terms of reference and details of Meeting of the Committee is explained in detail in the Corporate Governance Part of this Annual Report.

c. Stakeholder's Relationship Committee ('SRC'):

The Board has constituted a Stakeholders Relationship Committee According to 178 (5) of the Companies Act 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Composition and terms of reference of the SRC is explained in detail in the Corporate Governance Part of this Annual Report.

d. Corporate Social Responsibility Committee ('CSR'):

The Board has constituted Corporate Social Responsibility Committee to comply the Section 135 of the Companies Act, 2013. Composition and terms of reference of which is explained in detail in the Corporate Governance Part of this Annual Report.

14. COMPANY POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Board of Directors in consonance with the recommendation of Nomination and Remuneration Committee (NRC) has adopted a term of reference which, inter alia, deals with the criteria for identification of members of the Board of Directors and selection/appointment of the Key Managerial Personnel/Senior Management Personnel of the Company. The NRC recommends appointment/Re-appointment of Director based on their qualifications, expertise, positive attributes and independence/ professional expertise in accordance with prescribed provisions of the Companies Act, 2013 and rules framed thereunder and Listing Regulations. The NRC, in addition to ensuring diversity of race and gender, also considers the impact the appointee would have on Board's balance of professional experience, background, viewpoints, skills and areas of expertise. In terms of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, the Board of your Company had, on recommendation of the NRC, adopted a Nomination Policy, which inter alia enumerates the Company's policy on appointment of Directors and KMP. The policy is available on the website of the Company www.hariyanagroup.com.

15. PERFORMANCE EVALUATION OF THE BOARD

In terms of the provisions of the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Nomination Policy of the Company, NRC and the Board have approved a framework, which lays down a structured approach, guidelines and processes to be adopted for carrying out an evaluation of the performance of the Board, its Committees and individual Director.

During the year under review, the Board carried out the evaluation of its own performance and that of its Committees and the individual Director.

The evaluation process focused on various aspects of the functioning of the Board and its Committees, such as composition of the Board and Committees, attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy, experience and competencies, performance of specific duties and obligations, governance issues etc. The Board also carried out the evaluation of the performance of individual directors based on criteria such as contribution of the director at the meetings, strategic perspective or inputs regarding the growth and performance of the Company etc.

OUTCOME OF THE EVALUATION

Board of Directors:

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Chairman along with assessing the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The performance evaluation of the Board is carried out taking into account the various parameters like composition of Board, process of appointment to the Board, common understanding amongst Directors of their role and responsibilities, timelines and content of Board papers, strategic directions, advice and decision making, etc. The Board also notes the actions undertaken, pursuant to the outcome of previous evaluation exercises.

The performance evaluation of the Independent Directors was carried out by the entire Board excluding the independent director being evaluated.

The Chairman of the respective Committees shared the report on evaluation with the respective Committee member. The performance of each Committee was evaluated by the Board, based on report on evaluation received from respective Committees.

The report on performance evaluation of the Individual Directors was reviewed by the Chairman of the Board and feedback was given to Director

Committees of the Board:

The Committee's self-assessment is carried out based on degree of fulfilment of key responsibilities, adequacy of Committee composition, effectiveness of meetings, Committee dynamics and quality of relationship of the Committee with the Board and the Management.

The Independent Director(s) also evaluated the performance of Non-Independent Directors, the Chairman of the Board and the Board as a whole at the meeting of Independent Director(s)

held on February 14, 2023. The outcome and feedback from Directors was discussed at the respective meetings of Board, Committees of Board and meetings of Independent Director.

The overall performance evaluation exercise was completed to the satisfaction of the Board. The Board of Directors deliberated on the outcome and necessary steps will be taken going forward.

The details of the evaluation process are set out in the Corporate Governance Report which forms a part of this Annual Report.

16. PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under section 197(12) of the Act read with Rule 5(1), 5(2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are provided in the **Annexure B** in this Report.

17. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 and loss of the company for that period;
- c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 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 directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

Internal financial control systems of the Company are commensurate with its size and nature of its operations. These have been designed to provide reasonable assurance with regard to the orderly and efficient conduct of its business including adherence to the Company's policies,

safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial information and disclosures.

Systems and procedures are periodically reviewed and these are routinely tested by Statutory as well as Internal Auditors and cover all functions and business areas. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems.

During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

19. AUDITORS AND AUDITORS' REPORT

JOINT STATUTORY AUDITORS

M/s. L S M & Co, Chartered Accountants, Mumbai (ICAI Firm Registration No. 116870W) were re-appointed as Joint Statutory auditors at the 34th Annual General Meeting held on September 30, 2022 to hold office for a second term of 3 consecutive years i.e. to hold office from the conclusion of 34th Annual General Meeting until the conclusion of 37th Annual General Meeting of the Company to be held in the financial year 2025.

M/s. S. N. Shah & Associates, Chartered Accountants, Ahmedabad, having ICAI Firm Registration No. 109782W, were appointed as one of the Joint Auditors of the Company, at the Annual General Meeting held on September 30, 2022, in place of retiring Statutory Auditors, M/s P.D. Goplani & Associates for a first term of 5 (five) consecutive years i.e. to hold office from the conclusion of 34th Annual General Meeting until the conclusion of 39th Annual General Meeting of the Company to be held in the financial year 2027.

Further, both the aforesaid Statutory Auditors have confirmed that they are not disqualified to act as Auditors and are eligible to hold office as Auditors of your Company.

Observations of Statutory Auditors on Accounts for the year ended March 31, 2023:

There are no observations in the Auditors report for the financial year ended March 31, 2023 therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

Fraud Reporting:

During the year under review, there were no instances of material or serious fraud falling under Rule 13(1) of the Companies (Audit and Auditors) Rules, 2014, by officers or employees reported by the Statutory Auditors of the Company during the course of the audit.

SECRETARIAL AUDITORS

The Board had appointed M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries, to conduct Secretarial Audit for the FY 2022-23. The Secretarial Audit Report for the financial year ended March 31, 2023 is annexed herewith marked as **Annexure C** to this Report.

The Secretarial Audit Report is self-explanatory and do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

Further, pursuant to provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of the Company at its meeting held on May 30, 2023 has re-appointed M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries (Certificate of Practice No. 7956), to undertake the Secretarial Audit of the Company for the financial year 2023-24.

INTERNAL AUDITORS

Pursuant to provisions of Section 138 of the Companies Act, 2013 the Board on recommendation of the Audit Committee has appointed Mr. Amol Shah as Internal Auditor of the Company.

20. DETAILS OF SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES

The Company has no subsidiary, associate companies or joint venture companies within the meaning of Section 2(6) and 2(87) of the Act and thus, pursuant to the provisions of Section 129(3) of the Act, the statement containing the salient features of financial statements of the Company's subsidiaries/associate companies in Form AOC-1 is not required to be attached to the financial statements of the Company.

21. DEPOSITS

The Company has not accepted any deposits from the public falling under Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014. Thus, as on March 31, 2023, there were no deposits which were unpaid or unclaimed and due for repayment, hence, there has been no default in repayment of deposits or payment of interest thereon.

22. PARTICULARS OF LOANS, GUARANTEE & INVESTMENTS

The disclosure of loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as on March 31, 2023, if any, forms part of the Notes to the Standalone Financial Statements provided in this Annual Report.

23. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

As per the provisions of Section 188(1) of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Listing Regulations, all contracts/arrangements/transactions entered by the Company with Related Parties were in ordinary course of business and at arm's length basis.

All Related Party Transactions entered into during the year under review were approved by the Audit Committee and the Board, from time to time and the same are disclosed in the Financial Statements of your Company for the year under review.

Further, pursuant to the provisions of the Act and the SEBI Listing Regulations, the Board has, on recommendation of its Audit Committee, adopted a Policy on Related Party Transactions and the said policy is available on the website of the Company i.e. www.hariyanagroup.com.

Further during the year under review, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. There were no materially significant related party transactions which could have potential conflict with interest of the Company at large.

Accordingly, Form AOC-2 prescribed under the provisions of Section 134(3)(h) of the Act and Rule 8 of the Companies (Accounts) Rules, 2014 for disclosure of details of Related Party Transactions which are “not at arm’s length basis” and also which are “material and at arm’s length basis”, is not applicable to the Company.

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure D** and is attached to this report.

25. RISK MANAGEMENT

The Company is exposed to the risk from the market fluctuations of foreign exchange as well as the fluctuation in the price of iron and steel. The Company’s raw material is old ship, which is purchased from the international market on credit ranging up to 180 days to 360 days. The Company is adopting policy of full hedging or covering the foreign exchange requirement, the Company is regularly monitoring the foreign exchange movement and suitable remedial measures are taken as and when felt necessary.

Though the Company is employing such measures, the Company is still exposed to the risk of any heavy foreign exchange fluctuation.

Likewise, the Company’s finished products are mainly re-rollable scrap generated from ship breaking and the price of the same is linked to the market rate for iron and steel. Any up and down in the price of the iron and steel will affect the profitability of the Company.

26. VIGIL MECHANISM

The Vigil Mechanism/Whistleblower Policy has been approved and adopted by Board of Directors of the Company in compliance with the provisions of Section 177 (10) of the

Companies Act, 2013 and Regulation 22 of the Listing Regulations which provides a formal mechanism to the employees, business associates and stakeholders of the Company to, inter-alia, report any instances of financial irregularities, breach of code of conduct, abuse of authority, disclosure of financial/ price sensitive information, unethical / unfair actions concerning Company vendors/ suppliers, malafide manipulation of company data/records, actual or suspected fraud or discrimination to the Company's Code of Conduct in an anonymous manner.

The policy of vigil mechanism is available on the Company's website i.e. www.hariyanagroup.com

27. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status operations of the Company in future.

28. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

29. ANNUAL RETURN

Annual Return of the Company as per Section 92(3) of the Companies Act, 2013 is uploaded on website of the Company and the same can be accessed at the weblink www.hariyanagroup.com.

30. CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 34 read with Schedule V of the LODR, a Report on Corporate Governance and a certificate obtained from the Statutory Auditors of the Company confirming compliance, is provided in **Annexure E** and **Annexure F** respectively forming part of this Board Report.

31. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company is committed towards providing a work environment that is professional and mature, free from animosity and one that reinforces our value of 'integrity' that includes respect for the individual. The Company is committed to providing a safe and conducive work environment to all of its employees and associates.

In line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company has adopted a Policy on Prevention of Sexual Harassment at Workplace. This policy is applicable to all employees, irrespective of their level and it also includes 'Third Party Harassment' cases i.e. where sexual harassment is committed by any person who is not an employee of the Company. The said policy is available on the website of the Company i.e. www.hariyanagroup.com. Internal Complaints Committee have also been set up to redress complaints received regarding sexual harassment.

The Company has not received any complaint of sexual harassment during the financial year 2022-23.

32. CORPORATE SOCIAL RESPONSIBILITY

The Board has constituted Sustainability and Corporate Social Responsibility Committee ('CSR Committee') which comprises of Mr. Yogesh Thakkar, Chairman, Mr. Bhushanlal Behl and Mrs. Sweety Reniwal as Members. The Board has also approved a CSR policy on recommendations of CSR Committee, which is available on the website of the Company at www.hariyanagroup.com

Further, as per the provisions of Section 135(1) read with Section 135(5) of the Companies Act, 2013, Every company having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year shall spend at least two percent of the average net profits of the company made during the three immediately preceding financial years.

Since, the Company does not fall under the criteria given under Section 135(1) of the Companies Act, 2013, the Company was not required to do CSR expenditure during the year under review 2022-23.

33. MAINTENANCE OF COST RECORDS

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, the Company has prepared and maintained cost records.

34. FRAUD REPORTED BY AUDITOR UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013

There was no instance of fraud reported by the auditor in their report under Section 143 (12) of the Companies Act, 2013.

35. FAMILIARIZATION PROGRAMME

The Company conducts Familiarization Programme for the Independent Directors to enable them to be familiarized with the Company, its management and its operations to gain a clear understanding of their roles, rights and responsibilities for enabling their contribution to the Company. They are provided a platform to interact with multiple levels of management and are provided with all the documents required and/or sought by them to have a good understanding of Company's operations, businesses and the industry as a whole.

Further, when a new Director is inducted on the Board, they are provided with necessary documents/ brochures, reports, internal policies, strategy and such other operational information to enable them to familiarize with the Company's procedures and practices. Site visits to various plant locations are organized for the Independent Directors to enable them to understand and acquaint with the operations of the Company.

Periodic presentations are made at the Board and Committee meetings on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company's business segments are made at the separate meetings of the Independent Directors from time to time.

The details of such familiarization programmes for Independent Directors are put up on the Company's website and can be accessed at <https://www.hariyanagroup.com/investor-relations-inducto.html>.

36. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

There were no such funds which were required to be transferred to Investor Education and Protection Fund (IEPF) during the financial year ended March 31, 2023.

37. OTHER DISCLOSURES

In terms of the applicable provisions of the Act and SEBI Listing Regulations, your Company additionally discloses that, during the year under review:

- There is no plan to revise the Financial Statements or Director's' Report in respect of any previous financial year.
- The Company has not filed any application for Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code, 2016 (31 of 2016), as amended from time to time.
- The Company has not availed one time settlement with respect to any loans from banks or financial institutions.

38. ACKNOWLEDGEMENT

The Board of Directors would like to express their sincere gratitude for the assistance and co-operation received from the financial institutions, banks, Government authorities, business associates and members of the Company and look forward to their continued support in future.

The Board of Directors also wish to place on record its deep sense of appreciation for the committed services by the Company's executives, staff and workers at all levels. Our consistent growth was made possible by their hard work, solidarity, co-operation and support.

For and on behalf of the Board of Directors

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: May 30, 2023

Place: Mumbai

ANNEXURE A**MANAGEMENT DISCUSSION AND ANALYSIS**

The global economic growth is expected to fall from 3.4% in 2022 to 2.8% in 2023, before settling at 3.0% in 2024, according to the IMF's April 2023 Economic Outlook. Even prior to Russia's full-scale invasion of Ukraine, the global growth recovery had been fragile and unequal across sectors and jurisdictions, with hardest-hit, contact-intensive sectors' recovery lagging behind. Persisting supply bottlenecks, rising input costs and the continued effects of the pandemic weighted down on the pace of the recovery. The tightening of monetary policy by ECB and Bank of England along with energy shock resulting from the Russia-Ukraine war will play a key impact on the growth potential.

INDUSTRY STRUCTURE AND DEVELOPMENTS

Steel is crucial to the development of any modern economy and is considered to be the backbone of human civilization. The level of per capita consumption of steel is treated as an important index of the level of socio-economic development and living standards of the people in any country. It is a product of a large and technologically complex industry having strong forward and backward linkages in terms of material flows and income generation. All major industrial economies are characterized by the existence of a strong steel industry and the growth of many of these economies has been largely shaped by the strength of their steel industries in their initial stages of development.

India's economic growth is contingent upon the growth of the Indian steel industry. Consumption of steel is taken to be an indicator of economic development. While steel continues to have a stronghold in traditional sectors such as construction, housing and ground transportation, special steels are increasingly being used in engineering industries such as power generation, petrochemicals and fertilizers. India occupies a central position on the global steel map, with the establishment of new state-of-the-art steel mills, acquisition of global scale capacities by players, continuous modernization and up gradation of older plants, improving energy efficiency and backward integration into global raw material sources.

The steel sector in India is one of the most important industries in the country. It is a major contributor to the country's GDP and provides employment to millions of people. India is the second-largest producer of steel in the world and is expected to become the largest producer by 2025. The steel sector in India has been growing steadily over the past few years and is expected to continue to grow in the future.

According to the Ministry of Shipping, around 95% of India's trading by volume and 70% by value is done through maritime transport. In November 2020, the Prime Minister, Mr. Narendra Modi renamed the Ministry of Shipping as the Ministry of Ports, Shipping and Waterways. Ship breaking is the process of dismantling decommissioned ships and similar vessels to extract scrap metal and demolish the huge ship structure. It is also known as ship demolition, ship cracking, or even ship recycling, at times. Global trade and shipping has consistently increased over the past years due to globalization and industrialization, which has led to substantial rise in ship building. However, the average life of a ship is quoted to be around 25 to 30 years. Post this age, the ship needs to be decommissioned for safety and economic concerns, may be sometimes due to accidents and mishaps of the ship. The process of

decommissioning is usually followed by an auction of the ship, after which it is moved to the breaking yards to break it down. The breakdown is labour intensive, and the time required for breaking the ship down varies according to the size and type of vessel.

The Indian Shipping Industry plays a crucial role in Indian economy. As mentioned earlier, 90% of the Nation's trade by volume is done by the sea. India has been largest merchant shipping fleet amongst the developing nations. The Indian shipping industry supports transportation of national and international cargoes and also provides various other facilities such as ship building, ship repairing, freight forwarding etc. Indian shipping industry with emergence of globalization and liberalization in early 90's has acquired new dimensions in terms of demand and infrastructural development.

➤ **Global Overview:**

As per World Steel Short-Range Outlook, global steel demand declined by 1.7% in 2022 after recovering 16.4% in 2021 from the pandemic dip of 12.3%¹¹. The reason for the downward revision is the impact of consistently high inflation and increasing interest rates worldwide. In 2022, recovery momentum after the pandemic shock was hampered by high inflation and increasing interest rates, the Russian invasion of Ukraine, and the lockdowns in China. Accordingly, prices in China, India, Turkey, and other major steel exporting countries also saw an increase. Coupled with sanctions imposed by the United States and Europe on Russia, energy prices soared up, inflation climbed high, and production costs pulled up, prompting European steel mills to reduce output, thereby pushing up prices. According to the World Steel Association (WSA), global steel demand will rebound in the current year by 2.3%, mainly due to a recovery in manufacturing activity. The outlook for the steel industry is projected to improve in 2023-24 on the back of infrastructure-related demand.

Global ship recycling activities have experienced a significant decline of 49% in 2022 in stark contrast to the 14% growth observed in 2021. Total tonnage scrapped in the year 2022 amounted to 3.19 mnt Light Displacement Tonnage (LDT) against 6.27 mnt LDT in 2021. The three countries that receive the highest number of ships globally for breaking are India, Bangladesh and Pakistan, together contributing over 90% of the dismantling volumes.

In terms of geography, the global ship breaking market can be segmented into Asia Pacific, Europe, North America, Latin America, and Middle East & Africa. The dynamics of the ship breaking market differ from developing and underdeveloped countries to developed countries. In developed regions, such as Europe and North America, the breaking of a ship is cost intensive and stringent rules, regulations, and standard operating procedures need to be followed, making the entire process economically unviable. On the other hand, in developing countries such as, China, India, and Bangladesh, the scenario is quite the opposite, the ship breaking market is expanding due to lack of regulations. Hence, Asia Pacific is a prominent market for ship breaking globally, with India, China, Bangladesh, and Pakistan topping the market. Turkey is also a major market outside Asia Pacific.

➤ **Domestic Overview & Market Size:**

India remained a bright spot in the global steel industry in 2022. Having managed inflation well, the Indian economy is on a healthy growth track, with a rising share of investment in GDP thanks to strong government spending on infrastructure. After growth of 8.2% in 2022, demand is expected to show healthy growth of 7.3% in 2023 and 6.2% in 2024, driven by a

growing demand from the construction and automotive sectors. In FY 2022, the production of crude steel and finished steel stood at 124.72 million tonnes (MT) and 118.714 MT, respectively. The consumption of total finished steel was 114.894 MT showing a growth of 8.2% over the year. India exported 7.906 MT of total finished steel during the year 2022, showing an annual decline of 38.2%. And Import of Total Finished Steel was at 5.615 MT, up by 12.3% over the year. According to estimates by the Indian Steel Association (ISA), domestic steel demand stood at 119.86 MT in FY 2022-23. The demand was spurred by the revival of numerous infrastructure and construction projects which got stalled due to the pandemic. Further, it is estimated that India's domestic steel demand is estimated to grow annually by 7.5% to reach 128.85 MT in the current year. Due to the sluggishness of European and American markets, major steel manufacturers such as South Korea, Japan, and Vietnam redirect their surplus production towards the Indian markets.

With the industry accounting for about 2% of the nation's GDP, India ranks as the world's second-largest producer of steel and is poised to overtake China as the world's second-largest consumer of steel. Both the industry and the nation's export manufacturing capacity have the potential to help India regain its favourable steel trade balance.

According to the Gujarat Maritime Board, the regulator for all the maritime activities in the state, the Alang Ship Breaking Yard did 1.09 million tonnes of Light Weight Displacement (LDT) recycling in FY 2022-23 as against the capacity of 4.5 million LDT, its worst since 2007-08 when Alang managed 0.64 million LDT. Further, as per data from Ship Recycling Industries Association of India (SRAI), Alang handled around 131 ships in 2022-23, falling from 298 ships in 2013-14 and 187 ships in 2020-21.

➤ Government Initiatives

Under the Union Budget 2023-24, the government allocated Rs. 70.15 crore (US\$ 8.6 million) to the Ministry of Steel. The government's Production Linked Incentive (PLI) Scheme will boost domestic production of specialty steel. A total of 57 applications from 30 companies have been finalized under the PLI scheme with an outlay of ₹6,322 crores. This will attract committed investment of ₹29530 Crore with a downstream capacity addition of 25 million tonnes and employment generation potential of 70000. The Government of India raised import duty on most steel items twice, each time by 2.5% and imposed measures including anti-dumping and safeguard duties on iron and steel items. Indian steel industry has also been taking measures to address the energy and environment issues in Steel plants through adoption of energy efficient and environment friendly technologies as part of technological up-gradation/ modernisation/ expansion projects.

Global downturn and rising competition have resulted in pressures on Indian ship building industry leading to a decline in its global share to >1. While India is one of the market leaders in ship recycling, ship repairs is a very nascent market. With the objective of propelling India to the fore-front of the global maritime sector, Ministry of Ports, Shipping and Waterways has formulated Maritime India Vision 2030 (MIV 2030), a blueprint to ensure coordinated and accelerated growth of India's maritime sector in the next decade.

To overcome the downturn being faced in Alang, the Centre and state government are "diligently formulating strategies" and "implementing measures" to ensure the yard's sustainability and ongoing operation. The central government has chalked out a plan to double the capacity of Alang from 4.5 million LDT to 9 million LDT in the next few years to become

India's biggest vehicle recycling hub. It aims to revitalize the yard, effectively navigate the challenges posed by the industry slowdown, and address the competitive landscape, ensuring its long-term viability.

OPPORTUNITY AND THREAT

With increasing infrastructure development, growing urbanisation and a drive towards sustainable solutions, the steel industry is poised to unlock significant opportunities, creating a favourable outlook for the sector. India, one of the fastest growing major economies, is likely to become the third-largest economy in the world by 2030. The steel industry will have a major role to support this growth. Increased investments in infrastructure will be a major contributor to the growth of India's domestic steel demand.

With large raw material reserves, strong base of technically skilled manpower and one of the fastest growing markets in the world, India has definite structural advantages for a successful steel industry. The National Steel Policy 2017 seeks to create a globally competitive steel industry in India with 300 million tonne steelmaking capacity and 158 kg per capita steel consumption by FY 2030-31. The growth in demand will come from traditional, as well as emerging consuming sectors focussing on changing needs of customers. Government-led investment in infrastructure, rapid urbanisation, rising preference for personal mobility, growth in capital goods sector, and government focus on making India 'Aatmanirbhar' are expected to stimulate steel demand in India. The acceleration of the rural economy is also emerging as a potential demand driver for steel. The Government has taken an objective of increasing rural per capita consumption of steel from current 19.6 kg to 38 kg by FY 2030-31.

Opportunities abound in growing economies and opening of economy in India has created opportunities for India enterprise to move beyond national boundaries as well to create productive assets. Presently, the Company is consolidating its gains out of creating additional production capabilities. While climate change is a key risk for a 'hard to abate' sector such as steel, it also provides an opportunity to take a leadership role in the steel industry by reducing our environmental footprint. Evolving consumer needs and growing focus on sustainability will require innovation in process, product, and business models supported by a strong technology management process. Organisations can create a differentiated position by focussing on creating the technology of tomorrow.

SEGMENT WISE PERFORMANCE

➤ Segmental Review

The company's business segments are identified based on the geographic locations of its units and the internal business reporting system as per Ind AS 108. Business segments of the company are primarily categorized as: Mumbai (Trading & Investment) and Bhavnagar (Ship Breaking & Trading).

➤ Segment-wise Standalone Ind AS Financial Results

(Rs. In Lakhs)

Particulars	Mumbai	Bhavnagar	Total
Segment Assets	4,205.51	1,736.59	5,942.10
Segment Liabilities	1,591.30	46.03	1,637.34
Revenue from External Source (excluding	1,435.32	7,635.45	9,057.72

Inter Segment Revenue)			
Segment Results Before Interest and Taxes	(2.61)	190.75	188.13

i. Bhavnagar:

During the financial year 2022-23, ship-breaking unit at Alang Ship Breaking Yard, Bhavnagar has performed well in term of sales turnover and net profit margin. In spite of volatile prices of old Ships, Iron and Steel products coupled with fluctuations in value of Indian Rupee vis-à-vis US Dollar during the year, this segment has achieved revenue of Rs.7,635.45 Lakhs and result of Rs.190.75 Lakhs. Though the year under review saw fluctuation in the international market of old ships coming for breaking, the management was very cautious and purchased ships at proper time and built a good level of inventories to earn better profits in coming years. During the year under review, Trading activities were also carried out in Bhavnagar. Moreover, the management is of the view that, in the coming years the ship breaking industry will be stable and with expected boost in the economy the requirement of iron and steel will increase which will help the company to move towards its sustained path of growth.

ii. Mumbai:

During the year under review, the Mumbai Unit has achieved revenue of Rs.1,435.32 Lakhs and incurred loss of Rs.2.61 Lakhs.

OUTLOOK

India remains the biggest ship breaking market, with the Alang ship breaking yard in Gujarat handling at least 450 ships every year. By making the country's ship recycling sector more environmentally sound, the government expects to increase ship recycling capacity by 2024 to more than nine million gross tonnage.

The growth can be attributed to higher rates for steel scrap and increased availability of condemned vessels. Indian steel demand is expected to be robust and growing by 6.2% in FY 2023-24 supported by strong GDP growth forecast, private consumption and Government expenditure. Integrated Steel Players will continue to add capacity in FY 2023-24, and utilisation levels are expected to remain healthy at ~80%.

Elevated inflation is expected to persist longer, with ongoing supply chain disruptions and high energy prices continuing in 2023. Risks to the global baseline are tilted to the downside which is primarily brought by Russia-Ukraine conflict and its many-sided repercussions, from raw material supply to logistics to uncertainties in trade flows to the growing impact of sanctions. Other global risks may crystallize with the surging geopolitical tensions, and the ongoing adverse climate conditions leading to the probability for natural disasters. Monetary policy in many countries will need to curb inflationary pressures, while fiscal policy will need to prioritize health and social spending.

Your directors see a staying positive and are having bright future prospects ahead for the company looking to the prevailing upward trend in the Iron and Steel sector in India and internationally. The management is of the view that, in the coming years the ship breaking industry will be stable and with expected boost in the economy the requirement of iron and steel will increase which will help the company to move towards its sustained path of growth.

RISK AND CONCERN

Over and above the economic risks the shipping industry is impacted by numerous short term and regional factors, like weather changes, environmental changes, slow global trade etc. This results in great amount of volatility in the freight market, which in turn impacts your Company's earnings. The global economy is in uncertain territory, and not showing signs of picking up sharply in shorter span of time. Global economic uncertainties have affected India's economy, Key risks synonymous to industry include the global recessionary trend, economic slowdown, increase in financial charges, non-availability (or undue increase in cost) of raw materials, such as, steel and labour etc., coupled with market fluctuations. The Company does not apprehend any inherent risk in the long run, with the exception of certain primary concerns that have afflicted the progress of our industry in general, like:

- Shortage of labour
- Rising manpower and material costs,
- Approvals and procedural difficulties.
- Lack of adequate sources of finance.

Information regarding key risks facing the Company and their mitigation strategies is given here:

Regulatory Risks

The steel sector is subject to an extensive, complex and evolving regulatory framework that may have material impact on operations. Any deviation in compliance and adherence has the potential to not only impact the Company's operating performance but also impact its reputation adversely. Global disruptions, emerging trade patterns and evolving environmental & sustainability policies, etc. could influence business decisions and market footprint. The aim is to protect and enable business to generate value. The Company is constantly monitoring the regulatory landscape to proactively assess the impact of changing laws and policies and evolving government mindset on matters affecting Company's operations.

Macroeconomic and Market risks

Steel demand is affected by high inflation, especially for energy and commodities, trade barriers and protectionist policies. Re-imposition of mobility restrictions amidst spread of new variants may also affect demand and supply chains potentially impacting sales. Fast-paced technological changes and shifting customer preferences may necessitate adoption of newer grades of steel and alternate materials.

Safety Risks

Inconsistent adherence to process & workforce safety requirements, safety laws and regulation may have adverse impact on business continuity and operation. The implications of the risks increase manifold with the growth and diversification of our business and operations at multiple locations that subjects the Company to various stringent safety laws and regulations.

Commodity Risks

Volatility in raw material prices (mainly coal and iron ore) significantly impacts the input costs in steelmaking and therefore, profitability.

The risks for the Company arise from the inherent nature of the shipbuilding industry. The commercial shipbuilding industry prospects are dependent on world trade and the cyclicity of

oil, natural gas, shipping, transportation and other trade related industries. Offshore Industry continues to be in the trough.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Internal financial control systems of the Company are commensurate with its size and nature of its operations. These have been designed to provide reasonable assurance with regard to the orderly and efficient conduct of its business including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial information and disclosures.

Systems and procedures are periodically reviewed and these are routinely tested by Statutory as well as Internal Auditors and cover all functions and business areas. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems. During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

FINANCIAL PERFORMANCE & ANALYSIS

The Company's financial performance for the year ended March 31, 2023 is summarized below:

Standalone & Consolidated Ind AS Financial Results: Review and Analysis

Particular	Standalone		Consolidated	
	For the financial year ended 31.03.2023	For the financial year ended 31.03.2022	For the financial year ended 31.03.2023	For the financial year ended 31.03.2022
Revenue from operations	9,001.35	5,745.60	9,001.35	5,745.60
Other Income	56.37	22.85	56.37	22.85
Total Revenue	9,057.72	5,768.45	9,057.72	5,768.45
Cost of raw materials consumed	2,969.21	3,624.69	2,969.21	3,624.69
Purchase of Stock - in - trade	5,352.93	1,694.92	5,352.93	1,694.92
Changes in inventories of finished goods, stock - in - trade, work - in - process	268.88	(280.28)	268.88	(280.28)
Manufacturing expenses	82.76	93.24	82.76	93.24
Employee benefits expenses	81.83	121.85	81.83	121.85
Finance costs	87.45	30.85	87.45	30.85
Depreciation and amortization expenses	27.79	20.24	27.79	20.24
Other expenses	86.91	206.50	86.14	203.49
Total Expenses	8,956.76	5,512.01	8,956.99	5,509.00

(Rs. In Lakhs)

Share of profit/ (loss) from associates	---	---	(0.05)	(3.02)
Profit / (Loss) before tax	100.96	256.44	100.69	256.44
Less: Current Tax	26.51	33.21	26.44	33.21
Less: Deferred Tax	16.59	(2.67)	16.59	(2.67)
Profit / (Loss) after tax	57.86	225.90	57.66	225.91
Other Comprehensive Income	0.44	0.79	0.44	0.78
Total Comprehensive Income for the year	58.30	226.69	58.10	226.69
Earnings Per Share (Face Value of Rs. 10/- each)				
-Basic	1.44	5.62	1.44	5.62
-Diluted	1.44	5.62	1.44	5.62

➤ **Standalone Cash Flow Analysis**

(Rs. In Lakhs)

Particular	For the financial year ended 31.03.2023	For the financial year ended 31.03.2022
Net Cash Flow from Operating Activities	(649.69)	(128.40)
Net Cash Outflow from Investing Activities	(1,265.38)	1,657.17
Net Cash Outflow from Financing Activities	1,480.13	(480.85)
Net Cash Inflow/(Outflow)	(434.94)	1,047.91

➤ **Business Overview**

The company is in the business of ship breaking, trading and investment activities.

The sales turnover of the company for FY 2022-23 and FY 2021-22 were Rs.9,001.35 Lakhs and Rs.5,745.60 Lakhs respectively. In spite of frequent fluctuation in the prices of old ship in the international market and also heavy dollar exchange rate fluctuations, the company was able to perform very well in terms of sales turnover. However, the prices in Iron and steel industry are gradually getting stabilized, but foreign currency and fluctuations in value of Indian Rupee vis-à-vis US Dollar remains a concerning area for the company even in the current year.

Whenever, there is no immediate payment liability against old ship purchased for breaking, the surplus funds available with the Company are given as loan on short term basis. The Company is hopeful that the Company can earn reasonable return on these loans/investments

Surplus funds are also invested in new avenues of earnings in the form of partnership with other entities like in Real Estate and Redeveloping firms. At present the Company has partnership with M/s. Calvin Divine Enterprises with 20% share and M/s. Shree Balaji Associates with 5% share. The management is hopeful that the Company can earn reasonable return on these investments.

Turnover

Gross Turnover including other incomes for the financial year 2022-23 stood at Rs.9,057.72 Lakhs in comparison to Rs.5768.45 Lakhs for the financial year 2021-22.

Revenue

The Company reported Revenue of Rs.9,001.35 Lakhs for the financial year 2022-23 in comparison to Rs.5745.60 Lakhs for the financial year 2021-22.

Finance Cost

Finance cost stood at Rs.87.45 Lakhs for the financial year 2022-23 in comparison to Rs.30.85 Lakhs for the financial year 2021-22.

Depreciation

Depreciation stood at Rs.27.79 Lakhs for the financial year 2022-23 in comparison to Rs.20.24 Lakhs for the financial year 2021-22.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

Your Company treats its “human resources” as one of its most important assets. We continuously invest in attraction, retention and development of talent on an ongoing basis. Our thrust is on the promotion of talent internally through job rotation and job enlargement. We believe in harnessing its leadership and people capabilities through sharp focus and initiatives on talent development. The total number of permanent employees as on 31.03.2023 was 26.

We review our talent based on their performance and potential to assess their readiness for future roles of higher scale and complexity. We believe in developing our employees through multiple experiences requiring them to handle scale and complexity. We have instituted this through varied job rotation and project roles. We have put in place various recognition initiatives for our employees to reward them on their noteworthy performance and contribution. Social awareness and cultural/sports programmes are arranged regularly to create interest in living a meaningful life and release tensions

Our Company is committed to providing work environment that ensures every employee is treated with dignity and respect and afforded equitable treatment. The Company is also dedicated at promoting a work environment that is conducive to the professional growth of its employees and encourages equality of opportunity. To foster a positive workplace environment, free from harassment of any nature, we have institutionalized the Anti Sexual Harassment Framework through which we address complaints of sexual harassment at the workplace. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate. We have also constituted Complaints Committee to consider and address sexual harassment complaints in accordance with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

SIGNIFICANT KEY FINANCIAL INDICATORS

Not applicable as there are no changes of 25% or more in key financial indicators as compared to the immediately previous financial year.

CHANGE IN NET WORTH

The Company's Net worth stood at Rs.3,282.40 Lakhs for the financial year 2022-23 as compared to Net worth of Rs.3,224.30 Lakhs for the previous financial year 2021-22. During the year under review, the net profit of the Company has declined by approx. 74.48% from the previous year and hence the return on Net worth of Company is 1.44% as compared to 5.62% of previous financial year.

CAUTIONARY STATEMENT

Statements in the Board's Report and the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include global and Indian demand supply conditions, finished goods prices, feed stock availability and prices, cyclical demand and pricing in your Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which your Company conducts business and other factors such as litigation and your Company is not obliged to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise. The "Management's Discussion and Analysis" does not constitute a prospectus, offering circular or offering memorandum or an offer to acquire any shares and should not be considered as a recommendation that any investor should subscribe for or purchase any of the Company's securities.

CONCLUSION

At Inducto Steel Limited, innovation and responsibility have been at the core of building a sustainable enterprise and exploring possibilities towards creating a better future. We have focused on strengthening our balance sheet, upholding the highest standards in ethical and responsible business practices and striving towards a shared future of prosperity.

For and on behalf of the Board of Directors
For **INDUCTO STEEL LIMITED**

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: May 30, 2023
Place: Mumbai

ANNEXURE B

DETAILS PERTAINING TO EMPLOYEES AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (1) OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

The information required under Section 197(12) of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- 1) Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2022-23; and
- 2) Percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, if any, for the Financial Year 2022-23:

(Rs. In Lakhs)

Sr. No.	Name	Designation	Remuneration for the Financial Year 2022-23	Percentage Increase/ (Decrease) in remuneration in the Financial Year 2022-23 (%)	Ratio of Remuneration of each Director to Median Remuneration of Employees
1.	Dilip Vimal Kaushik	Chief Financial Officer	8.96	14.59	Not Applicable
2.	Bhoomi Rathod (Resigned w.e.f. September 30, 2022)	Company Secretary	0.95	Not Applicable	Not Applicable
3.	Fulvanti Jain (Appointed w.e.f. March 23, 2023)	Company Secretary	0.13	Not Applicable	Not Applicable

3) Percentage increase in the median remuneration of employees in the financial year:

The percentage increase in the median remuneration of employees in the financial year is approximately 25.25%.

4) Number of permanent employees on the rolls of Company: 26

5) Average percentile increase/decrease 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:

There is an increase of approximately 14.59% in the remuneration paid to Chief Financial Officer of the Company. Since no remuneration is being paid to Managing Director of the Company, the information pertaining to comparison with percentile increase in managerial remuneration cannot be provided.

Affirmation that the remuneration is as per the remuneration policy of the Company:

It is hereby affirmed that the remuneration paid to Directors, KMP and members of Senior Management is as per Remuneration Policy of the Company and other employees of the Company is as per the Human Resource Philosophy of the Company.

On behalf of the Board of Directors
For **INDUCTO STEEL LIMITED**

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: May 30, 2023
Place: Mumbai

ANNEXURE C

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023
[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,
INDUCTO STEEL LIMITED

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

Based on our verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the Financial Year ended on **March 31, 2023** ("period under review"), complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company as given in **Annexure-I**, for the period under review, according to the applicable provisions of:
 - (i) The Companies Act, 2013 ("the Act") and the Companies Amendment Act, 2017 as amended from time to time and the rules made thereunder (*to the extent applicable*);
 - (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder (*to the extent applicable*);
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder (*to the extent applicable*);
 - (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 (*to the extent applicable*);
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client; and

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

2. We have relied on the representations made by the Company and its officers and report of the Internal Auditor for systems and mechanism formed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company which are stated above very specifically.
3. 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 BSE Limited (“BSE/ Stock Exchange”), from time to time and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the financial year under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation / Circular No.	Details of Violation	Action Taken by	Type of Action	Fine Amount	Management Response
1.	Prior intimation about the meeting of the board of directors	Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	There was a delay in furnishing prior intimation about the meeting of the board of directors held on 14 th November 2022.	BSE	Fine	Rs. 11,800/-	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on January 13, 2023.
2.	Submission of quarterly and year-to-date standalone financial results within forty-five days of end of each quarter, other than the last quarter.	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015	Non-submission of Asset & Liability and Cash flow statement for the quarter ended September 30, 2022 in pdf Format.	BSE	Fine	Rs. 3,25,000/-	On being notified of non-compliance, the Company took all possible measures to make good the error. Further, the Company has also made a representation to BSE for waiver of fine imposed on February 1, 2023 and the same is pending with BSE for further action.

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. The changes in the composition of the Board of Directors or Key Managerial Personnel ("KMP") 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 of all Directors at the meeting.

All Resolutions of the Board of Directors and its Committees are approved by the requisite majority and are duly recorded in the respective minutes. Majority decision is carried through, while the dissenting views of the Directors/ Members, if any, are captured and recorded as part of the minutes.

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.

This report is to be read with our letter of even date, which is annexed as **Annexure - II** to this report.

For **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA

Partner

FCS No.: 7956, C P No.: 6740

UDIN: F007956E000428684

Place: Mumbai

Date: May 30, 2023

Annexure - I

List of documents verified

1. Memorandum & Articles of Association of the Company;
2. Annual Report for the Financial Year ended March 31, 2022.
3. Minutes of the meetings of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee held during the financial year under review, alongwith the Attendance Registers;
4. Resolutions passed by way of circulation approved by the Board of Directors and its Committees from time to time.
5. Minutes of General Body Meeting held during the financial year under review;
6. Statutory Registers viz.
 - Register of Directors & KMP & Directors Shareholding
 - Register of loans, guarantees and security and acquisition made by the Company
 - Register of Charges
 - Register of Related Party Transaction- Transactions are in the Ordinary Course of Business at Arm's Length Basis.
 - Register of Members;
7. Agenda papers submitted to all the Directors/ Members for the Board and Committee Meetings;
8. Declarations received from the Directors of the Company pursuant to the provisions of Section 184(1), Section 164(2), Section 149(3) and Section 149(7) of the Companies Act, 2013;
9. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 1956, if any and Companies Act, 2013, as amended from time to time along with the attachments thereof, during the financial year under review.
10. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Annexure - II

To,
The Members,
INDUCTO STEEL LIMITED

Our report of even date is to be read along with this letter.

- 1) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the practices and processes, we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4) Where ever required, we have obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.
- 5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
- 6) The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA

Partner

FCS No.: 7956, C P No.: 6740

UDIN: F007956E000428684

Place: Mumbai

Date: May 30, 2023

ANNEXURE D

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2023

The Company makes all efforts towards conservation of energy, protection of environment and ensuring safety.

The particulars as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo is as follows

Health, Safety and Environment:

The Company aims to provide a safe and healthy workplace to our employees, visitors and contract workers and achieve high standards of environment protection. We are certified to the following:

Certificate No./ Standard	Description/Compliance/Requirement
ISO 9001:2015 Quality Management System	The Quality Management System of the Inducto Steels Limited has been audited and has been found to be in accordance with the requirements of ISO 9001:2015
ISO 14001:2015 Environmental Management System	The Environmental Management System of the Inducto Steels Limited has been audited and has been found to be in accordance with the requirements of ISO 14001:2015
OHSAS 18001:2007 Occupational Health and Safety Management System	The Occupational Health and Safety Management System of the Inducto Steels Limited has been audited and has been found to be in accordance with the requirements of OHSAS 18001:2007

Conservation of energy:

- **the steps taken or impact on conservation of energy;**
- **the steps taken by the Company for utilising alternate sources of energy;**

In light of the global challenges concerning energy security, the Company considers energy management as one of the key components of its responsible business strategy. The Company recognized the importance of energy conservation in decreasing the deleterious effects of global warming and climate change. The Company has implemented various initiatives for the conservation of energy and all efforts are made to minimize energy costs. Company is engaged in Ship Breaking, trading in metal scrap, coals, graphite electrodes and other industrial inouts. No significant power consumption is required in ship breaking industry as major portion in production process consist of non mechanical processes. However, industrial gases are used in ship dismantling activities and the Company has taken various measures to control the consumption of fuel and energy.

➤ **the capital investment on energy conservation equipments;**

The Company is taking adequate steps to conserve energy though no such capital investment has been made.

Technology absorption:

The Company continues to adopt and use the latest technologies to improve the productivity and quality of its services and products. The Company's operations do not require significant absorption of technology. There has been no import of technology in FY 2022-23.

Foreign exchange earnings and Outgo:

(Rs. In Lakhs)

Particulars	Current Year			Previous Year		
	INR	USD	EUR	INR	USD	EUR
Foreign Exchange Earnings	---	---	---	---	---	---
Foreign Exchange Outgo	8,992.99	112.46	---	1,991.36	26.45	---

On behalf of the Board of Directors
For **INDUCTO STEEL LIMITED**

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: May 30, 2023
Place: Mumbai

CORPORATE GOVERNANCE REPORT

(Pursuant to Regulation 34 (3) and Schedule V (C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended)

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance philosophy stems from our belief that corporate governance is an integral element in improving efficiency and enhancing investor confidence. Our goal is to promote and protect the long-term interest of all stakeholders, and to that end, our philosophy of Corporate Governance is built on a foundation of ethical and transparent business operations and is designed to inspire trust among all stakeholders, strengthen the Board and management accountability.

The governance philosophy of your Company rests on five basic tenets viz. Board's accountability to the Company and the Stakeholders, strategic guidance and effective monitoring by the Board, protection of minority interests and rights, equitable treatment to all Stakeholders, as well as superior transparency and timely disclosure.

In line with the above philosophy, your Company continuously endeavors for excellence and focuses on enhancement of long-term Stakeholder's value through adoption of and adherence with the best governance practices, in true spirit at all times.

Following principles supplement the core of the Company's philosophy on Corporate Governance:

- **TRANSPARENCY** in all decision making processes;
- High levels of **DISCLOSURES**;
- High standards of **ETHICS**;
- Regular **REVIEW** of processes and management systems for improvement; and
- **APPROPRIATE CONTROL SYSTEM** to enable the Board to efficiently conduct the business and discharge its responsibilities to its Stakeholders.

During the year under review, the Board continued its pursuit by adopting and monitoring of corporate strategies, prudent business plans, major risks and ensuring that the Company pursues policies and procedures to satisfy its social, legal and ethical responsibilities.

Moreover, the Company undertakes to take an audit of its secretarial records and documents to ensure timely compliance with applicable laws to the Company.

Your Company is in compliance with the Corporate Governance requirements as enshrined in the Companies Act, 2013 read with the Rules made thereunder ("Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws.

Your Company presents this report, prepared in terms of the SEBI Listing Regulations (including the amendments to the extent applicable), enumerating the current Corporate Governance systems and processes at the Company.

I. BOARD OF DIRECTORS

The Board of Directors of your Company (“Board”) is at the core of the Corporate Governance system of the Company. The Board is responsible for and committed to sound principles of Corporate Governance in the Company and plays a crucial role in overseeing how the Management serves the short-term & long-term interests of Members and other Stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board.

The Board provides and evaluates the Company’s strategic direction, management policies and their effectiveness, and ensures that shareholders’ long-term interests are being served.

Committees of the Board handling specific responsibilities mentioned under the applicable laws viz. Audit Committee, Stakeholder’s Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee, empower the functioning of the Board through flow of information amongst each other and by delivering a focused approach and expedient resolution of diverse matters.

Also, while discharging its fiduciary duties and in ensuring effective functioning of your Company, the Board is duly supported by the Managing Director, Key Managerial Personnel (“KMP”) and the Senior Management. It operates within the framework of well-defined responsibility matrix, which enables it to oversee how the Management of the Company serves and protects the long-term interests of all the Members and other Stakeholders of the Company.

A. Composition of Board of Directors

An independent and well-informed Board goes a long way in protecting the Stakeholder’s interest and simultaneously maximise long-term corporate values.

In compliance with the requirements under the relevant provisions of the Act & SEBI Listing Regulations and with a strong belief that the Board needs to have an appropriate blend of Directors to maintain its diversity and independence, the Board of your Company has an optimum combination of such number of Executive, Non-Executive and Independent Directors, including a Woman Director.

The composition and strength of the Board is reviewed from time to time for ensuring that it remains aligned with the statutory as well as business requirements and it separates the roles of governance and management.

The composition of the Board is in conformity with Section 149 of the Act and Regulation 17 of the SEBI Listing Regulations.

As on March 31, 2023, your Company's Board comprises of 4 (Four) Directors, categorised as below:

Sr. No.	Name of Director	Designation	DIN
1	Mr. Rajeev Shantisarup Reniwal	Executive- Director	00034264
2	Mrs. Sweety Rajeev Reniwal	Non-Executive Non-Independent Director	00041853
3	Mr. Yogesh Anantrai Thakkar	Independent Non-Executive Director	00043588
4	Mr. Bhushanlal Chamanlal Behl	Independent Non-Executive Director	03023697

Mrs. Sweety Reniwal retires by rotation in the ensuing 35th Annual General Meeting of the Company. Details of the said Director retiring by rotation form part of the Notice of the said AGM.

The important and key decisions are taken after due discussion and deliberation with the Board and it is ensured that the relevant information prescribed to be provided under the SEBI Listing Regulations alongwith such other information, as may be deemed necessary for effective decision making, is presented to the Board.

In terms of the provisions of Section 184 of the Act and Regulation 26(2) of the SEBI Listing Regulations, the Directors present necessary disclosures regarding the positions held by them on the Board and/or Committees of other public and/or private companies, from time to time. On basis of such disclosures, it is confirmed that as on the date of this Report, none of the Directors of your Company hold the office of Director OR holds Committee Chairmanship/Membership in more than the permissible number of Companies under section 165 of the Act or Regulation 17A of the SEBI Listing Regulations.

The details of each Director along with the number of Directorships/Committee Memberships/Chairmanships and their shareholding in the Company as on March 31, 2023, along with the date of joining the Board, are provided herein below:

Name of the Director	Date of joining	Shareholding in the Company	Directorships in other Companies ⁽¹⁾	No. of other Companies Board Committees ⁽³⁾ in which Chairperson/ Member	
				Chairperson	Member
Mr. Rajeev Reniwal	01/04/1993	3,37,526	01 ⁽²⁾	Nil	Nil
Mrs. Sweety Reniwal	09/03/2002	4,07,745	Nil	Nil	Nil
Mr. Yogesh Thakkar	22/03/2004	0	Nil	Nil	Nil
Mr. Bhushanlal Behl	12/04/2010	0	Nil	Nil	Nil

Notes:

- 1) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, total number of Directorships excludes Directorships in the Company, Foreign Companies, Private Limited

Companies, Companies formed under Section 25 of the erstwhile Companies Act, 1956 and under Section 8 of the Act.

- 2) Directorship in Indian unlisted public company.
- 3) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, Chairmanship/ Membership of Committee only include the Audit Committee and Stakeholders Relationship Committee in other Indian Public Companies (Listed and Unlisted).

B. Details of Meetings of the Board of Directors and Annual General Meeting held during the period under review, alongwith attendance of Directors at each meeting

The Board meets at regular intervals to discuss and decide on strategies, policies and reviews the financial performance of the Company. The meetings of the Board are pre-scheduled and a tentative annual calendar of the meeting is circulated to the Directors well in advance to facilitate them to plan their schedules accordingly. In case of business exigencies, the Board's approval is taken through circular resolutions and the same are noted at the subsequent meeting of the Board and/or Committees.

The notice and detailed agenda alongwith the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions by the Board. The Board also reviews the performance of the Company vis-à-vis the budgets/ targets.

Video-conferencing facilities are made available to facilitate Directors travelling abroad or present at other locations, in case they wish to participate in the meetings. The same is conducted in compliance with the applicable laws.

The Board meets at least 4 times in a year (one meeting in every calendar quarter) and the maximum gap between any two consecutive meetings is less than 120 days, as stipulated under Section 173(1) of the Act, Regulation 17(2) of the SEBI Listing Regulations and the Secretarial Standards issued by Institute of Company Secretaries of India. Additional meetings are held as and when necessary. Mr. Rajeev Shantisarup Reniwal and Mrs. Sweety Rajeev Reniwal are husband and wife, apart from this, there are no inter-se relationships between our Board Members.

During the financial year 2022-23, **10 (Ten)** meetings of the Board were held and the gap between two meetings did not exceed 120 days. The necessary quorum was present for all the meetings.

The dates on which the said meetings were held are as follows:

Sr. No.	Date of the Meeting
1.	May 30, 2022
2.	June 28, 2022
3.	August 13, 2022
4.	August 14, 2022
5.	September 05, 2022

6.	September 30, 2022
7.	November 14, 2022
8.	January 05, 2023
9.	February 14, 2023
10.	March 23, 2023

The details of attendance of Directors at each such meeting of the Board and at the 34th Annual General Meeting of the Company held on September 30, 2022, are provided herein below:

Sr. No.	Date of the meeting for the Financial Year 2022-23	Name of the Directors			
		Mr. Rajeev Reniwal	Mrs. Sweety Reniwal	Mr. Yogesh Thakkar	Mr. Bhushanlal Behl
Board Meeting held during the tenure					
1	May 30, 2022	P	P	P	P
2	June 28, 2022	P	P	A	A
3	August 13, 2022	P	P	P	P
4	August 14, 2022	P	P	P	P
5	September 05, 2022	P	P	P	P
6	September 30, 2022	P	P	P	P
7	November 14, 2022	P	P	P	P
8	January 05, 2023	P	P	P	P
9	February 14, 2023	P	P	P	P
10	March 23, 2023	P	P	P	P
Annual General Meeting					
34 th	September 30, 2022	P	P	P	P

Note: *P: Present *A: Absent

C. Independent \ of the Company which are currently available with the Board:

Sr. No.	Skills/Expertise/Competence	Particulars
1.	Global Business	Understanding, of global business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions.
2.	Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.

3.	Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.
4.	Finance	An understanding of Finance and Financial Reporting Processes. Understanding and overseeing various risks faced by the Company and ensuring that appropriate policies and procedures are in place to effectively manage risks.

D. Skills/Expertise/Competence possessed by Directors of the Company:-

Name of Director	Global Business	Strategy and Planning	Governance	Finance
Mr. Rajeev Reniwal	√	√	√	√
Mrs. Sweety Reniwal	√	√	√	√
Mr. Yogesh Thakkar	√	√	√	√
Mr. Bhushanlal Behl	√	√	√	√

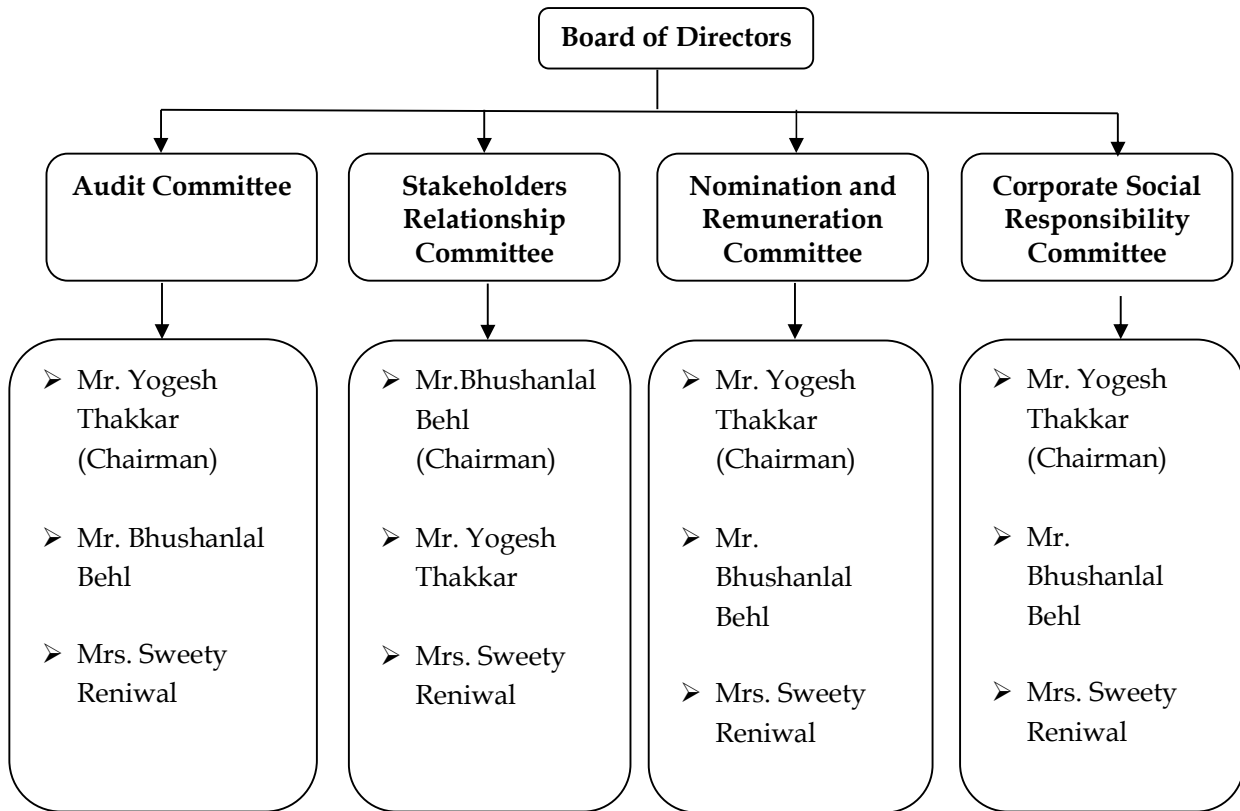
The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. Being an IT service provider, the Company's business runs across different industry verticals, geographical markets and is global in nature. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

II. COMMITTEES OF THE BOARD

The Committees of the Board ("Committees") play a crucial role in the governance structure of the Company. They have been constituted under the formal approval of the Board to carry out clearly defined roles. Members of the Committees possess expertise in relevant areas and functions, which enables better handling and expedient resolution of diverse matters. Terms of reference of all the committees are laid down in line with the requirements of the Act and the SEBI Listing Regulations, to deal with specific areas/activities which concern the Company and need a closer review and to carry out clearly defined roles.

The Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. There is seamless flow of information between the Board and its Committees, as the Committees report their recommendations and opinions to the Board, which in turn supervises the execution of respective responsibilities by the Committees. The minutes of the meetings of all the Committees are placed before the Board for its review.

Composition of Committees as on March 31, 2023



Ms. Fulvanti Jain, Company Secretary and Compliance Officer of your Company acts as the Secretary of all the Committees.

Note: Ms. Bhoomi Vijay Rathod, Company Secretary and Compliance Officer of your Company, acted as the Secretary of all the Committees till the date of her resignation i.e. September 30, 2022.

❖ Audit Committee

Your Company has a qualified and independent Audit Committee, which acts as a link between the management, the statutory and internal auditors and the Board. Its composition, quorum, powers, role and scope are in accordance with the provisions of Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. All the members of the Audit Committee are financially literate. The Committee is entrusted with the responsibility to supervise the Company’s internal controls and financial reporting process.

(i) Composition:

The Committee comprises three Directors as its Members, all of which are Non-Executive Directors and amongst them 2 are Independent Directors.

Mr. Yogesh Thakkar, Independent Director, is the Chairman of the Audit Committee. Mr. Bhushanlal Behl and Mrs. Sweety Reniwal are the other members of the Committee.

(ii) Brief Description of Terms of Reference:

The Board has framed the Audit Committee Charter for the purpose of effective compliance of provisions of Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

In terms of the applicable provisions of the Act and in terms of Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations, the scope, functions and terms of reference of the Audit Committee inter alia cover the following matters:

a. Financial Matters:

- Overseeing the Company's financial reporting process and the disclosure of financial information to ensure that the Financial Statements are correct, sufficient and credible;
- Reviewing with the Management, the Quarterly Unaudited Financial Statements and Annual Audited Financial Statements alongwith Limited Review Report/Auditor's Report thereon before submission to the Board for the approval. Reviewing of Annual Financial Statements inter alia including reviewing changes in Accounting Policies, if any, major accounting entries involving estimates, significant adjustments made in Financial Statements, qualifications in draft Audit Report, if any etc.;
- Reviewing Management Discussion and Analysis of financial condition and results of operations; and
- Scrutinising the inter-corporate loans and investments.

b. Internal Controls, Audit and Auditors:

- Recommending the terms of appointment/re-appointment, remuneration and any other terms and conditions pertaining to the appointment/re-appointment, if required, replacement or removal of auditors, fixation of statutory audit fees and approval of payment for any other services rendered by the Statutory Auditors, as permitted under applicable laws;
- Reviewing and monitoring the Auditor's independence and performance and effectiveness of audit process;
- Reviewing the adequacy of internal audit function and internal control systems including internal financial controls;
- Evaluating of Internal Financial Controls, Risk Management Systems of the Company;

- Discussing with the Internal Auditors of any significant findings and follow-up thereon; and
- Reviewing significant audit findings, if any, from the statutory and internal audits.

c. Other Matters:

- Approving all Related Party Transactions;
- Approving appointment of Chief Financial Officer of the Company; and
- Reviewing the functioning of Vigil/ Whistle Blower Mechanism.

(iii) Meetings and Attendance during the year:

The Committee met **4 (Four)** times during the year under review i.e. on May 30, 2022; August 13, 2022; November 11, 2022 and February 14, 2023 (each meeting being consecutively numbered from 1 to 4), to deliberate on various matters.

The details of attendance of the Members of the Committee at each meeting are provided herein below:

Name of the Member	Meetings of Committee for the Financial Year 2022-2023					
	May 30, 2022	August 13, 2022	November 14, 2022	February 14, 2023	Meetings held during the tenure	Meetings attended
Mr. Yogesh Thakkar	P	P	P	P	04	04
Mr. Bhushanlal Behl	P	P	P	P	04	04
Mrs. Sweety Reniwal	P	P	P	P	04	04

Note: *P: Present

Chief Financial Officer, representatives of the Statutory Auditors and Internal Auditors of your Company are also invited to the Audit Committee Meetings. In addition, other Senior Management Personnel are also invited to the Committee meeting from time to time, for providing such information as may be necessary.

❖ Nomination and Remuneration Committee

The Board of your Company has constituted a Nomination and Remuneration Committee ("NRC") in terms of the provisions of Section 178 of the Act. Its composition, quorum, powers, role and scope are in accordance with the provisions of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations.

The Committee is inter alia entrusted with the responsibility of formulating criteria for determining the qualifications, positive attributes and independence of the present and proposed Directors as well as recommending a policy to the Board relating to the remuneration of Directors, KMP and other employees. It also specifies the methodology for effective evaluation of performance of the Board, its Committees and individual Directors.

(i) Composition:

The Committee comprises 3 Directors as its Members, all of which are Non-Executive Directors and amongst them 2 are Independent Directors.

Mr.Yogesh Thakkar, Independent Director, is the Chairman of the said Committee. Mr. Bhushanlal Behl and Mrs. Sweety Reniwal are the other members of the Committee.

(ii) Brief Description of Terms of Reference:

The broad terms of reference of the NRC, as approved by the Board in terms of the Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, inter alia, include the following:

- a. Identifying persons who are qualified to become Directors and who may be appointed at Senior Management positions in accordance with the criteria laid down and recommending to the Board their appointment and removal;
- b. Recommending the remuneration/revision in remuneration of Managing Director and Executive Directors to the Board for approval and review;
- c. Formulating criteria for determining qualifications, positive attributes and independence of a Director and recommending to the Board a policy relating to the remuneration for the Directors, KMP and other employees;
- d. Formulating criteria for evaluation of Board, its Committees and each Director and reviewing its implementation and compliance;
- e. Devising a policy on Board diversity; and
- f. Recommending to the Board the extension or continuation of term of appointment of the Independent Director, on the basis of the report of performance evaluation of the Independent Directors.

(iii) Meetings and Attendance during the year:

NRC met **4 times** during the year under review i.e. on June 28, 2022; August 13, 2022; November 14, 2022 and March 23, 2023 to deliberate on various matters.

The details of attendance of Members of the Committee at each meeting are provided herein below:

Name of the Member	Meetings of Committee for the Financial Year 2022-2023					
	June 28, 2022	August 13, 2022	November 14, 2022	March 23, 2023	Meetings held during the tenure	Meetings attended
Mr. Yogesh Thakkar	P	P	P	P	04	04
Mr. Bhushanlal Behl	P	P	P	P	04	04
Mrs. Sweety Reniwal	P	P	P	P	04	04

Note: *P: Present

(iv) Performance Evaluation Criteria for Independent Directors:

The performance of the Independent Directors of the Company is evaluated on the following criteria's, more particularly as to how an Independent Director:

- Invests time in understanding the Company and its unique requirements;
- Brings in external knowledge and perspective to the table for discussions at the meetings;
- Expresses his/ her views on the issues discussed at the Board; and
- Keeps himself/ herself current on areas and issues that are likely to be discussed at the Board level.

(v) Nomination Policy and Remuneration Philosophy/ Policy:

In terms of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, the Board of your Company had, on recommendation of the NRC, adopted a Nomination Policy, which inter alia enumerates the Company's policy on appointment of Directors and KMP. Further, the Board has, on recommendation of NRC, also adopted a policy entailing Remuneration Philosophy, which covers remuneration philosophy covering the Directors, KMP and employees included in Senior Management of the Company.

Both the aforesaid policies are available on the website of the Company i.e. www.hariyanagroup.com.

The Company's remuneration policy is intended to attract and retain the individuals in order to achieve the Company's objective. Further, the Company has a system where all the Directors and employees included in the Senior Management of the Company are required to disclose all pecuniary relationships or transactions with the Company. No severance fees are paid to the Directors of the Company.

a. Remuneration to Non-Executive Directors:

The Non-Executive Directors/Independent Directors were not paid any remuneration during the year under review.

The Non-Executive Directors/Independent Directors do not have any material pecuniary relationship or transactions with the Company.

b. Remuneration to Executive Directors:

In terms of the provisions of the Act and in line with the Nomination Policy and Remuneration Philosophy/Policy of the Company, the appointment and remuneration of Executive Directors (i.e. Managing Director, in case of the Company) is approved by the Board and the Members of the Company, on recommendation of the NRC. The appointment of Executive Directors is subject to termination by either party by giving one month's notice of such termination in writing by either side or salary in lieu thereof or by mutual consent. The remuneration paid to the Managing Director comprises salary, allowances, perquisites, stock options, performance linked income/bonus and other Retirement Benefit Funds, as approved by the Members at the Annual General Meeting. No Remuneration is paid to the Executive Directors of the Company during the financial year ended 2022-23.

Annual increments are linked to performance and are decided by the NRC and recommended to the Board for approval thereof. The Performance Review System is primarily based on

competencies and values. The Company closely monitors growth and development of top talent in the Company to align personal aspirations with the organizational goals and objectives.

c. Stock Options:

The Company does not grant any Employee Stock Option Scheme.

❖ Stakeholders Relationship Committee

The Board of your Company has constituted a Stakeholder's Relationship Committee ("SRC") in terms of the provisions of Section 178 of the Act. Its composition, quorum, powers, role and scope are in accordance with the provisions of Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations.

The Committee is inter alia entrusted with the responsibility of considering and resolving the grievances of the security holders of the Company including complaints related to transfer of shares, non-receipt of Annual Report, non-receipt of declared dividends, if any.

(i) Composition:

The Committee comprises of three Directors as its Members, all of which are Non-Executive Directors and amongst them 2 are Independent Directors.

Mr. Bhushanlal Behl, Independent Director, is the Chairman of the Committee. Mr. Yogesh Thakkar and Mrs. Sweety Reniwal are the members of the Committee.

Ms. Fulvanti Jain, Company Secretary and Compliance officer of your Company acts as the Secretary to the Committee.

(ii) Brief Description of Terms of Reference:

In terms of the applicable provisions of the Act and Regulation 20(4) read with Part D of Schedule II of the SEBI Listing Regulations, the scope, functions and terms of reference of the SRC inter alia cover the following matters:

- Reviewing of relating to transfer of shares, transmission of shares, issue of duplicate share certificates, non-receipt of Annual Report, non-receipt of declared dividends and any other shareholder related queries/complaints;
- Reviewing of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

(iii) Meetings and Attendance during the year:

SRC met **4 times** during the year under review i.e. on May 30, 2022; August 13, 2022; November 14, 2022 and February 14, 2023 to deliberate on various matters with respect to

Stakeholders of the Company. The details of attendance of Members of the Committee at each meeting are provided herein below:

Name of the Member	Meetings of Committee for the Financial Year 2022-2023					
	May 30, 2022	August 13, 2022	November 14, 2022	February 14, 2023	Meetings held during the tenure	Meetings attended
Mr. Bhushanlal Behl	P	P	P	P	04	04
Mr. Yogesh Thakkar	P	P	P	P	04	04
Mrs. Sweety Reniwal	P	P	P	P	04	04

Note: *P: Present

(iv) Shareholder's complaints:

During the year under review, your Company did not receive any complaints from the Shareholders. Therefore, there are no pending complaints or unresolved complaints to the satisfaction of Shareholders.

❖ Corporate Social Responsibility Committee

The Board of your Company has constituted a Corporate Social Responsibility Committee ("CSR Committee") in terms of the provisions of Section 135 of the Act. Its composition, quorum, powers, role and scope are in accordance with the provisions of Section 135 of the Act.

The Committee is inter alia entrusted with the responsibility of monitoring and implementation of the CSR projects/programmes/activities of your Company and also for approving the annual CSR Budget, implementation of CSR projects and other related activities.

(i) Composition:

The Committee comprises 3 Directors as its Members, all of which are Non-Executive Directors and amongst them 2 are Independent Directors

Mr. Yogesh Thakkar, Independent Director, is the Chairman of the Committee. Mr. Bhushanlal Behl and Mrs. Sweety Reniwal are the members of the Committee.

(ii) Brief Description of Terms of Reference:

The scope and functions of the CSR Committee are in accordance with the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 and terms of reference of CSR Committee inter alia includes following:

- a. To formulate and recommend to the Board a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company in areas or subjects as specified in Schedule VII of the Act;

- b. To formulate and recommend to the Board, an annual action plan in pursuance of the CSR Policy in accordance with the Companies (Corporate Social Responsibility Policy) Rules 2014;
- c. To recommend the amount of expenditure to be incurred on the activities in connection with corporate social responsibility to be undertaken by the Company in accordance with Section 135 of the Act; and
- d. To monitor the Corporate Social Responsibility Policy of the Company from time to time.

(iii) Meetings and Attendance:

CSR Committee met once in a year on May 30, 2022. The details of attendance of Members of the Committee at each meeting are provided herein below:

Name of the Member	Meetings of Committee for the Financial Year 2022-2023		
	May 30, 2022	Meetings held during the tenure	Meetings attended
Mr. Yogesh Thakkar	P	01	01
Mr. Bhushanlal Behl	P	01	01
Mrs. Sweety Reniwal	P	01	01

Note: *P: Present

III. GENERAL BODY MEETINGS

- **Annual General Meetings**

Details of the last 3 AGMs of the Members of the Company along with the details of Special Resolutions passed at each such AGM, are tabled herein below:

Financial year	AGM No.	Date	Location	Time	Particulars of Special Resolution(s) passed
2019-20	32 nd	September 30, 2020	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")	10.00 a.m.	None
2020-21	33 rd	September 30, 2021	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")	10.00 a.m.	<ol style="list-style-type: none"> 1. Remuneration to Mr. Rajeev Shantisarup Reniwal (DIN: 00034264) Managing Director of the Company 2. Remuneration to Mrs. Sweety Rajeev Reniwal (DIN: 00041853) Non-Executive Non-Independent Director of the Company.
2021-22	34 th	September 30, 2022	Through Video Conferencing	10.00 a.m.	<ol style="list-style-type: none"> 1. Reappointment of Mr. Rajeev Shantisarup

			(“VC”)/ Other Audio Visual Means (“OAVM”)		Renial (DIN: 00034264) as a Managing Director of the Company for a period of three consecutive years with effect from October 01, 2022.
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All Special Resolutions in the previous three AGMs of the Company were passed with requisite majority. All Resolutions were approved through remote e-voting.

- **Postal Ballot**

During the year, no resolutions were approved through postal ballot.

At present, there is no proposal for passing any Special Resolution through Postal Ballot. None of the business proposed to be transacted at the ensuing Annual General Meeting require passing a special resolution through postal ballot.

IV. MEANS OF COMMUNICATION

- **Results:**

The quarterly/ half yearly/annual results (“said results”) alongwith the Limited Review/ Auditor’s Report thereon are filed with the BSE Limited (referred to as “Stock Exchange”) at its electronic platform i.e. BSE Corporate Compliance & Listing Centre, so as to enable it to display the same on its website. The said results are simultaneously uploaded on the website of the Company i.e. www.hariyanagroup.com for the ease of reference of the Members of the Company. The aforesaid results are also published in “Free Press Journal” and “Navshakti” (a regional daily newspaper published from Mumbai) within the stipulated timelines.

A separate dedicated “Investors section”, on the website of the Company, gives information on the aforesaid results, shareholding pattern and other relevant information of interest to the investors/ public.

In addition to the above, the Company has designated E-mail ID viz. contact@hariyanagroup.com, for Investor Relations and Shareholders assistance and the same is prominently displayed on the website of the Company.

- **Presentations made to institutional investors or to the analysts**

During the year under review, Company did not made presentation to institutional investors.

V. GENERAL SHAREHOLDER INFORMATION

In terms of the provisions of Point No. 9 of Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), General Information of your Company for reference of the Shareholders is provided as under:

- **Thirty Fifth Annual General Meeting:**

Thirty Fifth Annual General Meeting (Day, Date, Time and Venue)	Saturday, September 30, 2023 at 10.00 a.m. through VC/OAVM
Cut-off date for e-voting	September 23, 2023

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at Annual General Meeting (“AGM”) are given in the Annexure to the Notice of this AGM.

- **Financial Year:** Your Company follows April-March as the Financial Year.

Tentative calendar for the Financial Year ending March 31, 2024:

The tentative months for the quarterly meetings of the Board of Directors for consideration of quarterly/ half-yearly/ annual financial results for the Financial 2023-2024, are as under:

Sr. No.	Particulars of the Quarter	Tentative Months
1.	Results for the quarter ended June 30, 2023	July/ August, 2023
2.	Results for the quarter and six months ended September 30, 2023	October/ November, 2023
3.	Results for the quarter and nine months ended December 31, 2023	January/ February, 2024
4.	Results for the quarter and year ended March 31, 2024	April/ May, 2024

Further, the tentative months for the Thirty Sixth AGM of the Company for the Financial Year ending March 31, 2024 shall be August/ September, 2024.

- **Dividend Payment Date:** Not Applicable.
- **Stock Exchanges where Securities of the Company are listed**

Your Company’s Shares are listed on the following Stock Exchange:

Listing on Stock Exchange	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001
Stock Code & ISIN	BSE:532001 Scrip Name : INDCTST ISIN: INE146H01018

- **Payment of Annual Listing/ Custody/ Issuer Fees:**

Annual Listing Fees for the Financial Year 2023-24 have been paid to the Stock Exchange. Annual Custody/ Issuer Fees have been paid to National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) for the Financial Year 2023-24.

Further, in terms of circular no. IMD/FPIC/CIR/P/2018/61 dated April 5, 2018, issued by Securities and Exchange Board of India (“SEBI”), your Company had appointed NSDL as the

“Designated Depository” for the purpose of monitoring of Foreign Investment limits on behalf of the Company.

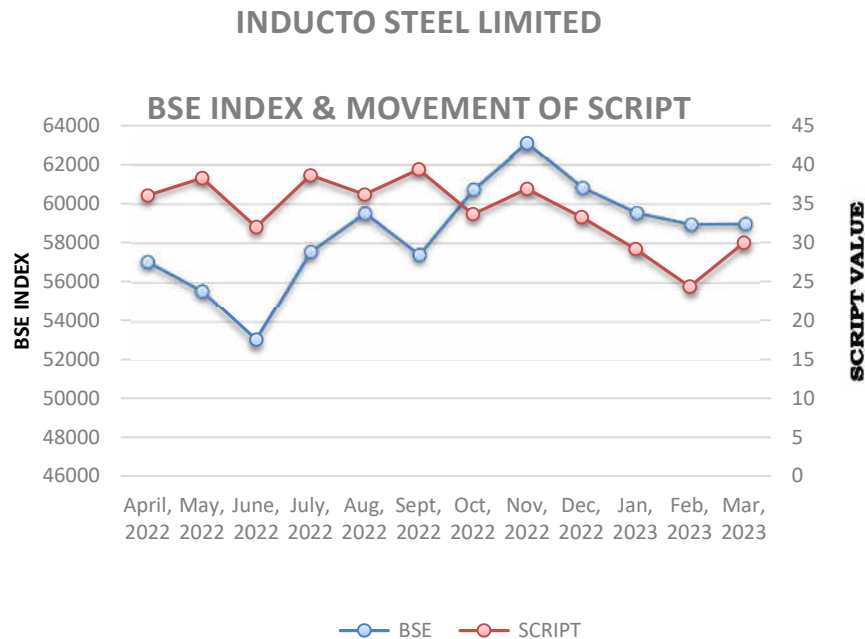
- **Stock Market Price Data:**

The stock market price data and volume of the Company’s shares traded on the BSE during the Financial Year 2022-23 were as under:

Month - Year	High Price (in Rs.)	Low Price (in Rs.)	Close Price (in Rs.)	Total Volume Traded (No. of shares)
April-2022	37.80	31.15	36.05	35,547
May-2022	30.90	32.55	38.30	20,725
June-2022	39.90	24.60	32.00	63,102
July-2022	41.40	32.20	38.65	22,825
August-2022	43.90	35.65	36.15	12,525
September-2022	43.60	33.10	39.40	21,147
October-2022	43.75	31.35	33.65	11,399
November-2022	45.70	32.55	36.90	28,401
December-2022	44.70	29.00	33.25	65,640
January-2023	34.50	28.00	29.15	15,539
February-2023	34.90	22.80	24.35	10,430
March-2023	34.90	22.51	29.97	17,243

- **Stock Performance:**

Performance in comparison to broad-based indices viz. BSE SENSEX during the Financial Year 2022-23 were as under:



- **Registrar and Share Transfer Agents**

Name	Link Intime India Private Limited
Registered Office Address	C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai-400083
E-mail id	rnt.helpdesk@linkintime.co.in
Tel No.	022 - 49186270
Website	www.linkintime.co.in
SEBI Registration Number	INR000004058

- **Distribution of Shareholding as on March 31, 2023:**

Distribution Schedule on Scrip Value as on March 31, 2023				
Share of Nominal Value	Number of Holders	(%) of Holders	Total Amount	% of Amount
UPTO 5000	742	83.18	11,85,840	2.95
5001 TO 10000	68	7.62	5,74,380	1.43
10001 TO 20000	37	4.15	5,92,430	1.47
20001 TO 30000	11	1.23	3,12,590	0.78
30001 TO 40000	4	0.45	1,74,310	0.43
40001 TO 50000	4	0.45	1,79,360	0.44
50001 TO 100000	8	0.90	5,93,840	1.48
100001 TO ABOVE	18	2.02	3,65,59,790	91.00
T O T A L	892	100.00	4,01,72,540	100.00

Distribution Schedule on Number of Shares as on March 31, 2023				
No. of Share	Number of Holders	(%) of Holders	Total Shares	% of Shares
1 TO 100	454	50.90	13,916	0.35
101 TO 200	81	9.08	14,232	0.36
201 TO 500	207	23.21	90,436	2.25
501 TO 1000	68	7.62	57,438	1.43
1001 TO 5000	56	6.28	1,25,869	3.13
5001 TO 10000	8	0.90	59,384	1.48
10001 TO 100000	12	1.34	5,02,240	12.50
100001 TO ABOVE	6	0.67	31,53,739	78.50
T O T A L	892	100.00	40,17,254	100.00

- **Category-wise Shareholding Pattern of the Company as on March 31, 2023:**

Sr. no.	Category	No. of Shareholders	No. of Shares held	% of Share holding
1.	Promoter and Promoter Group	11	27,84,774	69.32
2.	Bodies Corporate	14	1,61,760	4.03
3.	NRI	4	4,689	0.11

5.	Individual share capital upto Rs. 2 Lacs	828	3,38,588	8.43
6.	Individual share capital in excess of Rs. 2 Lacs	7	6,98,605	17.39
7.	HUF	28	28,838	0.72
Total		892	40,17,254	100.00

- **Details of Shares held by Directors as on March 31, 2023:**

Sr. No.	Name of Directors	DIN	No. of Shares Held
1.	Mr. Rajeev Reniwal	00034264	3,37,526
2.	Mrs. Sweety Reniwal	00041853	4,07,745
3.	Mr. Yogesh Thakkar	00043588	0
4.	Mr. Bhushanlal Behl	03023697	0

- **Dematerialisation of Shares and Liquidity**

As on March 31, 2023, 98.76 % of the total Equity Share Capital of the Company was held in dematerialised form with NSDL and CDSL under International Securities Identification Number (“ISIN”) -INE146H01018

- The break-up of Equity Shares held in dematerialised and physical mode as on March 31, 2023, is as under:

Particulars	No. of Shares	%
Physical	49,800	1.24
Dematerialised Mode ⁽¹⁾ :		
• CDSL	18,58,746	46.27
• NSDL	21,08,708	52.49
Total	40,17,254	100

Note:

(1) Entire shareholding of the Promoter and Promoter Group is in Dematerialised form.

- **Reconciliation of Share Capital Audit:**

As stipulated under Regulation 76 of SEBI (Depositories and Participants) Regulations, 1996, M/s. Dilip Bharadiya & Associates, Company Secretaries, carry out a quarterly audit for the purpose of reconciliation of the total issued capital, listed capital and the capital held by the depositories in dematerialised form, the details of changes in the Share Capital during each quarter.

Further, an audit report issued in that regard is submitted to the Stock Exchange on quarterly basis and the same is also placed before the Board.

- **Outstanding Global Depository Receipts (“GDRs”)/ American Depository Receipts (“ADRs”)/ Warrants or any convertible instruments, conversion date and likely impact on equity:**

Your Company has not issued any GDRs/ ADRs/ Warrants/ convertible instruments and hence, there are no outstanding GDRs/ ADRs/ Warrants or any convertible instruments pending for conversion as on March 31, 2023.

- **Commodity Price Risk/ Foreign Exchange Risk and Hedging Activities:**

Your Company does not engage in commodity hedging activities. The foreign currency exposure of the Company, in respect of its imports, borrowings and export receivables, if any, is hedged as per the Forex Policy of the Company. The Company uses a mix of various derivative instruments like forward covers, currency swaps, interest rate swaps or a mix of all.

- **Share Transfer System:**

Your Company has an appropriate share transfer system. Requests for transfer of shares held in physical form can be lodged with the RTA of the Company. If documents are complete in all aspects then the request is generally processed within 15 days of the receipt of the documents.

Transfers in electronic form are much simpler and quicker as the Shareholders have to approach their respective Depository Participants and the transfers are processed by NSDL/CDSL, as the case may be, with no requirement of any separate communication to be made to the Company.

RTA of your Company ensures compliance with all the procedural requirements with respect to transfer, transmission and transposition of shares and formalities with respect to name deletion, sub-division, consolidation, renewal, exchange and endorsement of share certificates.

Further, as stipulated under Regulation 40(9) of the SEBI Listing Regulations, the RTA also obtains a yearly certificate in that regard from M/s. Dilip Bharadiya & Associates, Company Secretaries and the same is filed with the stock exchange.

- **Investor Service and Grievance Handling Mechanism:**

A robust mechanism is established by your Company which ensures efficient service to the investors, pro-active handling of investor correspondences and redressal of grievances in an expeditious manner. This mechanism is handled by the Company Secretary and Compliance Officer of your Company and the RTA.

During the Financial Year 2022-23, the Company did not receive any complaints.

VI. Company’s Recommendations to the Shareholders

a. Open Demat account and Dematerialise your shares

Shareholders may consider converting their physical holdings into dematerialised form and avail the benefits of dealing in Shares in demat form. There are various other benefits such as immediate transfer of shares, no stamp duty payable on transfer of shares held in dematerialised form and avoidance of risks associated with physical certificates such as forged transfers, fake certificates and bad deliveries.

b. Consolidation of folios and avoidance of multiple mailing

In order to enable the Company to reduce costs and duplicity of efforts for providing services, Shareholders who have more than one folio/demat account in the same order of names, are

requested to consolidate their holdings under one folio/demat account. They may write to the RTA/ Depository Participant ("DP") in that regard. This would facilitate one-stop tracking of all corporate benefits on the shares and would reduce time and efforts required to monitor and service multiple folios/demat accounts.

c. Submit Nomination Form

Shareholders shall register their nominations with the Company, in case of physical shares and with their DP, in case of dematerialised shares, to ensure that their shares are transmitted to their respective nominees without any hassles. They must ensure that nomination made is in the prescribed form and must be witnessed by two witnesses in order to be effective. The said form is available for download from the "Investor Relations" section on the website of the Company i.e. www.hariyanagroup.com.

d. Furnish/ update bank account particulars with the Company/ DP

Shareholders holding the shares in physical form shall furnish/update their latest bank account number and other details with the Company and those holding the shares in dematerialised form should ensure that correct and updated particulars of their bank account are available with the DP. This would facilitate in receiving direct credits of dividends, refunds etc., from companies and avoid events such as postal delays and loss in transit.

e. Intimate/ update contact details

In order to receive communications on corporate actions and other information of the Company, the Investors may consider intimating their contact details (including address) and changes therein, if any, to the Company/ RTA, if shares are held in physical mode or to their DP, if the holding is in electronic mode.

f. Service of documents through electronic means

Your Company holds its Green Initiative in high regard. Pursuant to Section 101 and Section 136 of the Act, Companies can serve Annual Reports and other communications through electronic mode to those Shareholders who have registered their E-mail address either with the Company or with the DPs.

Accordingly, Shareholders who have not registered their e-mail addresses so far, are requested to register their E-mail address for receiving all communications including Annual Report, Notices, Circulars etc. from the Company electronically, by submitting a duly filled E-Communication Registration Form available on the website of the Company i.e. www.hariyanagroup.com, to RTA or to the Company on its designated E-mail Id i.e. secretarial.inducto@gmail.com

g. Exercise caution

Shareholders shall keep the Company/ DP updated on any change with respect to their holdings, to avoid likelihood of fraudulent transfers in case of folios with no movement or where the shareholder has either expired or is not residing at the address registered with the Company.

h. Deal with Registered Intermediaries

Shareholders should transact through a registered intermediary, who is subject to regulatory discipline of SEBI, as it will be responsible for its activities and in case the intermediary does not act professionally, the matter can be taken up with SEBI/ Stock Exchanges.

i. Monitor holdings regularly

Demat account should not be kept dormant for a long period of time. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified. Where the Shareholder is likely to be away for a long period of time and where the securities are held in electronic form, the Shareholder can make a request to the DP to keep the account frozen, so that there can be no debit to the account till the instruction for freezing the account is countermanded by the Shareholder.

j. Mode of Postage

Share certificates and high value dividend/interest warrants/cheques/demand drafts should not be sent by ordinary post. It is recommended that such instruments are by registered post or courier.

Plants/ Divisions of the Company with their locations:

1. Ship Breaking Yard:

Plot No.14, Ship Breaking Yard, Alang, Dist. Bhavnagar, Gujarat - 364001

2. Bhavnagar Division:

Hariyana House, 2165/A-2, 2nd Floor, Sanskar Mandal Chowk, Bhavnagar - 364 002

3. Branch Office:

Hariyana Ship Breakers Limited, Atlanta Building, Plot No 2171-72/C, Opp Joggers Park, G-1 Attabhai Road, Bhavnagar- 364991, Gujarat.

• **Address for Correspondence:**

All Member's correspondence should be forwarded to Link Intime India Private Limited, the Registrar and Transfer Agent of the Company or to the Company Secretary at the Registered Office of the Company at the addresses mentioned below.

The Company's dedicated e-mail address for Members' Complaints and other communications is secretarial.inducto@gmail.com

As stated in the SEBI circular dated November 7, 2022 with respect to redressal of investor grievances through the SEBI Complaints Redress System (SCORES) platform, whereby SEBI has made mandatory for investors to first take up their grievances for redressal with the Company and then register with SCORES in case the Company fails to redress the same, Members are requested to approach the Company directly at the first instance for their grievances.

Registrar and Share Transfer Agents (RTA)

Link Intime India Private Limited

C-101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai - 400 083

Ph: 022 - 49186270;

Fax: 022 - 49186060;

Email: rnt.helpdesk@linkintime.co.in

Website: www.linkintime.co.in

Registered Office

Inducto Steels Limited

156, Maker Chambers VI,
220 Jammalal Bajaj Marg,
Nariman Point, Mumbai-400 021

Ph: +91 22 22043211

Fax: +91 22 22043215

E-mail: secretarial.inducto@gmail.com

Website: www.hariyanagroup.com

- **Feedback:**

Your feedback is valuable to us to help us serve you better. Members are requested to give us their valuable suggestions, if any, for enhancement of our Investor Services by writing to us/ RTA at the address provided hereinabove.

Company has provided the details required under this as a separate section on “General Shareholder Information”, which forms a part of this Annual Report.

VII. OTHER DISCLOSURES

a) Details of materially significant related party transactions that may have potential conflict with the interests of the Company at large

All the Related Party Transactions (“RPTs”) entered into by your Company, during the Financial Year 2022-23, were at arm’s length and in the ordinary course of business of the Company. All such transactions had prior approval of the Audit Committee and the Board.

However, there were no material significant RPTs that had/ may have potential conflict with the interests of your Company at large.

b) Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years

Your Company has complied with all applicable provisions of the SEBI Listing Regulations and all other applicable regulations and guidelines issued by SEBI and Stock Exchange except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation / Circular No.	Details of Violation	Action Taken by	Type of Action	Fine Amount	Management Response
1.	Prior intimation about the meeting of the board of directors	Regulation 29(2) of SEBI (Listing Obligations and Disclosure Requirements), 2015	There was a delay in furnishing prior intimation about the meeting of the board of directors held on 14 th November 2022.	BSE	Fine	Rs. 11,800/-	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on January 13, 2023.
2.	Submission of quarterly and year-to-date standalone	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements)	Non-submission of Asset & Liability and Cash flow	BSE	Fine	Rs. 3,25,000/-	On being notified of non-compliance, the Company took all possible measures to make good the error. Further, the Company has also

financial results within forty-five days of end of each quarter, other than the last quarter.	nt) Regulation, 2015	statement for the quarter ended September 30, 2022 in pdf Format.				made a representation to BSE for waiver of fine imposed on February 1, 2023 and the same is pending with BSE for further action.
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c) Vigil Mechanism/ Whistle Blower Policy and affirmation that no personnel have been denied access to the Audit Committee

Your Company has in place a Vigil Mechanism/ Whistle Blower Policy which facilitates for direct access to the Management and the Audit Committee of the Board to all Stakeholders to report concerns about any unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The mechanism provides adequate safeguards against any victimisation of the persons who use this mechanism. It is hereby affirmed that no personnel has been denied access to the Audit Committee.

Also, the Company has adopted "Policy for Prevention of Sexual Harassment at Workplace". This ensures a work environment that is professional and mature, free from animosity and one that reinforces Company's value of integrity, which includes respect for the individual.

d) Other Policies, Programmes and Codes of the Company

• **Corporate Social Responsibility Policy:**

In terms of the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, your Company has adopted Corporate Social Responsibility policy having the following scope:

- i. Planning project or programmes which a Company plans to undertake falling within the purview of Schedule VII of the Act; and
- ii. Monitoring process of such project or programmes.

• **Policy on Related Party Transactions:**

In terms of the provisions of Regulation 23 of the SEBI Listing Regulations, your Company has framed a Policy on RPTs to regulate transactions of the Company with its related parties (as defined and identified under the Act, SEBI Listing Regulations), to ensure high standards of Corporate Governance while dealing with related parties and also to ensure optimum compliance with applicable laws prescribed for RPTs. The policy is also available on the website of the Company i.e. www.hariyanagroup.com.

• **Code of Conduct for Trading in Listed or Proposed to be Listed Securities of Inducto Steel Limited:**

This document explains the Code to be observed by all the Connected Persons of your Company as defined under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as may be amended from time to time. The Company has revised its Code of Conduct for Trading in Listed or Proposed to be Listed Securities of the Company and is in compliance with the Listing Regulations.

The objective of this Code is to communicate to all the Connected Persons, the Code related to trading in listed or proposed to be listed securities of the Company. It is intended to serve as a guideline to all persons connected with the Company, which they should imbibe and practice, both in letter and spirit, while trading in listed or proposed to be listed securities of the Company.

- **Code of Conduct for Board Members and Senior Management of Inducto Steels Limited:**

This Code of Conduct has been framed and adopted by your Company in compliance with the provisions of Regulation 17 of the SEBI Listing Regulations.

The Code incorporates the duties of Independent Directors as laid down in the Act and also helps the Board Members and Senior Managers to observe the highest standards of ethical conduct along with integrity and to work to the best of their ability and judgement.

- **Policy on Preservation of Documents:**

In terms of the provisions of Regulation 9 of the SEBI Listing Regulations, your Company has adopted this policy for preservation of documents.

This policy contains guidelines for identifying Documents (as defined under the SEBI Listing Regulations) that need to be maintained, specifies the period of preservation of such Documents and its destruction/disposal. This policy aims to provide efficient and systematic control on the maintenance, periodicity and destruction of business-related Documents.

- **Policy for Determining of Material Subsidiary Companies:**

Your Company does not have any Subsidiary as on the date of this report and accordingly, it does not have any policy for determining the “Material Subsidiary”.

- **Policy for Determination of Materiality of Information or Event:**

In terms of the provisions of Regulation 30 of the SEBI Listing Regulations, your Company has adopted this policy for determination of materiality of information or event for facilitating prompt disclosure of material price sensitive information to the Stock Exchange(s) in compliance with the provisions of the SEBI Listing Regulations. This policy acts as a guidance for determining materiality of such price sensitive information and with the objective to ensure prompt disclosure of material price sensitive information/ event to the Stock Exchange, where the securities of the Company are listed, so that present and potential investors are able to take informed decision relating to their investment in your Company and to avoid creation of false market in the securities of the Company. The policy is also available on the website of the Company i.e. www.hariyanagroup.com.

- **Policy for Archival of Documents:**

In terms of the provisions of Regulation 30 of the SEBI Listing Regulations, your Company has adopted this Policy for the archival of documents of the Company, to comply with the provisions of the SEBI Listing Regulations. The policy provides that beyond the Mandatory Hosting Period (i.e. 5 years from the date of each disclosure on the website of your Company), the disclosed information shall be archived for such other additional period as may be required considering the requirement of various statutes, law, regulations etc. and other legal and administrative aspects. The policy is also available on the website of the Company i.e. www.hariyanagroup.com.

• **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information:**

This Code of Conduct has been framed and adopted by the Company in compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 "SEBI PIT Regulations", to adhere to each of the Principles of Fair Disclosure for the purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, as set out in Schedule A to the SEBI PIT Regulations.

e) Commodity Price Risk and Commodity Hedging Activities

Your Company does not engage in Commodity hedging activities.

f) Details of compliance with mandatory requirements and adoption of non-mandatory requirements

Your Company has complied with all the mandatory requirements of the SEBI Listing Regulations relating to Corporate Governance.

In addition to the same, your Company also strives to adhere and comply with the following discretionary requirement specified under Regulation 27(1) and Part E of the Schedule II of the SEBI Listing Regulations, to the extent applicable:

(i) Reporting of Internal Auditor: The Internal Auditor of your Company directly reports to the Audit Committee on functional matters.

g) Disclosure of Accounting Treatment

The Company has followed all applicable and relevant Accounting Standards while preparing the Financial Statements.

h) Proceeds from Public Issues, Right Issues, Preferential Issues, etc.

During the year, your Company has not raised any proceeds from public issue, rights issue, preferential issues, etc. and hence, there are no unutilised issue proceeds during the year under review.

i) Certificate from Company Secretary in Practice regarding Non-Debarment and Non-Disqualification of Directors

A certificate from Company Secretary in Practice certifying that none of the Directors on the Board of the Company as on March 31, 2023 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such Statutory Authority, is annexed at the end of this Report.

j) Disclosure in relation to recommendation made by any Committee which was not accepted by the Board

During the year under review, there were no such recommendations made by any Committee of the Board that were mandatorily required and not accepted by the Board.

k) Management

The Management Discussion and Analysis is prepared in accordance with the requirements laid out in Regulation 34 read with Section B of Schedule V of the SEBI Listing Regulations and forms part of the Report of the Board of Directors.

No material transaction has been entered into by your Company with the Promoters, Directors or the Management or relatives, etc. that may have a potential conflict with interests of the Company.

l) Shareholders

According to the Articles of Association, one-third of the Directors retires by rotation and if eligible, seek re-appointment at the AGM. Accordingly, Mrs. Sweety Reniwal will retire in the ensuing 35th AGM of the Company and is eligible for re-appointment. Accordingly, the Board has recommended her re-appointment in the said AGM. The detailed profile of Mrs. Sweety Reniwal is provided in the notice convening the said AGM.

m) Total fees for all services paid to the Statutory Auditors by the Company and its Subsidiaries

Total fees paid by the Company excluding GST thereon, to the Statutory Auditors viz M/s. S. N. Shah & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 109782W) and M/s. L S M & Co. (Formerly known as Lahoti Navneet & Co), Chartered Accountants, Mumbai (Firm Registration No. 116870W), be all entities in the network firm/network entity of which the Statutory Auditors is a part, are as follows:

Sr. No.	Particulars	Amount (Rs. in Lakhs)
1	Audit Fees	2.50
2	Limited Review	---
3	Other Services	---
4	Re-imburement of Expenses	---
Total		2.50

n) Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the Financial Year 2022-23

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No complaint was received by the Internal Complaints Committee during the year under review and pending as at March 31, 2023, pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has also complied with the requirements of Corporate Governance Report of paragraph (2) to (10) mentioned in Part 'C' of Schedule V of the Listing Regulations, disclosed the extent to which the discretionary requirements as specified in Part E of Schedule II of the Listing Regulations and disclosed necessary information as specified in Regulation 17 to 27 and Regulation 46(2) (b) to (i) of the Listing Regulations in the respective places in this Report.

SUBSIDIARY COMPANIES

As on March 31, 2023, your Company did not have any subsidiary.

LOANS AND ADVANCES

The members are requested to refer to the financial statements of the Company for Loans and advances in the nature of loans to firms/companies in which directors are interested, if any.

MATERIAL SUBSIDIARIES

Your Company does not have any material subsidiaries as on the date of this report.

MD/ CFO CERTIFICATION

As required under the provisions of Regulation 33 of the SEBI Listing Regulations, Mr. Rajeev Reniwal, Managing Director and Mr. Dilip Kaushik – Chief Financial Officer has reviewed the Audited Financial Results and Cash Flow Statements for the Financial Year ended March 31, 2023 and accordingly has provided a certificate, which is enclosed separately at the end of this Report.

DECLARATION

The declaration from the Managing Director stating that as on 31 March 2023, all the board members and the senior management personnel of the Company have adhered to the code of conduct for FY 2023 and the same has been included in this report duly signed by the Managing Director of the Company.

REPORT ON CORPORATE GOVERNANCE

As required under Regulation 27 of the SEBI Listing Regulations, your Company has been duly submitting the quarterly compliance report in the prescribed format and within the required timelines to the BSE and the same is available on its website. The said report is also available on the website of the Company i.e. www.hariyanagroup.com.

The Compliance Certificate received from the Statutory Auditors i.e. M/s. S. N. Shah & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 109782W) and M/s. L S M & Co. (Formerly known as Lahoti Navneet & Co), Chartered Accountants, Mumbai (Firm Registration No. 116870W), regarding compliance of Corporate Governance requirements is annexed to the Report of the Board of Directors.

Further, your Company has complied with the Corporate Government requirements specified in Regulations 17 to 27 and clauses (b) to (i) of Sub-regulation (2) of Regulation 46 and the same has been disclosed in this Report.

For and on behalf of the Board of Directors

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: May 30, 2023
Place: Mumbai

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

The Members

INDUCTO STEEL LIMITED

156, Maker Chambers VI,
 220 Jammalal Bajaj Marg,
 Nariman Point,
 Mumbai - 400021

This Certificate is being issued to the Members of Inducto Steel Limited, bearing Corporate Identity Number (CIN) - L27100MH1988PLC194523, having its registered office address at 156, Maker Chambers VI, 220, Jammalal Bajaj Marg, Nariman Point, Mumbai-400021 (*"the Company"*) in terms of Regulation 34(3) read with Schedule V Para C Clause 10(i) of the Securities Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015 (*"SEBI Listing Regulations"*).

We believe it is the responsibility of the Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act and SEBI Listing Regulations.

We have examined the documents and disclosures provided by the following Directors in electronic mode, for the purpose of issuing this Certificate, in accordance with the requirements under the Companies Act, 2013 (*"Act"*) and the SEBI Listing Regulations.

Based on our examination of documents/ information/ explanations provided to us by the Company and such other verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] carried out by us as deemed necessary and adequate, in our opinion and to the best of our information and knowledge, **we certify that as on date of this certificate, none of the directors on the Board of the Company, as listed hereunder, for the Financial Year ending on March 31, 2023 have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.**

Sr. No.	Name of the Director	DIN	Date of appointment
1.	Rajeev Shantisarup Reniwal	00034264	01/04/1993
2.	Sweety Rajeev Reniwal	00041853	09/03/2002
3.	Yogesh Anantrai Thakkar	00043588	22/03/2004
4.	Bhushanlal Chamanlal Behl	03023697	12/04/2010

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA
Partner
F.C.S No. 7956 C.O.P No. 6740
UDIN: F007956E000428772

Place: Mumbai
Date: May 30, 2023

MANAGING DIRECTOR/ CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To
The Board of Directors
Inducto Steel Limited
Mumbai

We have reviewed Audited Financial Statements and the cash flow statement of **INDUCTO STEEL LIMITED** ('Company') for the year ended March 31, 2023 and that to the best of our knowledge and belief, we state that;

1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. 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.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the Financial Year ended on March 31, 2023 which are fraudulent, illegal or violate the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or propose to be taken for rectifying these deficiencies.
5. We have indicated to the auditors and the Audit committee
 - i. significant changes, if any, in internal control over financial reporting during the Financial Year ended on March 31, 2023;
 - ii. significant changes, if any, in accounting policies made during the Financial Year ended on March 31, 2023 and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Rajeev Reniwal
Managing Director
(DIN: 00034264)

Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: May 30, 2023

DECLARATION

As provided under the provisions of Schedule II and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Directors and Senior Management Personnel of the Company have affirmed the Compliance with the Code of Conduct for the year ended March 31, 2023.

Rajeev Reniwal
Managing Director
(DIN: 00034264)

Place: Mumbai
Date: May 30, 2023

ANNEXURE F

LSM & Co.
Chartered Accountants
516, Summit Business Bay,
Opp. Cinemax, Chakala,
Andheri (E), Mumbai-400093

S. N. Shah & Associates
Chartered Accountants
Sapna House, 10-B, Govt. Servants CHS, Opp
Municipal Market, C G Road, Narrangpura,
Ahmedabad - 380009

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of INDUCTO STEELS LIMITED

1. We, are the joint Statutory Auditors of Inducto Steels Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2023, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

Management's Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the "ICAI"), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2023.

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

For LSM & Co.
Chartered Accountants
FRN : 116870W

For S. N. Shah & Associates
Chartered Accountants
FRN : 109782W

CA Navneet Lahoti
Partner
M. No. 100529

CA Dhruvin Joshi
Partner
M. No. 612290

Place: Mumbai
Date: May 30, 2023

LSM & Co.
Chartered Accountants
516, Summit Business Bay,
Opp. Cinemax, Chakala,
Andheri (E), Mumbai-400093

S.N. Shah & Associates
Chartered Accountants
Sapan House, C.G. Rd, Opp. Municipal
Market, Navrangpura , Ahmedabad ,
Gujarat 380009

INDEPENDENT AUDITOR'S REPORT

To the Members of
Inducto Steel Limited

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Inducto Steel Limited**, ("the Company") which comprises the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) specified in section 133 of the Companies Act, 2013, of the state of affairs of the Company as at March 31, 2023, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Key Audit Matter	Auditor's Response
<p><u>Evaluation of uncertain tax positions</u></p> <p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> - Obtained details of completed tax assessments and demands for the year ended March 31, 2023 from management. - Obtained understanding of key uncertain tax positions. - Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions. - Assessed management's estimates of the possible outcome of the disputed cases and relevant disclosure made in financial statements.

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

The Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

Responsibility of Management and those charged with governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

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

order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143 (3) of the Act, we report that:
- i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - ii) 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;
 - iii) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - iv) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - v) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;
 - vi) 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** to this report; and
 - vii) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (1) the Company has disclosed impact of pending litigations which could materially impact its financial statements - *Refer Note 5.8 of the Standalone Financial Statements*;
 - (2) the Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - (3) there has been no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
 - (4) Management Representation:
 - (a) The Management of the Company has represented to us that to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the

Ultimate Beneficiaries.

- (b) The management of the Company has represented, that, to the best of it's knowledge and belief no funds (which are material either individually or in the aggregate) have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) Companies (Audit and Auditors) Rules, 2014 (as amended) and provided in clauses (a) and (b) above contain any material mis-statement.
- (d) The company has not declared or paid any dividend during the year.

viii) In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.

For L S M & Co.
Chartered Accountants
FRN : 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN : 109782W

CA Navneet Lahoti
Partner
M. No. 100529
UDIN:23100529BGVUYI5676

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 23612290BGWIOT4312

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Annexure A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March 2023, we report that:

- 1) a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.
- (B) The Company does not have any Intangible Assets. Accordingly, the reporting under Clause (i)(a)(B) of the Order is not applicable to the Company.
- b) As explained to us, the management in accordance with a phased programme of verification adopted by the company has physically verified the property, plant & equipment, capital work-in-progress and investment properties. To the best of our knowledge and according to the information and explanation given to us, no material discrepancies have been noticed on such verification or have been reported to us.
- c) According to information and explanations given by the management, the title deeds of immovable properties, as disclosed in Schedule Note 3.1 Property, plant and equipment, are held in the name of the Company, *except in case of development work done by the company, in accordance with Green Plot Regime, on a lease hold plot at Alang Ship Breaking Yard, Alang, Bhavnagar, the details whereof are as under:*

Description of property	Gross carrying value (INR in Lacs)	Held in name of	Whether promoter, director of their employee	Period held - indicate range, where appropriate	Reason for not being held in name of company*
Factory Land	19.93*	Hariyana Industrial Gases Private Limited and Inducto Techno Castings Private Limited	No	Since 2006	For certain properties Acquired through amalgamation/merger, the change in the name of the Company is pending.

*The previous year figure has been rectified as Green Plot and Weigh Bridge was wrongly included instead of Factory Land & Building

- d) The Company has not revalued its Property, Plant and Equipment during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.
- e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding Benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder.
- 2) (a) As explained to us, the physical verification of inventory has been conducted at reasonable intervals by the Management during the year. In our opinion, the coverage and procedures of such verification by Management is appropriate. However, as regards stock of raw materials, the company is mainly engaged in ship breaking activities and old and used ships are its main raw materials. Ascertaining actual weight of ship at the time of purchase and thereafter; is not possible due to its nature and size, loss of weight on account of corrosion and other factors during the usage of the ship and its voyage for long period of time. Inventory of raw materials at the close of the year is ascertained by reducing the weight of the scrap sold together with the estimated wastage of the material. As informed to us, the discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate of the total value of inventory.
- (b) According to information and explanations given to us and on the basis of records examined by us, the Company has been sanctioned working capital limits (Overdraft Facility) in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. According to the information and explanations given to us, the quarterly returns or statements filed by the Company with such banks in materiality are in agreement with the unaudited books of account of the company of the respective quarters.
- 3) a) The Company has invested in two partnership firms. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans to parties are as per the table given below:

Particulars	(Rs. In Lacs)	
	Related Parties	Others
Investment made during the year in other partnership firms		
- Capital introduced during the year	1,904.00	NIL
- Capital withdrawn during the year	626.00	NIL
Balance outstanding in Investments (net of credit balances) as at March 31, 2023		
- Associates	43.18	NIL
- Other partnership firm	3,433.04	NIL

- b) According to information and explanations given to us, the company has not granted any loans, advances in the nature of loans or provided any guarantee or security to any company, firms, limited liability partnership or any other party during the year.
- c) In our opinion, the terms and conditions of investments made, during the year are, prima facie, not prejudicial to the Company's interest, based on the information and explanations provided by the Company.
- d) The company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms of period of repayment to companies, firms, limited liability partnership or any other parties. Accordingly, the reporting under Clause 3(iii)(c), (d), (e) & (f) of the Order are not applicable to the Company.
- 4) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it, as applicable.
- 5) The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- 6) Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained by the company. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- 7) a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of provident fund, employees' state insurance, income taxes, goods and services tax, labour welfare fund, duty of customs, cess and other material statutory dues, as applicable, with the appropriate authorities. There have been no undisputed statutory dues outstanding for more than 6 months as at 31st March, 2023.
- (b) According to the information and explanations given to us and the records of the Company examined by us. The particulars of statutory dues referred to in sub- clause (a) as at March 31, 2023 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Demand raised (INR in Lacs)	Amount paid against demand raised (INR in Lacs)	Period to which amount relates (FY)	Forum where the dispute is pending)
Income Tax Act, 1962	Income Tax	42.20	7.62	2011-12	Hon. ITAT "I" Bench, Mumbai.
Income Tax Act, 1962	Income Tax	245.66	48.99	2013-14	Hon. ACIT, NFAC
Income Tax Act, 1962	Income Tax	71.97	NIL	2015-16	Hon. ITAT, Mumbai Bench

Central Excise Act, 1944	Excise Duty	12.38	6.19	---	CESTAT, Ahmedabad
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- 8) According to the information and explanations given to us and so far as appears from our examination of books of account and other records as applicable and produced before us by the Company, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (Section 43 of 1961) during the year.
- 9) (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Willful Defaulter by any bank or government or any government authority.
- (c) The company has not raised any new term loan during the year and hence reporting under clause 3(ix)(c) of the Order is not applicable to the company.
- (d) According to the information and explanations given to us, and on an overall examination of the financial statements of the Company for the year, prima facie we are of the opinion that the funds raised on short term basis amounting to Rs. 9.18 Crores have been utilized during the year for long term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the company has not raised any money from any person or entity for the account of or to pay the obligations of its associates, subsidiaries or joint ventures.
- (f) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the company has not raised any loans during the year by pledging securities held in their subsidiaries, joint ventures or associate companies.
- 10) (a) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer and through debt instruments by way of further public offer during the year.
- (b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.
- 11) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any

instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.
 - (c) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, the Company has not received any whistle-blower complaints during the year.
- 12) (a) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under Clause 3(xii) of the Order is not applicable to the Company.
- 13) The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.
- 14) (a) In our opinion and according to the information and explanation given to us, the company has an internal audit system commensurate with the size and nature of its business.
 - (b) We have held discussions with the internal auditors of the company for the year under audit and considered their opinion in determining the nature, timing and extent of our audit procedure.
- 15) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under Clause 3(xv) of the Order is not applicable to the Company.
- 16) (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.
 - (b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.
 - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

- (d) In our opinion, there is no core investment company within the Group (as defined in the regulations made by the Reserve Bank of India). Accordingly reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- 17) The Company has neither incurred any cash loss in the current financial year nor in the immediately preceding financial year.
- 18) According to the information and explanations given to us, pursuant to completion of two terms of five consecutive years of appointment as auditor, there has been change in one of the joint Statutory Auditors during the Financial Year and we have considered the issues, objections or concerns raised by the outgoing auditors.
- 19) According to the information and explanations given to us and on the basis of the financial ratios (also refer Schedule Note 5.10 to the financial statements), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- 20) The provisions of Corporate Social Responsibility as prescribed under section 135 of the Companies Act, 2013 does not apply to the company.
- 21) The reporting under Clause 3(xxii) of the Order is not applicable in respect of audit of standalone financial statements.

For L S M & Co.
Chartered Accountants
FRN : 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN : 109782W

CA Navneet Lahoti
Partner
M. No. 100529
UDIN:23100529BGVUYI5676

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 23612290BGWIOT4312

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Annexure B to the Independent Auditor's Report

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

We have audited, the internal financial controls with reference to financial statements of **Inducto Steels Limited** ("the Company") as of March 31, 2023 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the company are 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountant of India and the Standards on Auditing as specified 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. 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 opinion on the internal financial controls system with reference to financial statements. Meaning of Internal Financial Controls with reference to financial statements. A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion and according to the best of information and explanations provided to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting, 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.

For L S M & Co.
Chartered Accountants
FRN : 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN : 109782W

CA Navneet Lahoti
Partner
M. No. 100529
UDIN:23100529BGVUYI5676

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 23612290BGWIOT4312

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Standalone Balance Sheet as at March 31, 2023

(Amount in Lacs)

Particulars	Note No.	As at	
		March 31, 2023	March 31, 2022
ASSETS			
I. Non-current assets			
Property, plant and equipment	3.1	268.39	275.76
Financial assets			
Investment	3.2	3476.22	2198.32
Other financial assets	3.3	10.65	16.83
Other non-current assets	3.4	280.27	276.91
		4035.53	2767.82
II. Current assets			
Inventories	3.5	880.25	2059.66
Financial assets			
Trade receivables	3.6	238.43	1477.21
Cash and cash equivalents	3.7	625.99	1560.83
Other current assets	3.8	162.12	388.40
		1906.79	5486.10
Total Assets		5942.32	8253.92
EQUITY AND LIABILITIES			
Equity			
Equity share capital	3.9	401.73	401.73
Other equity	3.10	3903.25	3844.95
		4304.98	4246.68
Liabilities			
I. Non-current liabilities			
Deferred tax liabilities (net)	3.11	18.55	10.64
Other non-current liabilities	3.12	2.08	1.57
		20.63	12.21
II. Current liabilities			
Financial liabilities			
Borrowings	3.13	1567.58	500.09
Trade payables	3.14	-	3379.87
Other financial liabilities	3.15	4.38	5.99
Other current liabilities	3.16	10.25	58.86
Provisions	3.17	18.75	18.35
Income tax liabilities (net)		15.75	31.87
		1616.71	3995.03
Total Equity and Liabilities		5942.32	8253.92

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For L S M & Co.

Chartered Accountants

FRN : 116870W

For S.N. Shah & Associates

Chartered Accountants

FRN : 109782W

For and on behalf of the Board

Inducto Steels Limited

Rajeev Reniwal

Director

DIN: 00034264

Sweety Reniwal

Director

DIN: 00041853

CA Navneet Lahoti

Partner

Membership No. 100529

UDIN : 23100529BGVUYI5676

CA Dhruvin Joshi

Partner

Membership No. 612290

UDIN : 23612290BGWIOT4312

Fulvanti Jain

Company Secretary

Place: Mumbai

Date: May 30, 2023

Dilip Kaushik

Chief Financial Officer

Place: Mumbai

Date: May 30, 2023

Place: Ahmedabad

Date: May 30, 2023

Standalone Statement of Profit and Loss for the year ended March 31, 2023**(Amount in Lacs)**

Particulars	Note No.	Year ended	
		March 31, 2023	March 31, 2022
Income			
Revenue from operations	4.1	9001.35	5745.60
Other income	4.2	56.37	22.85
Total Income		9057.72	5768.45
Expenses			
Cost of raw materials consumed	4.3	2969.21	3624.69
Purchase of Stock - in - Trade	4.4	5352.93	1694.92
Changes in the inventories of Finished Goods, Stock In Trade and Work - In Progress	4.5	268.88	(280.28)
Manufacturing Expenses	4.6	82.76	93.24
Employee benefits expense	4.7	81.83	121.85
Finance costs	4.8	87.45	30.85
Depreciation and amortisation expense	3.1	27.79	20.24
Other Expenses	4.9	85.91	206.50
Total expenses		8956.76	5512.01
Profit before tax		100.96	256.44
Tax expenses :	5.1		
Current tax		26.51	33.21
Taxes of Earlier Years		8.82	-
Deferred tax		7.77	(2.67)
Profit for the year		57.86	225.90
Other comprehensive income			
<i>Items not to be reclassified to profit or loss :</i>			
- Re-measurement gain/ (loss) on defined benefit plans		0.59	1.05
- Tax (charge)/ credit on above		(0.15)	(0.26)
Total other comprehensive income		0.44	0.79
Total comprehensive income for the year		58.30	226.69
Earning per equity share [face value Rs.10/- each]	5.3		
Basic		1.44	5.62
Diluted		1.44	5.62

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For L S M & Co.**Chartered Accountants**

FRN : 116870W

For S.N. Shah & Associates**Chartered Accountants**

FRN : 109782W

For and on behalf of the Board**Inducto Steels Limited****CA Navneet Lahoti****Partner**

Membership No. 100529

UDIN : 23100529BGVUYI5676

CA Dhruvin Joshi**Partner**

Membership No. 612290

UDIN : 23612290BGWIOT4312

Rajeev Reniwal**Director**

DIN: 00034264

Sweety Reniwal**Director**

DIN: 00041853

Fulvanti Jain**Company Secretary**

Place: Mumbai

Date: May 30, 2023

Dilip Kaushik**Chief Financial Officer**

Place: Mumbai

Date: May 30, 2023

Place: Ahmedabad

Date: May 30, 2023

Standalone statement of Cash flow for the year ended March 31, 2023

(Amount in Lacs)

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Cash flow from operating activities		
Profit before tax	100.96	256.44
Adjustment for :		
Depreciation and amortisation expense	27.79	20.24
Finance cost	87.45	30.85
Interest income	(26.86)	(19.53)
Bad debts	-	7.74
Provision for doubtful debts	3.31	1.09
Re-measurement gain/ (loss) on defined benefit plans	0.59	1.05
(Gain)/Loss on sale of property, plant and equipment, net	-	(3.44)
Provision for Expected Credit Loss Reversed	(1.40)	-
(Profit)/ Loss from partnership firms	0.09	3.08
Operating profit before working capital changes	191.93	297.52
Adjustments for changes :		
Decrease / (Increase) in Trade and other receivables	1463.16	(1833.63)
Decrease / (Increase) in Inventories	1179.42	(2049.10)
(Decrease) / Increase in Trade and other payables	(3429.18)	3490.02
Cash generated/ (used) in operations	(594.67)	(95.19)
Direct taxes paid	(54.74)	(33.21)
Net Cash generated from/(used in) operating activities [A]	(649.41)	(128.40)
Cash Flow from investing activities		
Purchase of fixed assets	(20.43)	(67.41)
Proceeds from sale of fixed assets	-	5.49
(Purchase) / Proceeds of non - current investments	(1277.90)	1702.62
(Increase)/Decrease in Other Financial Asset	6.18	-
(Profit)/ Loss from partnership firms	(0.09)	(3.08)
Interest received	26.86	19.53
Net cash generated from/(used in) investing activities [B]	(1265.38)	1657.17
Cash flow from financing activities		
Proceeds/ (Repayment) from short term borrowings, net	1567.58	(450.00)
Finance cost	(87.45)	(30.85)
Net cash generated from/(used in) financing activities [C]	1480.13	(480.85)
Net increase/(decrease) in cash & cash equivalents [A+B+C]	(434.66)	1047.91
Cash & cash equivalents at the beginning of the year	1060.72	12.81
Cash & cash equivalents at the end of the year	626.06	1060.72

Notes :**1. Reconciliation of cash and cash equivalents as per the cash flow statement :**

Particulars	March 31, 2023	March 31, 2022
Cash and Cash Equivalents (Note 3.7)	625.78	1560.81
Bank Overdrafts (Note 3.13)	-	(500.09)
Balances as per the statement of cash flow	625.78	1060.72

2. The above cashflow statement has been prepared under the 'indirect method' as set out in the Indian Accounting Standard - 7 "Statement of Cash Flows".

3. Figures of previous year have been regrouped, wherever necessary, to make them comparable.

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For LSM & Co.
Chartered Accountants
FRN : 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN : 109782W

For and on behalf of the Board
Inducto Steels Limited

CA Navneet Lahoti
Partner
Membership No. 100529
UDIN : 23100529BGVUYI5676

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN : 23612290BGWIOT4312

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Fulvanti Jain
Company Secretary

Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Place: Mumbai
Date: May 30, 2023

Standalone statement of changes in equity for the year ended March 31, 2023

A. Equity share capital

Particulars	Amount
Balance as at April 1, 2021	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2022	401.73
Balance as at April 1, 2022	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2023	401.73

B. Other equity

Particulars	Attributable to the equity holders of the Company				Total
	Reserve and Surplus				
	Capital Reserve Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	
Balance as at April 1, 2021	1022.37	127.41	2468.48		3618.26
Profit for the year			225.91		225.91
Other Comprehensive Income (net)					
Re-measurement losses on defined benefit plans			0.78		0.78
Balance as at March 31, 2022	1022.37	127.41	2695.17		3844.95
Balance as at April 1, 2022	1022.37	127.41	2695.17		3844.95
Profit for the year			57.86		57.86
Other Comprehensive Income (net)					
Re-measurement losses on defined benefit plans				0.44	0.44
Balance as at March 31, 2023	1022.37	127.41	2753.03	0.44	3903.25

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For L S M & Co.

Chartered Accountants

FRN : 116870W

For S.N. Shah & Associates

Chartered Accountants

FRN : 109782W

For and on behalf of the Board

Inducto Steels Limited

Rajeev Reniwal
Director

DIN: 00034264

Sweety Reniwal
Director

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CA Navneet Lahoti
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Company Secretary

Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Place: Mumbai
Date: May 30, 2023

Notes forming part of the Standalone Financial Statements

Note 1: Company information

Inducto Steel Limited is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The company has its primary listing on BSE Limited.

During the year, the Company was engaged in the ship breaking business and trading activities in metal scrap, coals, aluminum foil & other inputs. However, as and when any surplus fund is available, the same is given on interest to other parties and also invested in the shares and securities and currencies to earn short term and long-term capital gains.

The standalone financial statements were authorized for issue in accordance with a resolution of the directors on May 30, 2023.

Note 2: Significant accounting policies

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

Basis of preparation and presentation:

The financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, as amended from time to time and other relevant provisions of the Act.

The financial statements have been prepared under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair value by Ind AS.

a) Use of estimates and judgments

In the preparation of financial statements, the Company makes judgments in the application of accounting policies; and estimates and assumptions which affects the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts

recognized in the financial statements are included in the following notes:

- i) Note 3.1 - Property, plant and equipment - useful life and impairment
- ii) Note 5.1 - Recoverability/ recognition of deferred tax assets
- iii) Note 5.2 - Assets and obligations relating to employee benefits
- iv) Note 5.8 - Provisions and contingent liabilities

b) Current / Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current and non-current classification.

An asset is treated as current when it is:

- a) expected to be realized or intended to be sold or consumed in normal operating cycle;
- b) held primarily for the purpose of trading;
- c) expected to be realized within twelve months after the reporting period; or
- d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. A liability is treated as current when it is:

- a) expected to be settled in normal operating cycle;
- b) held primarily for the purpose of trading;
- c) due to be settled within twelve months after the reporting period; or
- d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

c) Property, Plant and Equipment

All the items of property, plant and equipment are stated at cost, or deemed cost applied on transition to Ind AS, less accumulated depreciation and accumulated impairment losses, if any.

Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

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

All other expenses on existing fixed assets, including day-to-day repair and maintenance

expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Depreciation on Property, Plant and Equipment is provided on the straight-line method over the useful lives of the assets estimated by the management. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Useful lives and residual values of assets are reviewed periodically.

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

An item of property, plant and equipment and any significant part is derecognized upon disposal when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of a Property, Plant and Equipment 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 and Loss when the asset is derecognized.

d) Impairment

At each balance sheet date, the Company reviews the carrying value of its property, plant and equipment to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss, if any. Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax 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. An impairment loss is recognized in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

Where an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized in the statement of profit and loss immediately.

e) Cash and Cash Equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f) Provisions & Contingent Liabilities

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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

Disclosure of contingent liability is made 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 embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

g) Inventories

Inventories of Raw Materials (Ships) are stated at Cost. Cost comprises all cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.

Costs are determined on FIFO basis.

In ship recycling units, the weight of the ship purchased is accounted in terms of LDT/MT of the ship at the time of its construction. Ascertaining of weight of ship at the time of purchase is not possible due to its nature and size. There is loss of weight on account of corrosion and other factors during the usage of the ship and its voyage for long period of the years. Inventory at the close of the year is ascertained by reducing the weight of the scrap sold together with the estimated wastage of the material.

Consumable stores and spares are written off at the time of purchase itself.

h) Employee Benefit Expense

- *Defined contribution plans*

Contributions under defined contribution plans are recognized as expense for the period in which the employee has rendered service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit

payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

- *Defined benefit plans*

For defined benefit retirement schemes, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each year-end balance sheet date. Remeasurement gains and losses of the net defined benefit liability/(asset) are recognized immediately in other comprehensive income. The service cost and net interest on the net defined benefit liability/ (asset) are recognized as an expense within employee costs.

Past service cost is recognized as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognized, whichever is earlier.

The retirement benefit obligations recognized in the balance sheet represents the present value of the defined benefit obligations as reduced by the fair value of plan assets.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized based on actuarial valuation at the present value of the obligation as on the reporting date.

i) **Taxes**

The tax expenses for the period comprises of current tax and deferred income tax.

Current Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred Tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying value of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognized for all taxable temporary differences. In contrast, deferred tax assets are only recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized.

The carrying value 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 is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realized based on the tax rates and tax laws that have been enacted or substantially 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 value of its assets and liabilities.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there are legally enforceable rights to set off current tax assets and current tax liabilities within that jurisdiction.

Current and deferred tax are recognized as an expense or income in the statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognized in other comprehensive income or directly in equity.

j) Investments in subsidiaries, associates

Investments in subsidiaries, associates and joint ventures are carried at cost/deemed cost applied on transition to Ind AS, less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and an impairment provision is recognized, if required immediately to its recoverable amount. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognized in the statement of profit and loss.

k) Financial Instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial Assets

- *Initial recognition and measurement*

All financial assets, except investment in subsidiaries and associate, are recognized initially at fair value. Transaction costs that are attributable to the acquisition or issue of financial asset, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognized using trade date accounting.

- *Subsequent measurement*

For purposes of subsequent measurement, financial assets are primarily classified in three categories:

a) Financial Assets measured at Amortized Cost

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

b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)

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

c) Financial Assets measured at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

- *Other Equity Investments*

All other equity investments are measured at fair value, with value changes recognized in Statement of Profit and Loss. Dividend on such equity investments is recognized in Statement of Profit and loss when the Company's right to receive payment is established. However, investment in partnership firms is carried at cost/ deemed cost applied on transition to Ind AS, less accumulated impairment losses, if any.

- *Impairment of Financial Assets*

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognized from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At all reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analyzed.

For other assets, the Company uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Financial Liabilities

- *Initial recognition and measurement*

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

- *Subsequent measurement*

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

Derecognition of Financial Instruments

The Company derecognizes a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

1) **Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The financial instruments are categorized into three levels based on the inputs used to arrive

at fairvalue measurements as described below:

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

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs based on unobservable market data.

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including Discounted Cash Flow Model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risks, credit risks and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Further details are set out in Note 5.5.

m) Revenue recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

The specific recognition criteria described below must also be met before revenue is recognized.

Sale of products

Revenue from the sale of products is recognized when the significant risks and rewards of ownership of the products have passed to the buyer, usually on delivery of the products. Revenue from the sale of products is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Interest income

Interest Income from a Financial Assets is recognized using effective interest rate method.

Dividend Income

Dividend Income is recognized when the Company's right to receive the amount has been established.

n) Finance Costs

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

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

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

o) Foreign Currencies Transactions

The financial statements of the Company are presented in Indian Rupees (“₹”), which is the functional currency of the Company and the presentation currency for the financial statements.

In preparing the financial statements, transactions in currencies other than the Company’s functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss.

In the case of forward contract, if any, difference between the forward rate and the exchange rate on the transaction date is recognized as income or expenses over the lives of the related contracts. The differential gain/loss is recognized in Statement of Profit and Loss.

p) Earnings per Share

Basic earnings per share is computed by dividing profit or loss for the year attributable to equity holders by the weighted average number of shares outstanding during the year. Partly paid-up shares are included as fully paid equivalents according to the fraction paid up.

Diluted earnings per share is computed using the weighted average number of shares and dilutive potential shares except where the result would be anti-dilutive.

Key Accounting Estimates & Judgements**1. Valuation of deferred tax assets**

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy has been detailed in Note 2(I), and its further information are set out in Note 5.1.

2. Defined benefit plan

The cost of the defined benefit plans and other post-employment benefits and the present value of the 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, mortality rates and future pension increases. Due to the complexities involved in 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.

The parameter that is subject to change the most is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation and extrapolated as needed along the yield curve to correspond with the expected term of the defined benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at intervals in response to demographic changes. Future salary increases are after considering the expected future inflation rates for the country.

Refer to Note 5.2 for further details.

3. Property, Plant and Equipment

The Company reviews the useful life of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortization expense in future periods. The policy has been detailed in Note 2(C) above.

4. Recoverability of Trade Receivables

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Estimated irrecoverable amounts are derived based on a provision matrix, which takes into account various factors such as customer specific risks, geographical region, product type, customer rating, type of customer, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

Notes to the Standalone Financial Statements

Note 3.1																
Property Plant and Equipment																
ASSETS	Land	Factory Shed & Building	Plant & Machinery	Weigh Bridge	Winch	Wire Rope	Crane	Green Plot Development	Office Equipments	Furniture & Fixtures	Vehicles	Metal Detector	Computer	Borewell	Oxygen Tank	Total
Gross carrying amount																
As at April 1, 2021	1.66	33.75	10.60	9.75	183.49	20.38	65.76	19.22	4.29	0.22	42.92	0.51	0.52	0.82	-	393.90
Additions	-	-	-	-	-	-	-	-	-	-	67.41	-	-	-	-	67.41
Disposal	-	-	-	-	-	-	-	-	-	-	41.00	-	-	-	-	41.00
As at March 31, 2022	1.66	33.75	10.60	9.75	183.49	20.38	65.76	19.22	4.29	0.22	69.33	0.51	0.52	0.82	-	420.30
As at April 1, 2022	1.66	33.75	10.60	9.75	183.49	20.38	65.76	19.22	4.29	0.22	69.33	0.51	0.52	0.82	-	420.30
Additions	-	0.66	-	-	-	-	-	-	0.06	-	-	-	-	-	19.71	20.43
Disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	1.66	34.41	10.60	9.75	183.49	20.38	65.76	19.22	4.35	0.22	69.33	0.51	0.52	0.82	19.71	440.73
Accumulated depreciation																
As at April 1, 2021	-	24.85	8.86	5.00	25.79	9.85	41.40	1.44	3.35	0.21	40.78	0.46	0.49	0.78	-	163.25
Depreciation for the year	-	1.00	0.16	0.48	11.20	1.32	4.52	0.61	0.29	-	0.62	0.03	-	-	-	20.24
Deduction / Adjustment /Writtent back	-	-	-	-	-	-	-	-	-	-	38.95	-	-	-	-	38.95
As at March 31, 2022	-	25.85	9.03	5.49	36.99	11.16	45.92	2.05	3.64	0.21	2.45	0.49	0.49	0.78	-	144.55
As at April 1, 2022	-	25.85	9.03	5.49	36.99	11.16	45.92	2.05	3.64	0.21	2.45	0.49	0.49	0.78	-	144.55
Depreciation for the year	-	1.01	0.16	0.48	11.20	1.32	4.52	0.61	0.29	-	8.01	-	-	-	0.19	27.79
Deduction / Adjustment /Writtent back	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	-	26.85	9.19	5.97	48.19	12.48	50.45	2.66	3.93	0.21	10.46	0.49	0.49	0.78	0.19	172.34
Net Carrying Amounts																
As at March 31, 2022	1.66	7.90	1.57	4.26	146.49	9.22	19.84	17.17	0.65	0.01	66.88	0.03	0.03	0.04	-	275.76
As at March 31, 2023	1.66	7.56	1.40	3.77	135.29	7.90	15.32	16.56	0.42	0.01	58.87	0.03	0.03	0.04	19.52	268.39

Notes :

- Green Plot Development at Alang Ship Breaking Yard valued at Rs. 16.56 Lakhs is on a leasehold land plot.
- Title of Land and Factory Shed & Building valued at Rs. 5.05 Lakhs is in the name of Erstwhile Merging companies M/s. Hariyana Industrial Gases Pvt Ltd and M/s. Inducto Techno Castings Pvt Ltd since 31.03.2006.
- The items of PPE which have been scrapped or having residual value 5% or Less than 5% of Cost of Acquisition were removed from Gross Block of Assets as well as Accumulated Depreciation upto the Financial year 2021-22 have now been included in the Gross Block of Assets and Accumulated Depreciation for the Financial Year 2022-23.
- Comparative Figures of Gross Block as well as Accumulated Depreciation for Financial Year 2021-22 have been restated as per point number 3 above.

Note 3.2		Investments Non - Current		(Amount in Lacs)	
Particulars		As at			
		March 31, 2023	March 31, 2022		
(A) Investment at Cost					
- In Associate	(% of Share in Profit/ (Loss)				
(i) Calvin Divine Enterprise LLP	20%	43.18		43.22	
- In Partnership Firms					
(ii) Shree Balaji Associates	5%	3433.04		2155.09	
(B) Investment at Fair value through profit and loss (FVTPL):					
- Investment in Equity Shares (Quoted)					
Hariyana Ship Breakers Limited		0.01		0.01	
10 (PY 10) shares of Rs.10/- each fully paid up					
	Total	3476.22		2198.32	

Notes :

Aggregate amount of quoted investments

(a) Market value of quoted investments

0.01 0.01

Aggregate amount of unquoted investments

(a) Investments carried at cost

3476.22 2198.31

Note 3.3		Other Financial Asset		(Amount in Lacs)	
Particulars		As at			
		March 31, 2023	March 31, 2022		
(Unsecured, Considered Good)					
a) Security Deposits		5.65		11.83	
b) Bank FDRs (with more than 12 months maturity)		5.00		5.00	
	Total	10.65		16.83	

Note 3.4		Other Non-Current Asset		(Amount in Lacs)	
Particulars		As at			
		March 31, 2023	March 31, 2022		
(Unsecured, Considered Good)					
a) Withholding taxes and Balances with Revenue Authorities		124.64		121.28	
b) Advance receivable in cash or kind		155.63		155.63	
	Total	280.27		276.91	

Notes :

(i) Withholding taxes and Balances with Revenue Authorities primarily consist pre-paid taxes and amounts paid under protest in respect of demands and claims from various revenue authorities of India.

(ii) Advance receivable in cash or kind primarily include fees paid under protest to Gujarat Maritime Board (GMB) in respect of demand raised by GMB.

Note 3.5		Inventories		(Amount in Lacs)	
Particulars		As at			
		March 31, 2023	March 31, 2022		
<i>(As verified, valued and certified by management)</i>					
a) Raw Materials					
- Uncut Ship		868.85		1779.38	
b) Traded Goods		11.40		280.28	
	Total	880.25		2059.66	

Note 3.6		Current Financial Assets - Trade Receivables		(Amount in Lacs)	
Particulars		As at			
		March 31, 2023	March 31, 2022		
Trade Receivable considered good - Unsecured		238.67		1475.55	
Less: Allowance for expected credit loss		0.24		1.48	
Trade Receivable considered good - Unsecured		238.43		1474.07	
Trade Receivable - having significant credit risk - Unsecured		-		3.31	
Less: Allowance for credit risk		-		0.17	
Trade Receivable - having significant credit risk - Unsecured		-		3.14	
Trade Receivable - credit impaired - Unsecured		3.31		7.74	
Less: Allowance for credit impairment		3.31		7.74	
Trade Receivable - credit impaired - Unsecured		-		-	
	Total	238.43		1477.21	

Notes:

In determining allowance for doubtful debts, the Company has used the practical expedient by computing the expected credit loss allowance based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on ageing of the receivables and rates used in the provision matrix.

(i) Movement in allowance for doubtful trade receivables are as below :

Particulars	(Amount in Lacs)	
	March 31, 2023	March 31, 2022
Balance at the beginning of the year	1.64	0.55
Movement during the year	(1.40)	1.09
Less : Write off of bad debts	-	-
Balance at the end of the year	0.24	1.64

(ii) Ageing of trade receivables as on 31-03-2023 are as below:

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed - considered good	238.67	-	-	-	-	238.67
Disputed - having significant credit risk	-	-	-	-	-	-
Disputed - credit impaired	-	-	-	-	3.31	3.31

Ageing of trade receivables as on 31-03-2022 are as below:

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed - considered good	1475.55	-	-	-	-	1475.55
Disputed - having significant credit risk	-	-	-	-	3.31	3.31
Disputed - credit impaired	-	-	-	-	7.74	7.74

(iii) The trade receivables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

(iv) There are no outstanding receivables due from directors or other officers of the Company.

Particulars	Cash and Cash Equivalents	
	(Amount in Lacs)	
	As at	
	March 31, 2023	March 31, 2022
Cash in hand (as certified by management)	16.41	12.85
Balances With Banks		
- In current accounts	3.96	1547.96
- In Bank Term Deposits (Maturity period less than 12 Months)	605.41	
Total	625.78	1560.81

The details of balances as on balance sheet dates with banks are as follows:

<i>In current accounts</i>		
- Punjab National Bank - 38888	0.32	-
- Axis Bank (921030034599070)	-	502.00
- Axis Bank (922020010171461)	3.65	9.87
<i>In Bank Term Deposits</i>		
- Axis Bank Limited	605.41	1036.08
- Punjab National Bank		
Total	609.37	1547.96

Note 3.8	Other Current Assets		(Amount in Lacs)	
Particulars	As at			
	March 31, 2023		March 31, 2022	
(Unsecured, considered good)				
a) Staff Advances		0.32		2.42
b) Withholding taxes and others		-		7.48
c) GST Balances		143.90		345.48
d) Advance to Suppliers		5.28		32.84
e) Pre-paid Expenses		12.62		0.18
	Total	162.12		388.40

Notes :

(i) Withholding taxes and others primarily consist pre-paid taxes and amounts paid under protest in respect of demands and claims from various revenue authorities of India.

Note 3.9	Equity Share Capital				(Amount in Lacs)	
Particulars	March 31, 2023		March 31, 2022			
	Number	Amount	Number	Amount		
AUTHORISED SHARE CAPITAL						
Equity Shares of Rs. 10/- each	55.00	550.00	55.00	550.00		
	55.00	550.00	55.00	550.00		
ISSUED, SUBSCRIBED & PAID UP CAPITAL						
Equity Shares of Rs. 10/- each fully paid	40.17	401.73	40.17	401.73		
	Total	401.73	401.73	401.73		

Notes:

- 2417856 equity shares allotted as fully paid up bonus shares in the year 1994-95 by capitalisation of revaluation reserve of Rs.1,38,65,529, capital subsidy of Rs.21,01,687 and surplus in profit and loss accounts of Rs.82,11,344.
- 499078 equity shares allotted to the shareholders of Inducto Technocastings Private Limited and Hariyana Industrial Gases Private Limited, which were merged with the company w.e.f. 03.04.2005.

3. The reconciliation of the number of outstanding shares is set out below :

Particulars	March 31, 2023		March 31, 2022	
	Number	Amount	Number	Amount
At the beginning of the year	40.17	401.73	40.17	401.73
Add: Issue of Bonus Shares during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	40.17	401.73	40.17	401.73

4. The details of shareholder holding more than 5% shares is set out below:

Sr. No.	Name of Shareholders	March 31, 2023		March 31, 2022	
		No. of Shares	% of Holding	No. of Shares	% of Holding
1	Rakesh S Reniwal	14.90	37.09%	14.90	37.09%
2	Babita S Agarwal	2.03	5.06%	2.03	5.06%
3	Rajeev S Reniwal	3.38	8.40%	3.38	8.40%
4	Sweetie R Reniwal	4.08	10.15%	4.08	10.15%

- As per records of the company, including its register of shareholders/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

5. Shares held by promoters as at March 31, 2023:

Promoter Name	No. of Shares	% of total shares	% Change during the year
Shalini S. Reniwal	0.00	0.00	0.00
Unnati R. Reniwal	0.00	0.00	0.00
Sanjeev S. Reniwal	0.01	0.01	0.00
Shantisarup R. Reniwal	0.03	0.07	0.00
Shantisarup Reniwal & Sons .	0.12	0.31	0.00
Lalitadevi S Reniwal	1.53	3.82	0.00
Sanjeev Reniwal	1.87	4.65	0.00
Rajeev Reniwal (HUF)	1.94	4.83	0.00
Rajeev Shantisarup Reniwal	3.38	8.40	0.00
Sweetie R. Reniwal	4.08	10.15	0.00
Rakesh Shantisarup Reniwal	14.90	37.09	0.00

6 Terms/rights attached to equity shares :

- The company has only one class of shares referred to as equity shares having a par value of Rs.10/- . Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in indian rupees. The dividend proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting. During the year ended 31st March, 2021, the amount of per share dividend recognized as distributions to equity share holders was Rs. Nil.
- In the event of liquidation of the company, the holders of the Equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

Note 3.10		Other Equity		(Amount in Lacs)	
Particulars	Note No.	As at			
		March 31, 2023	March 31, 2022		
a) Capital Reserve Reserve	I	1022.37	1022.37		
b) General Reserve	II	127.41	127.41		
c) Retained Earnings	III	2753.03	2695.17		
d) Other Comprehensive Income	IV	0.44	-		
	Total	3903.25	3844.95		

Refer Statement of Changes in Equity for additions / deletions in each reserve.

Notes :

- I. Capital reserve represents reserve created pursuant to the business combinations and includes forfeited shares.
- II. General reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue, etc.
- III. Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to the shareholders.

Note 3.11		Deferred Tax Liabilities (net)		(Amount in Lacs)	
Particulars		As at			
		March 31, 2023	March 31, 2022		
a) Deferred tax liabilities-On Account of Depreciation		18.47	11.45		
b) Deferred tax liabilities/(assets) -On account of Doubtful Debts & Retirement Benefits		0.09	(0.81)		
	Total	18.55	10.64		

Refer Note 5.1 for details of deferred tax liabilities and assets.

Note 3.12		Other Non - Current Liabilities		(Amount in Lacs)	
Particulars		As at			
		March 31, 2023	March 31, 2022		
Accrued defined benefit plan liability		2.08	1.57		
	Total	2.08	1.57		

Refer to Note - 5.2 for detailed disclosure

Note 3.13		Current Financial Liabilities - Borrowings		(Amount in Lacs)	
Particulars		As at			
		March 31, 2023	March 31, 2022		
Secured					
a. Working Capital Finance					
- Overdraft - Axis Bank (921030004407778)		-	500.09		
Unsecured					
- Loan from Related Parties		1547.58	-		
- Loan from Others		20.00	-		
	Total	1567.58	500.09		

Details of security:

3. Primary Security: The Cash Credit loan from Punjab National Bank is secured against hypothecation of ship/scrap/other trading stocks, Book debts and other current assets generated out of ship breaking operations (present and future). Inland Letter of credit is secured against DA/DP bills and Foreign Letter of Credit is secured against DA/DP bills, Document of title of goods, exclusive hypothecation of the ship/Scrap/other trading stocks, book debts and creation of charge on other current Assets.

2. Collateral Security: Exclusive charge of Punjab National Bank by way of mortgage of a) Flat No.13-C, 13th Floor, Wellington View, Tardeo, Mumbai-400034 (Owned by HUF of director), b) 601, Kalpvruksha Heritage, Colaba, Mumbai-400005 (Owned by director), c) Flat No.141, Persepolis Apt, Cuffe Parade, Mumbai-400005 (Owned by director) d) 13, Lifescape Acquino, Plot No.1262/B, Near Tata Press, Prabhadevi, Mumbai-400025 (owned by Group Company) e) Charge on block of movable and immovable assets and f) Personal guarantee of all the directors.

3. During the year working capital loan from Axis Bank Limited was transferred to Punjab National Bank and the company has received no dues letter from Axis Bank Limited vide their confirmation dated March 31, 2023.

Note 3.14		Current Financial Liabilities - Trade Payables		(Amount in Lacs)	
Particulars	As at				
	March 31, 2023	March 31, 2022			
Trade Payables					
(A) Total outstanding dues of micro enterprises and small enterprises	-	-			
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	3379.87			
Total	-	3379.87			

Notes :

(i) Ageing of trade payables as on 31-03-2023 are as below:

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

(i) Ageing of trade payables as on 31-03-2022 are as below:

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	3379.87	-	-	-	3379.87
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

(ii) Trade payables are recognized at their original invoiced amounts which represent their fair value on initial recognition. The trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

(iii) The management is of the opinion that none of their suppliers constitute micro, small and medium enterprises as per Micro, Small & Medium Enterprises Development Act, 2006. Hence, no separate disclosure has been made.

Note 3.15		Other Current Financial Liabilities		(Amount in Lacs)	
Particulars	As at				
	March 31, 2023	March 31, 2022			
Accrued expenses	1.50	2.57			
Brokerage Payable	2.88	3.41			
Total	4.38	5.99			

Note 3.16		Other Current Liabilities		(Amount in Lacs)	
Particulars	As at				
	March 31, 2023	March 31, 2022			
Statutory Dues	4.41	36.21			
Other Payables	2.07	9.83			
Advance from Customers	3.76	12.82			
Total	10.25	58.86			

Note 3.17		Short Term Provisions		(Amount in Lacs)	
Particulars	As at				
	March 31, 2023	March 31, 2022			
Provision for Employee Benefits					
i) Salary & Incentives	15.04	15.04			
ii) Contribution to Provident Funds	3.09	2.69			
iii) ESIC Payable	0.62	0.62			
Total	18.75	18.35			

Particulars	REVENUE FROM OPERATIONS	
	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
a) Sale of products		
- Manufactured	3394.58	4080.56
- Traded	1892.92	1665.04
- By Bond Transfer	3713.85	-
	9001.35	5745.60

Particulars	OTHER INCOME	
	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
a) Interest Income		
i. On Loans Granted	-	0.05
ii. Other Interest	26.86	19.48
iii. Late payment of Trade Receivables	2.26	-
b) Income from Investments		
i. Share of Profit/ (Loss) from Partnership Firm	-	-
ii. Short Term Capital Gain on Mutual Fund (STT not paid)	-	-
c) Other Income :		
i. MTM Gain on Fair value of Mutual Fund/ Quoted Equity Shares (FVTPL)	-	0.00
ii. VAT/ Sales Tax Refund	-	-
iii. Other Income	0.83	(0.12)
iii. Gain on Foreign Exchange Variation	25.02	-
iv. Gain on sale of asset	-	3.44
v. Provision for Expected Credit Loss Reversed	1.40	-
	56.37	22.85

Particulars	COST OF CONSUMPTION OF RAW MATERIALS	
	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
Inventory at the Beginning of the Year	1779.38	10.56
Add: Ship Purchase for Recycling	2058.68	5393.51
	3838.06	5404.07
Less: Inventory at the end of the Year	868.85	1779.38
Cost of Consumption of Raw Materials	2969.21	3624.69

Particulars	PURCHASE OF STOCK - IN - TRADE	
	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
Purchases of Traded Goods	5352.93	1694.92
	5352.93	1694.92

Particulars	CHANGES IN INVENTORIES	
	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
Inventory at the Beginning of the Year	280.28	-
Less : Inventory at the End of the Year	11.40	280.28
	268.88	(280.28)

Particulars	MANUFACTURING EXPENSES	
	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
Gases & Carbide	29.64	42.66
Consumable Expenses	5.71	12.78
Plot Rent & Development Charges	34.00	27.13
Repair & Maintenance	1.53	1.94
Power & Fuel Expenses	2.56	4.97
Pollution Control Expenses	0.88	2.87
Other Manufacturing Expenses	0.93	0.88
Warehousing Charges	7.50	-
	82.76	93.24

Particulars	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
Salaries & Wages	67.73	100.68
Bonus Expenses	4.47	6.60
Contribution to Provident Funds	4.71	7.30
Contribution to ESIC	1.64	2.85
Staff Welfare Expenses	2.19	3.28
Gratuity Expenses	1.09	1.14
	81.83	121.85

Particulars	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
a) Bank Charges		
Bank Commission & Charges	7.88	6.48
L C Charges	9.68	10.49
Bank Gaurantee Charges	4.58	-
Bank Processing Charges	16.60	-
b) Interest Expenses	-	
Other Parties	40.59	10.68
Bank	8.01	0.13
Late payment of Statutory Dues	0.11	0.96
Shortfall in payment of advance Income Tax	-	2.10
	87.45	30.85

Particulars	(Amount in Lacs)	
	For the year ended	
	March 31, 2023	March 31, 2022
Duties & Taxes		-
Advertisements	0.64	0.51
Accounting Charges	4.50	1.30
Bad Debts written off	-	7.74
Donation	0.22	0.34
Fees & Subscription	4.34	0.71
Filling Fees	0.01	0.06
Foreign Exchange Vatiation	-	53.71
Insurance Expense	0.21	0.37
Legal & Professional Expenses	22.53	34.85
Loss on Currency Trading	9.31	0.33
MTM Loss on Fair value of Mutual Fund/ Quoted Equity Shares (FVTPL)	0.00	-
Other Expenses	0.39	0.51
Payment to Auditors	3.00	2.90
Postage & Courier	0.06	0.05
Printing & Stationery	0.13	0.10
Penalty and Fines	0.20	-
Rent, Rates & Taxes	0.03	0.05
Security Charges	1.25	-
Share Registration Expenses	0.30	-
Share of Loss from Partnership Firm	0.09	3.08
Telephone Expenses	0.49	0.69
Travelling Expenses	19.12	24.48
Transportation Charges	5.99	20.25
Vehicle Running & Maintenance	1.97	5.08
Currency Trading Expenses	0.35	-
Provision for Expected Credit Loss	-	1.09
Provision for Doubtful Debts	3.31	-
Business Promotion	-	0.21
Brokerage & Commission Expenses	4.65	43.40
Loading/ Unloading Charges	2.78	4.69
GST Expenses	0.05	-
	85.91	206.50

Note 5.1 : Income Tax

The major component of Income Tax Expense for the year ended March 31, 2023 and March 31, 2022 are as follows:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Statement of Profit and Loss		
Current tax		
Current income tax	26.51	33.21
Adjustment of tax relating to earlier periods	8.82	-
Deferred tax		
Deferred tax expense	7.77	(2.67)
	43.10	30.54
Other comprehensive income		
Deferred tax on		
- Re-measurement gain/ (loss) on defined benefit plans	0.15	0.26
	0.15	0.26
	43.25	30.80
Income tax expense as per the statement of profit and loss	43.25	30.80

A) Income tax expense/(benefit)

The Company is subject to income tax in India on the basis of its standalone financial statements. The Company can claim tax exemptions/deductions under specific sections of the Income Tax Act, 1961 subject to fulfilment of prescribed conditions, as may be applicable. The Company during the year ended March 31, 2020 have opted for the new tax regime under Section 115BAA of the Act, which provides a domestic company with an option to pay tax at a rate of 22% (effective rate of 25.168%). The lower rate shall be applicable subject to certain conditions, including that the total income should be computed without claiming specific deduction or exemptions.

Business loss can be carried forward for a maximum period of eight assessment years immediately succeeding the assessment year to which the loss pertains. Unabsorbed depreciation can be carried forward for an indefinite period.

The reconciliation of estimated income tax to income tax expense is as below:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Profit before tax	100.96	256.44
Income tax expense at tax rates applicable	25.41	64.54
<i>Adjustments for:</i>		
Expenses not allowed as deduction	2.59	4.64
Brought forward losses of earlier year	-	(36.75)
Exempt Income	-	0.77
Difference of Depreciation	(1.41)	(2.11)
Provision for Gratuity and Doubtful Debts	(0.08)	(0.56)
Tax expense / (benefit) as reported	26.51	30.54
Effective Tax Rate (%)	26.25	11.91

B) Deferred tax assets/(liabilities)

(i) For the year ended on March 31, 2023

Particulars	As at April 1, 2022	Recognised/ (reversed) in the Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at March 31, 2023
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	11.45	7.01		18.47
Allowance for Doubtful Debts & Retirement Benefit Plans	(0.81)	0.75	0.15	0.09
	10.64	7.77	0.15	18.55

(ii) For the year ended on March 31, 2022

Particulars	As at April 1, 2021	Recognised/ (reversed) in the Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at March 31, 2022
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	13.56	(2.11)	-	11.45
Allowance for Doubtful Debts & Retirement Benefit Plans	(0.52)	(0.56)	0.26	(0.81)
	13.05	(2.67)	0.26	10.64

C) Current tax assets and liabilities

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Current tax assets	-	-
Current tax liabilities	15.82	31.87

Note 5.2 : Employee benefits**A. Defined contribution plans:**

Eligible employees of the Company are entitled to receive benefits in respect of provident fund, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions are made to the provident fund as set up by Government.

Amount of Rs. 6.35 Lakhs (FY 2021-2022 : Rs. 10.15 Lakhs) is recognised as expenses and included in Note 4.7 : Employee benefit expense.

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Provident fund	4.71	7.30
ESIC	1.64	2.85
	6.35	10.15

B. Defined benefit plans:

The Company has following post employment benefits which are in the nature of defined benefit plans:

(a) Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The

1. The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Discount rate (per annum)	7.48%	7.25%
Expected rate of salary increase	10% for first one years and 7% thereafter	10% for first two years and 7% thereafter
Attrition rate	Up to 30 Years - 3% 31-44 Years - 2% Above 44 Years - 1%	Up to 30 Years - 3% 31-44 Years - 2% Above 44 Years - 1%
Mortality rate during employment (% of IALM 2012-14)	100%	100%

2. Movements in present value of obligation and plan assets

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Opening defined benefit obligation	1.57	1.48
Current service cost	0.98	1.04
Interest cost	0.11	0.10
Actuarial (gain)/loss arising from changes in financial assumptions	(0.08)	(0.16)
Actuarial (gain)/loss arising from experience adjustments	(0.51)	(0.88)
Closing defined benefit obligation	2.08	1.57

3. Amounts recognised in other comprehensive income in respect of these defined benefit plans are as follows:

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Remeasurement on the net defined benefit liability comprising:		
- Actuarial (gain)/loss arising from changes in financial assumptions	(0.08)	(0.16)
- Actuarial (gain)/loss arising from experience adjustments	(0.51)	(0.88)
Components of defined benefit costs recognised in other comprehensive income	(0.59)	(1.05)

4. Sensitivity analysis of significant assumptions are as follows:

Particulars	Sensitivity level	Defined benefit obligation	
		31-Mar-23	31-Mar-22
Defined benefit obligation (Base)		2.08	1.57
Discount Rate	1% increase	1.78	1.30
	1% decrease	2.44	1.91
Salary Growth Rate	1% increase	2.44	1.91
	1% decrease	1.77	1.30
Attrition Rate	1% increase	2.08	1.54
	1% decrease	2.08	1.60
Mortality Rate	1% increase	2.08	1.57
	1% decrease	2.08	1.57

5. The followings are the expected cash flows for the defined benefit obligation (based on undiscounted value) :

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Gratuity		
Within the next 12 months (next annual reporting period)	0.04	0.00
Between 2 and 5 years	0.19	0.14
Beyond 5 years	7.77	7.61
Total expected payments	8.00	7.75

6. Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Weighted average duration	17 Years	20 Years

C. Other Long term employee benefit plans

Company does not have any other Long term employee benefit plans for the aforesaid period.

Note 5.3 : Earnings per Share (EPS)

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Earning per share		
- Basic	1.44	5.62
- Diluted	1.44	5.62
Face value per share	10	10
Basic & Diluted EPS		
Profit for the year attributable to equity shareholders	57.86	225.91
Weighted average number of equity shares used in the calculation of	40.17	40.17

Note 5.4 : Capital Management

The Company's capital management is intended to create value for shareholders by facilitating the achievement of long-term and short-term goals of the Company.

The Company determines the amount of capital required on the basis of annual business plan coupled with long-term and short-term strategic investment and expansion plans.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes, within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short-term deposits.

Particulars	As at	
	31-Mar-23	31-Mar-22
Borrowings, Trade and other payables	1582.20	3944.79
Less: cash and cash equivalent	625.78	1560.81
Net debt	956.42	2383.99
Equity share capital	401.73	401.73
Other equity	3903.25	3844.95
Total capital	4304.97	4246.67
Capital and net debt	5261.39	6630.66
Gearing ratio	18.178	35.954

Note 5.5 : Financial Instruments**(a) Financial assets and liabilities**

The following tables present the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2023 and March 31, 2022 :

Particulars	As at	
	31-Mar-23	31-Mar-22
Financial Assets		
a. Measured at cost:		
Investments		
- in Partnership Firms	3433.04	2155.09
- in Associate	43.18	43.22
b. Measured at amortized cost:		
Cash & cash equivalents (including other bank balances)	625.78	1560.81
Trade receivables	238.43	1477.21
c. Mandatorily measured at fair value through profit or loss (FVTPL) / other comprehensive income (OCI):		
Investments		
- Equity shares (Quoted)	0.01	0.01
Financial Liabilities		
a. Measured at amortised cost:		
Borrowings	1567.58	500.09
Other financial liabilities	4.38	5.99

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below. Except for the following, the management considers that the carrying amounts of financial assets and financial liabilities recognised in the standalone financial statements approximate their fair values:

(i) Quantitative disclosures fair value measurement hierarchy for assets :

Particulars	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
As at March 31, 2023				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.01	-	-	0.01
As at March 31, 2022				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.01	-	-	0.01

(ii) Quantitative disclosures fair value measurement hierarchy for liabilities :

Company does not have any financial liability which is measured either at Fair value through profit and loss account or measured at Fair value through other comprehensive income.

(c) Financial risk management

In the course of its business, the Company is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimise potential adverse effects and achieve greater predictability to earnings. In line with the overall risk management framework and policies, the management monitors and manages risk exposure through an analysis of degree and magnitude of risks.

Market risk

Market risk Market risk is the risk of any loss in future earnings, in realising fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

Interest rate risk

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs. The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to debt obligations.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Change in basis points	Effect on profit before tax
March 31, 2023		
Interest bearing borrowings (in INR)	+50	(7.84)
	-50	7.84
March 31, 2022		
Interest bearing borrowings (in INR)	+50	(0.63)
	-50	0.63

This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Foreign currency risk

The fluctuation in foreign currency exchange rates may have a potential impact on the statement of profit and loss and equity.

The Company, as per its risk management policy, uses foreign currency forward contracts primarily to hedge foreign exchange exposure. Any weakening of the functional currency may impact the Company's cost of imports and cost of borrowings and consequently may increase the cost of financing the Company's capital expenditures.

Given below is the foreign currency exposure arising from the non derivative financial instruments:

Particulars	Foreign Currency Amount (in USD)		Reporting Currency Amount	
	As at		As at	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Trade Payables	-	44.02	-	3337.02

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant.

Particulars	Change in USD rate	Effect on profit before tax
March 31, 2023		
Trade Payables	+5%	-
	-5%	-
March 31, 2022		
Trade Payables	+5%	(166.85)
	-5%	166.85

Equity price risk

Equity price risk is related to change in market reference price of investments in equity securities held by the Company. The fair value of quoted investments held by the Company exposes the Company to equity price risks. In general, these investments are not held for trading purposes.

The fair value of quoted investments in equity, classified as fair value through profit and loss as at March 31, 2023 and March 31, 2022 was ₹554 and ₹947, respectively.

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. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, balances with bank, bank deposits. None of the financial instruments of the Company result in material concentration of credit risk.

Trade receivables

Customer credit risk is managed by the Company's internal policies, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on market feedback and credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in independent markets.

Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company monitors its risk of shortage of funds through using a liquidity planning process that encompasses an analysis of projected cash inflow and outflow.

The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

(i) The table below summarises the maturity analysis for its financial liabilities based on the undiscounted cash flows at the end of reporting period :

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
As at March 31, 2023						
Borrowings	-	-	1567.58	-	-	1567.58
Trade Payables	-	-	-	-	-	-
Other current financial liabilities	-	4.38	-	-	-	4.38
As at March 31, 2022						
Borrowings	500.09	-	-	-	-	500.09
Trade Payables	-	1560.49	1819.37	-	-	3379.86
Other current financial liabilities	-	5.99	-	-	-	5.99

Note 5.6 : Segment information

The Company has presented segment information in the consolidated financial statements which are presented in this same annual report. Accordingly, in terms of Ind AS 108 'Operating segments', no disclosures relating to segments are presented in these standalone financial statements.

Note 5.7 : Related Party transactions

Related party disclosures, as required by Ind AS 24, " Related Party Disclosures", are given below.

(A) Particulars of related parties and nature of relationships**A. Companies over which Key Management Personnel and their relatives are able to exercise significant influence**

1. Shree Balaji Associates
2. Hariyana Ship Demolition Private Limited
3. Aplomb Enterprises Private Limited

B. Associate

1. Calvin Divine Enterprise LLP

C. Key Management Personnel**Managing director**

1. Rajeev Reniwal

Non Executive director

2. Sweety Reniwal

Chief Financial Officer

3. Dilip Kaushik

Company Secretary

4. Bhoomi Rathod - Company Secretary (Resigned w.e.f. September 30, 2022)
5. Fulvanti Jain - Company Secretary (Joined w.e.f. March 23, 2023)

(B) Related party transactions and balances

The details of material transactions and balances with related parties are given below:

a) Transactions during the year	Year ended	
	31-Mar-23	31-Mar-22
Other income		
<i>Share of Profit/ (Loss) from the partnership firm</i>		
Shree Balaji Associates	(0.05)	(0.06)
<i>Share of Profit/ (Loss) from associate</i>		
Calvin Divine Enterprise LLP	(0.05)	(3.02)
	(0.09)	(3.08)
Remuneration Paid		
Dilip Kaushik	8.96	7.82
Fulvanti Jain	0.13	-
Bhoomi Rathod	0.95	3.60
	10.04	11.42
Loan Taken		
Aplomb Enterprises Private Limited	205.00	-
Rajeev Reniwal	3027.00	357.50
Hariyana Ship Demolition Private Limited	-	550.01
	3232.00	907.51
Loan Repaid		
Aplomb Enterprises Private Limited	205.00	-
Rajeev Reniwal	1512.70	807.50
Hariyana Ship Demolition Private Limited	-	550.01
	1717.70	1357.51

Investment in Partnership FirmCapital Introduced

Shree Balaji Associates - Current Capital	1904.00	165.00
	<u>1904.00</u>	<u>165.00</u>

Capital Withdrawn

Shree Balaji Associates - Current Capital	626.00	1864.55
	<u>626.00</u>	<u>1864.55</u>

Interest Paid

Aplomb Enterprises Private Limited	3.14	-
Rajeev Reniwal	36.98	-
	<u>40.12</u>	<u>-</u>

b) Balances at the end of the year	As at	
	31-Mar-23	31-Mar-22
Current Financial Borrowings		
Rajeev Reniwal	1547.58	-
	<u>1547.58</u>	<u>-</u>
Investments in partnership firm		
Shree Balaji Associates - Fixed Capital	0.25	0.25
Shree Balaji Associates - Current Capital	3432.79	2154.84
	<u>3433.04</u>	<u>2155.09</u>
Investments in associate		
Calvin Divine Enterprise LLP - Fixed Capital	0.10	0.10
Calvin Divine Enterprise LLP - Current Capital	43.08	43.12
	<u>43.18</u>	<u>43.22</u>

Note 5.8 : Contingencies and commitments

Particulars	As at	
	31-Mar-23	31-Mar-22
Contingent Liabilities		
<u>Disputed liabilities not acknowledged as debts*</u>		
a. Disputed demand under :		
- Income tax	359.83	359.83
- Excise Duty	12.38	12.38
<u>Claims against the Company</u>		
- Gujarat Maritime Board (GMB)	155.63	155.63
- Customs & Excise	12.51	12.51

* The Company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

Notes:

- The Company has ongoing disputes with income tax authorities relating to tax treatment of certain items. These mainly include disallowance of expenses, tax treatment of certain expenses claimed by the Company as deduction and the computation of or eligibility of the Company's use of certain allowances.
- The Company has deposited Rs.6.19 Lacs (March 31,2022: Rs.6.19 Lacs) under protest against demand of Rs. 12.38 Lacs raised by Excise & Customs Department. The matter is pending before the appellate authority (CESTAT). The company expects to sustain its position on ultimate resolution of the said appeal.
- The Company has deposited Rs.155.63 Lacs (March 31,2022:Rs.155.63 Lacs) under protest against demand raised by Gujarat Maritime Board (GMB) on account of amendment fees and delayed interest.The matter is pending before the appellate authority of GMB. The company expects favourable resolution of the said appeal.
- The Company has deposited amount under protest of Rs.12.51 Lacs (March 31, 2022 : Rs. 12.51 Lacs) in respect of various demands relating to customs and excise duty. The matters are pending before the various appellate authorities. The company expects favourable resolution of the said appeals.

Note 5.9 : Other Information (including foreign currency transactions)

Particulars	Year ended	
	31-Mar-23	31-Mar-22
1. Information regarding Imports (CIF) (in INR)		
a) Raw materials and components	1993.33	5218.67
	<u>1993.33</u>	<u>5218.67</u>
2. Auditors' remuneration		
Included under Other Expenses		
i) For financial audit	2.50	2.70
ii) For taxation matters	-	0.10
iii) For other services - limited review, certification	0.50	0.10
	<u>3.00</u>	<u>2.90</u>

Note 5.10 : Financial Ratios

The ratios as per the latest amendment to Schedule III are as below:

Particulars	Numerator	Denominator	Year ended		Variance (in %)	Remarks for variance more than 25%
			31-Mar-23	31-Mar-22		
(1) Current ratio	Total current assets	Total Current liabilities	1.18	1.37	-14.12%	NA
(2) Debt equity ratio	Debt (Debt: Non-current borrowings + Current borrowings)	Average Equity (Equity: Equity share capital + Other Equity)	0.36	0.12	209.22%	Availment of Short Term Borrowings and reduction in overall operational margin having effect on Debt equity ratio being higher compared to previous year.
(3) Debt service coverage ratio	EBITDA (EBITDA : Profit before taxes + depreciation & Amortisation + Interest)	Long Term Debts + Interest Expense	3.64	20.94	-0.83	Reduction in operational margin and increase in Interest costs.
(4) Return on Equity (%)	Profit After Tax	Average Equity (Equity: Equity share capital + Other Equity)	1.35%	5.47%	-75.24%	Reduction in operational margin resulting into lower return on equity.
(5) Inventory turnover ratio (in Times)	Average Inventory	Cost of Goods Sold	5.96	5.08	0.17	NA
(6) Debtors turnover ratio (in Times)	Average Trade Receivables	Revenue From Operation	10.49	7.72	0.36	Increase in Trading Activities resulting into improvement in recovery cycle.
(7) Trade payables turnover ratio (in days)	Average Trade Payables	Total Purchase	4.39	4.19	4.56%	NA
(8) Net capital turnover ratio (in days)	Average working capital	Revenue From Operation	10.11	10.32	-0.02	NA
(9) Net profit ratio (%)	Profit after tax	Revenue From Operation	0.64%	3.93%	8.91%	NA
(10) Return on Capital Employed (%)	EBIT (EBIT: Profit Before Tax + Finance Cost)	Average Capital Employed (Capital Employed: Equity share capital + Other Equity + Non Current Liabilities + Current Liabilities)	3.17%	3.48%	8.91%	NA
(11) Return on investment (%)	Return on Investments	Non Current Investments	0.00%	-0.10%	-96.59%	On account of lower share of loss on investment in partnership firm as compared to previous year resulted in improvement in return on investment.

Previous year ratios are reworked on account of proper reworking of applicable parameters

Note 5.11 : Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

The management is of the opinion that none of their suppliers constitute micro, small and medium enterprises as per Micro, Small & Medium Enterprises Development Act, 2006. Hence,

Note 5.12 : Other Notes

- i) The figures for the previous year have been reclassified/ regrouped wherever necessary for better understanding and comparability.
- ii) The balances of trade receivables, other current and non current assets, trade payables and other current and non current liabilities are unsecured and subject to confirmation from the respective parties.
- iii) The company has invested in two partnership firms and balance outstanding in current capital account as on March 31, 2023 is Rs.34.76 Crores (As on March 31, 2022 Rs.21.98 Crores). Pursuant to partnership deed executed among partners no interest is payable or recoverable to or from partners on balances outstanding in current capital account.
- iv) In the opinion of the Management Long Term Loans and Advances, Other Non Current Assets, Current Assets and Other Current Assets fetch approximately the value as stated in the Financial Statement if realised in the ordinary course of business subject to balance confirmation. The provision for all known liabilities is adequate and is not in excess of amounts considered reasonably necessary.
- v) It is informed by the Management that the Company has availed unsecured loan from two related parties repayable on demand. Balance outstanding from one party as on March 31, 2023 was Rs.15.48 Crores (Balance as on March 31, 2022 was Nil), Loan of one related party was repaid in full and having Nil outstanding balance as on March 31, 2023. The terms and condition of loan taken is not prejudicial to the interest of the Company.

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For LSM & Co.
Chartered Accountants
 FRN : 116870W

For S.N. Shah & Associates
Chartered Accountants
 FRN : 109782W

For and on behalf of the Board
Inducto Steels Limited

CA Navneet Lahoti
Partner
 Membership No. 100529
 UDIN : 23100529BGVUYI5676

CA Dhruvin Joshi
Partner
 Membership No. 612290
 UDIN : 23612290BGWIOT4312

Rajeev Reniwal
Director
 DIN: 00034264

Sweety Reniwal
Director
 DIN: 00041853

Place: Mumbai
 Date: May 30, 2023

Place: Ahmedabad
 Date: May 30, 2023

Fulvanti Jain
Company Secretary
 Place: Mumbai
 Date: May 30, 2023

Dilip Kaushik
Chief Financial Officer

LSM & Co.
Chartered Accountants
516, Summit Business Bay,
Opp. Cinemax, Chakala,
Andheri (E), Mumbai-400093

S.N. Shah & Associates
Chartered Accountants
Sapan House, C.G. Rd, Opp. Municipal
Market, Navrangpura , Ahmedabad ,
Gujarat 380009

INDEPENDENT AUDITOR'S REPORT

To the Members of
Inducto Steel Limited

Report on the audit of the Consolidated financial statements

Opinion

We have audited the accompanying consolidated financial statements of **Inducto Steel Limited**, ("the Company") and its Associate (herein after together referred to as "Group") which comprises the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred as "the consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) specified in section 133 of the Companies Act, 2013, of the state of affairs of the Company as at March 31, 2023, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We are independent of the Group 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 consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Consolidated Financial Statements.

Key Audit Matters

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

Key Audit Matter	Auditor's Response
<p><u>Evaluation of uncertain tax positions</u> The Group has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> - Obtained details of completed tax assessments and demands for the year ended March 31, 2023 from management. - Obtained understanding of key uncertain tax positions. - Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions. - Assessed management's estimates of the possible outcome of the disputed cases.

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

The Holding Company's management and Management of Associate and Board of Directors are responsible for the other information. The other information comprises of the information included in the Holding Company's Annual Report, but does not include the Consolidated Financial Statements and our auditor's report thereon.

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

Responsibility of Management and those charged with governance for the Consolidated Financial Statements

The Holding Company's, Management of Associate and subsidiary and Board of Directors and the management of the Associate are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair

view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards 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 implementation and maintenance of 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 consolidated Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the respective management of each of the entity included in the group are responsible for assessing the each entity'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 of the respective entity either intends to liquidate a respective entity or to cease operations, or has no realistic alternative but to do so.

The Board of Directors and the management are also responsible for overseeing each entity's, included in the group, financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Consolidated 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the entities

included in the group have adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls, as applicable.

- 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 Consolidated 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 group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

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

Other Matters

The consolidated financial statements also include the Company's share of net loss of Rs. 4,826 for the year ended March 31, 2023, as considered in the consolidated financial statements, in respect

of one associate, whose financial statements/ financial information have been audited by the other auditor whose reports have been furnished to one of the joint auditors by the Management, and our opinion in so far as it relates to the amounts and disclosures included in respect of this associate, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid associate is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with regard to our reliance on the work done and the reports of the other auditors and the financial statements/ financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, based on our audit we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
- c. The Consolidated balance sheet, the Consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flow statement dealt with by this Report are in agreement with the books of account for the purpose preparation of consolidated financial statements;
- d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, as applicable.
- e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. 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 A" to this report; and
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Group has disclosed impact of pending litigations which could materially impact its financial statements - *Refer Note 5.9 of the Consolidated Financial Statements;*
 - ii. the Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. there have been no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

- iv. Management Representation:
1. The Management of the Holding Company and its associate has represented to us that to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the respective entity to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its associate ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 2. The respective management of the Holding Company and its associate has represented, that, to the best of its knowledge and belief no funds (which are material either individually or in the aggregate) have been received by the holding company or its associate from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the holding company or its associate shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 3. Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) Companies (Audit and Auditors) Rules, 2014 (as amended) and provided in clauses (a) and (b) above contain any material misstatement.
 4. The Holding company has not declared or paid any dividend during the year.
- h. In our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.

- i. With respect to the matters specified in clause (xxi) of Para 3 and 4 of the Companies (Auditor's Report) Order, 2020 ("The Order") issued by the Central Government in terms of section 143(11) of the Act, according to information and explanations given to us, and based on CARO Report issued by us on the standalone financial statement of the holding company, we report that there are no qualifications or adverse remarks by the auditors in the CARO Report of the holding company included in consolidated financial statement.

For L S M & Co.
Chartered Accountants
FRN : 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN : 109782W

CA Navneet Lahoti
Partner
M. No. 100529
UDIN:23100529GGVUYJ6133

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 23612290BGWIOU8907

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Annexure A to the Independent Auditor's Report

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

In conjunction with our audit of the Consolidated financial statements of the company as of and for the year ended March 31, 2023, we have audited, the internal financial controls over financial reporting of **Inducto Steel Limited** (hereinafter referred to as 'the Company'). Reporting under clause (i) of sub-section 3 of section 143 of the Act in respect of adequacy of internal financial controls with reference to financial statements is not applicable to one associate, namely Calvin Divine Enterprise LLP, pursuant to MCA notification.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the holding company are 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountant of India and the Standards on Auditing as specified 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. 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 opinion on the internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion and according to the best of information and explanations provided to us, the holding Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting, 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.

For L S M & Co.
Chartered Accountants
FRN : 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN : 109782W

CA Navneet Lahoti
Partner
M. No. 100529
UDIN:23100529GGVUYJ6133

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 23612290BGWIOU8907

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Consolidated Balance Sheet as at March 31, 2023

Amount in Lacs

Particulars	Note No.	As at	
		March 31, 2023	March 31, 2022
ASSETS			
I. Non-current assets			
Property, plant and equipment	3.1	268.39	275.76
Financial assets			
Investment	3.2	3476.22	2198.32
Other financial assets	3.3	10.65	16.83
Other non-current assets	3.4	280.27	276.91
		4035.53	2767.82
II. Current assets			
Inventories	3.5	880.25	2059.66
Financial assets			
Trade receivables	3.6	238.43	1477.21
Cash and cash equivalents	3.7	625.77	1560.81
Other current assets	3.8	162.12	388.40
		1906.57	5486.08
Total Assets		5942.10	8253.89
EQUITY AND LIABILITIES			
Equity			
Equity share capital	3.9	401.73	401.73
Other equity	3.10	3903.04	3844.95
Equity attributable to owners of the Company		4304.77	4246.68
Non controlling interest		-	-
		4304.77	4246.68
Liabilities			
I. Non-current liabilities			
Deferred tax liabilities (net)	3.11	18.54	10.61
Other non-current liabilities	3.12	2.08	1.57
		20.62	12.18
II. Current liabilities			
Financial liabilities			
Borrowings	3.13	1567.58	500.09
Trade payables	3.14	-	3379.87
Other financial liabilities	3.15	4.38	5.99
Other current liabilities	3.16	10.25	58.86
Provisions	3.17	18.75	18.35
Income tax liabilities (net)		15.75	31.87
		1616.71	3995.03
Total Equity and Liabilities		5942.10	8253.89

The accompanying notes are an integral part of the Consolidated financial statements

As per our Report even date

For LSM & Co.
Chartered Accountants
FRN: 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN: 109782W

For and on behalf of the Board
Inducto Steels Limited

CA Navneet Lahoti
Partner
Membership No. 100529
UDIN: 23100529GGVUYJ6133

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN: 23612290BGWIOU8907

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Fulvanti Jain
Company Secretary

Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Place: Mumbai
Date: May 30, 2023

Consolidated Statement of Profit and Loss for the year ended March 31, 2023

Amount in Lacs

Particulars	Note No.	Year ended	
		March 31, 2023	March 31, 2022
Income			
Revenue from operations	4.1	9001.35	5745.60
Other income	4.2	56.37	22.85
Total Income		9057.72	5768.45
Expenses			
Cost of raw materials consumed	4.3	2969.21	3624.69
Purchase of Stock - in - Trade	4.4	5352.93	1694.92
Changes in the inventories of Finished Goods, Stock In Trade and Work - In Progress	4.5	268.88	(280.28)
Manufacturing Expenses	4.6	82.76	93.24
Employee benefits expense	4.7	81.83	121.85
Finance costs	4.8	87.45	30.85
Depreciation and amortisation expense	1.1	27.79	20.24
Other Expenses	4.9	86.14	203.49
Total expenses		8956.99	5509.00
Profit Before Share of Profit/(Loss) of Associates, Exceptional Item and Tax		100.73	259.46
Share of profit/ (loss) from associates		(0.05)	(3.02)
Profit Before Exceptional Item and Tax		100.69	256.44
Exceptional Items		-	-
Profit before tax		100.69	256.44
Tax expenses :	5.1		
Current tax		26.44	33.21
Tax of Earlier Years		8.82	
Deferred tax		7.77	(2.67)
Profit for the year		57.66	225.91
Other comprehensive income			
<i>Items not to be reclassified to profit or loss :</i>			
- Re-measurement gain/ (loss) on defined benefit plans		0.59	1.05
- Tax (charge)/ credit on above		(0.15)	(0.26)
Total other comprehensive income		0.44	0.78
Total comprehensive income for the year		58.10	226.69
Total comprehensive income for the year attributable to :			
- Owners of the Company		58.10	226.69
- Non controlling interest		-	-
Earning per equity share [face value Rs.10/- each]	5.3		
Basic		1.44	5.62
Diluted		1.44	5.62

The accompanying notes are an integral part of the Consolidated financial statements

As per our Report even date

For LSM & Co.
Chartered Accountants
FRN: 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN: 109782W

For and on behalf of the Board
Inducto Steels Limited

CA Navneet Lahoti
Partner
Membership No. 100529
UDIN: 23100529GGVUYJ6133

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN: 23612290BGWIOU8907

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Fulvanti Jain
Company Secretary

Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Place: Mumbai
Date: May 30, 2023

Consolidated statement of Cash flow for the year ended March 31, 2023

Amount in Lacs

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Cash flow from operating activities		
Profit before tax	100.69	256.44
Adjustment for :		
Depreciation and amortisation expense	27.79	20.24
Finance cost	87.45	30.85
Interest income	(26.86)	(19.53)
Bad debts	-	7.74
Provision for doubtful debts	3.31	1.09
Re-measurement gain/ (loss) on defined benefit plans	0.59	1.05
(Gain)/Loss on sale of property, plant and equipment, net	-	(3.44)
Provision for Expected Credit Loss Reversed	(1.40)	-
(Profit)/ Loss from partnership firms	-	-
Operating profit before working capital changes	191.56	294.44
Adjustments for changes :		
Decrease / (Increase) in Trade and other receivables	1463.16	(1833.63)
Decrease / (Increase) in Inventories	1179.42	(2049.10)
(Decrease) / Increase in Trade and other payables	(3429.18)	3490.02
Cash generated/ (used) in operations	(595.04)	(98.27)
Direct taxes paid	(54.74)	(33.21)
Net Cash generated from/(used in) operating activities [A]	(649.78)	(131.48)
Cash Flow from investing activities		
Purchase of fixed assets	(20.43)	(67.41)
Proceeds from sale of fixed assets	-	5.49
(Purchase) / Proceeds of non - current investments	(1277.90)	1702.62
(Increase)/Decrease in Other Financial Asset	6.18	-
(Profit)/ Loss from partnership firms	-	-
Interest received	26.86	19.53
Net cash generated from/(used in) investing activities [B]	(1265.29)	1660.24
Cash flow from financing activities		
Proceeds from short term borrowings, net	1567.58	(450.00)
Finance cost	(87.45)	(30.85)
Net cash generated from/(used in) financing activities [C]	1480.13	(480.85)
Net increase/(decrease) in cash & cash equivalents [A+B+C]	(434.94)	1047.91
Cash & cash equivalents at the beginning of the year	1060.72	12.81
Cash & cash equivalents at the end of the year	625.78	1060.72

Notes :**1. Reconciliation of cash and cash equivalents as per the cash flow statement :**

Particulars	March 31, 2022	March 31, 2021
Cash and Cash Equivalents (Note 3.7)	625.78	1560.81
Bank Overdrafts (Note 3.13)	-	(500.09)
Balances as per the statement of cash flow	625.78	1060.72

2. The above cashflow statement has been prepared under the 'indirect method' as set out in the Indian Accounting Standard - 7 "Statement of Cash Flows".

3. Figures of previous year have been regrouped, wherever necessary, to make them comparable.

The accompanying notes are an integral part of the Consolidated financial statements

For LSM & Co.

Chartered Accountants

FRN: 116870W

For S.N. Shah & Associates

Chartered Accountants

FRN: 109782W

For and on behalf of the Board

Inducto Steels Limited

CA Navneet Lahoti

Partner

Membership No. 100529

UDIN: 23100529GGVUYJ6133

CA Dhruvin Joshi

Partner

Membership No. 612290

UDIN: 23612290BGWIOU8907

Rajeev Reniwal

Director

DIN: 00034264

Sweety Reniwal

Director

DIN: 00041853

Fulvanti Jain
Company SecretaryDilip Kaushik
Chief Financial OfficerPlace: Mumbai
Date: May 30, 2023Place: Ahmedabad
Date: May 30, 2023Place: Mumbai
Date: May 30, 2023

Consolidated statement of changes in equity for the year ended March 31, 2023**A. Equity share capital**

Particulars	Amount
Balance as at April 1, 2021	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2022	401.73
Balance as at April 1, 2022	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2023	401.73

B. Other equity

Particulars	Attributable to the equity holders of the Company				Total
	Reserve and Surplus				
	Capital Reserve Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	
Balance as at April 1, 2021	1022.37	127.41	2468.48		3618.26
Profit for the year			225.91		225.91
Other Comprehensive Income (net)					
Re-measurement losses on defined benefit plans			0.78		0.78
Balance as at March 31, 2022	1022.37	127.41	2695.17		3844.95
Balance as at April 1, 2022	1022.37	127.41	2695.17		3844.95
Profit for the year			57.66		57.66
Other Comprehensive Income (net)					
Re-measurement losses on defined benefit plans				0.44	0.44
Balance as at March 31, 2023	1022.37	127.41	2752.83	0.44	3903.04

For LSM & Co.
Chartered Accountants
FRN: 116870W

For S.N. Shah & Associates
Chartered Accountants
FRN: 109782W

For and on behalf of the Board
Inducto Steels Limited

CA Navneet Lahoti
Partner
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Fulvanti Jain
Company Secretary

Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: May 30, 2023

Place: Ahmedabad
Date: May 30, 2023

Place: Mumbai
Date: May 30, 2023

Notes forming part of the Consolidated Financial Statements

Note 1: Company information

Inducto Steel Limited is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The company has its primary listing on BSE Limited. During the year, the Company was engaged in the ship breaking business and trading activities in metal scrap, coals, aluminum foil & other inputs. However, as and when any surplus fund is available, the same is given on interest to other parties and also invested in the shares and securities to earn short term and long-term capital gains.

The consolidated financial statements comprise financial statements of the Company, and its one associate.

The consolidated financial statements as at March 31, 2023 present the financial position of the company as well as its interests in associate. The list of entities consolidated is provided in schedule note 5.8.

The Consolidated Financial Statements are presented in Indian Rupees.

The consolidated financial statements were authorized for issue in accordance with a resolution of the directors on May 30, 2023.

Note 2: Significant accounting policies

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

Basis of preparation and presentation:

The financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, as amended from time to time and other relevant provisions of the Act.

The financial statements have been prepared under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair value by Ind AS.

Basis of consolidation:

The consolidated financial statements include the company's share of profit/ (loss) of its associate that is consolidated using the equity or proportionate method of consolidation, as applicable. Detailed disclosure is provided in schedule note 5.8.

a) Use of estimates and judgments

In the preparation of financial statements, the Company makes judgments in the application

of accounting policies; and estimates and assumptions which affects the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

- i) Note 3.1 - Property, plant and equipment - useful life and impairment
- ii) Note 5.1 - Recoverability/recognition of deferred tax assets
- iii) Note 5.2 - Assets and obligations relating to employee benefits
- iv) Note 5.10 - Provisions and contingent liabilities

b) Current/Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current and non-current classification.

An asset is treated as current when it is:

- 1) expected to be realized or intended to be sold or consumed in normal operating cycle;
- 2) held primarily for the purpose of trading;
- 3) expected to be realized within twelve months after the reporting period; or
- 4) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. A liability is treated as current when it is:

- 1) expected to be settled in normal operating cycle;
- 2) held primarily for the purpose of trading;
- 3) due to be settled within twelve months after the reporting period; or
- 4) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

c) Property, Plant and Equipment

All the items of property, plant and equipment are stated at cost, or deemed cost applied on transition to Ind AS, less accumulated depreciation and accumulated impairment losses, if any.

Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign

exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

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

All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Depreciation on Property, Plant and Equipment is provided on the straight-line method over the useful lives of the assets estimated by the management. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Useful lives and residual values of assets are reviewed periodically. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

An item of property, plant and equipment and any significant part is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of a Property, Plant and Equipment 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 and Loss when the asset is derecognized.

d) Impairment

At each balance sheet date, the Company reviews the carrying value of its property, plant and equipment to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss, if any. Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax 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. An impairment loss is recognized in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

Where an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized in the statement of profit and loss immediately.

e) Cash and Cash Equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

f) Provisions & Contingent Liabilities

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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

Disclosure of contingent liability is made 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 embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

g) Inventories

Inventories of Raw Materials (Ships) are stated at Cost. Cost comprises all cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.

Costs are determined on FIFO basis.

In ship recycling units, the weight of the ship purchased is accounted in terms of LDT/MT of the ship at the time of its construction. Ascertaining of weight of ship at the time of purchase is not possible due to its nature and size. There is loss of weight on account of corrosion and other factors during the usage of the ship and its voyage for long period of the years. Inventory at the close of the year is ascertained by reducing the weight of the scrap sold together with the estimated wastage of the material.

Consumable stores and spares are written off at the time of purchase itself.

h) Employee Benefit Expense

- *Defined contribution plans*

Contributions under defined contribution plans are recognized as expense for the period in which the employee has rendered service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that

the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

- *Defined benefit plans*

For defined benefit retirement schemes, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each year-end balance sheet date. Remeasurement gains and losses of the net defined benefit liability/(asset) are recognized immediately in other comprehensive income. The service cost and net interest on the net defined benefit liability/(asset) are recognized as an expense within employee costs.

Past service cost is recognized as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognized, whichever is earlier.

The retirement benefit obligations recognized in the balance sheet represents the present value of the defined benefit obligations as reduced by the fair value of plan assets.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized based on actuarial valuation at the present value of the obligation as on the reporting date.

i) **Taxes**

The tax expenses for the period comprises of current tax and deferred income tax.

Current Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred Tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying value of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognized for all taxable temporary differences. In contrast, deferred tax assets are only recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized.

The carrying value 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 is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realized based on the tax rates and tax laws that have been enacted or substantially 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 value of its assets and liabilities.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there are legally enforceable rights to set off current tax assets and current tax liabilities within that jurisdiction.

Current and deferred tax are recognized as an expense or income in the statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognized in other comprehensive income or directly in equity.

j) Investments in subsidiaries, associates

Investments in subsidiaries, associates and joint ventures are carried at cost/deemed cost applied on transition to Ind AS, less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and an impairment provision is recognized, if required immediately to its recoverable amount. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognized in the statement of profit and loss.

k) Financial Instruments

- l) Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial Assets

• *Initial recognition and measurement*

All financial assets, except investment in subsidiaries and associate, are recognized initially at fair value. Transaction costs that are attributable to the acquisition or issue of financial asset, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognized using trade date accounting.

• *Subsequent measurement*

For purposes of subsequent measurement, financial assets are primarily classified in three categories:

a) *Financial Assets measured at Amortized Cost*

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

b) *Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)*

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

c) *Financial Assets measured at Fair Value Through Profit or Loss (FVTPL)*

A Financial Asset which is not classified in any of the above categories are measured at

FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

- *Other Equity Investments*

All other equity investments are measured at fair value, with value changes recognized in Statement of Profit and Loss. Dividend on such equity investments is recognized in Statement of Profit and loss when the Company's right to receive payment is established. However, investment in partnership firms is carried at cost/ deemed cost applied on transition to Ind AS, less accumulated impairment losses, if any.

- *Impairment of Financial Assets*

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected Credit Losses are measured through a loss allowance at an amount equal to:

The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date);
or

Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognized from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At all reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analyzed.

For other assets, the Company uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Financial Liabilities

- *Initial recognition and measurement*

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

- *Subsequent measurement*

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

Derecognition of Financial Instruments

The Company derecognizes a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

m) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

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

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs based on unobservable market data.

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including Discounted Cash Flow Model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risks, credit risks and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Further details are set out in Note 5.5.

n) Revenue recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

The specific recognition criteria described below must also be met before revenue is recognized.

Sale of products

Revenue from the sale of products is recognized when the significant risks and rewards of ownership of the products have passed to the buyer, usually on delivery of the products. Revenue from the sale of products is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Interest income

Interest Income from a Financial Assets is recognized using effective interest rate method.

Dividend Income

Dividend Income is recognized when the Company's right to receive the amount has been established.

o) Finance Costs

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

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

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

p) Foreign Currencies Transactions

The financial statements of the Company are presented in Indian Rupees ("₹"), which is the functional currency of the Company and the presentation currency for the financial statements.

In preparing the financial statements, transactions in currencies other than the Company's functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss.

In the case of forward contract, if any, difference between the forward rate and the exchange rate on the transaction date is recognized as income or expenses over the lives of the related contracts. The differential gain/loss is recognized in Statement of Profit and Loss.

q) Earnings Per Share

Basic earnings per share is computed by dividing profit or loss for the year attributable to equity holders by the weighted average number of shares outstanding during the year. Partly paid-up shares are included as fully paid equivalents according to the fraction paid up.

Diluted earnings per share is computed using the weighted average number of shares and dilutive potential shares except where the result would be anti-dilutive.

Key Accounting Estimates & Judgements

1. Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy has been detailed in Note 2(i) above and its further information are set out in Note 5.1.

2. Defined benefit plan

The cost of the defined benefit plans and other post-employment benefits and the present value of the 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, mortality rates and future pension increases. Due to the complexities involved in 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.

The parameter that is subject to change the most is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation and extrapolated as needed along the yield curve to correspond with the expected term of the defined benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at intervals in response to demographic changes. Future salary increases are after considering the expected future inflation rates for the country.

Refer to Note 5.2 for further details.

3. Property, Plant and Equipment

The Company reviews the useful life of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortization expense in future periods. The policy has been detailed in Note 2(C) above.

4. Recoverability of Trade Receivables

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Estimated irrecoverable amounts are derived based on a provision matrix, which takes into accounts various factors such as customer specific risks, geographical region, product type, customer rating, type of customer, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

Notes to the Consolidated Financial Statements

															Amount in Lacs	
Note 3.1																
Property Plant and Equipment																
A S S E T S	Land	Factory Shed & Building	Plant & Machinery	Weigh Bridge	Winch	Wire Rope	Crane	Green Plot Development	Office Equipments	Furniture & Fixtures	Vehicles	Metal Detector	Computer	Borewell	Oxygen Tank	Total
Gross carrying amount																
As at April 1, 2021	1.66	33.75	10.60	9.75	183.49	20.38	65.76	19.22	4.29	0.22	42.92	0.51	0.52	0.82	-	393.90
Additions	-	-	-	-	-	-	-	-	-	-	67.41	-	-	-	-	67.41
Disposal	-	-	-	-	-	-	-	-	-	-	41.00	-	-	-	-	41.00
As at March 31, 2022	1.66	33.75	10.60	9.75	183.49	20.38	65.76	19.22	4.29	0.22	69.33	0.51	0.52	0.82	-	420.30
As at April 1, 2022	1.66	33.75	10.60	9.75	183.49	20.38	65.76	19.22	4.29	0.22	69.33	0.51	0.52	0.82	-	420.30
Additions	-	0.66	-	-	-	-	-	-	0.06	-	-	-	-	-	19.71	20.43
Disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	1.66	34.41	10.60	9.75	183.49	20.38	65.76	19.22	4.35	0.22	69.33	0.51	0.52	0.82	19.71	440.73
Accumulated depreciation																
As at April 1, 2021	-	24.85	8.86	5.00	25.79	9.85	41.40	1.44	3.35	0.21	40.78	0.46	0.49	0.78	-	163.25
Depreciation for the year	-	1.00	0.16	0.48	11.20	1.32	4.52	0.61	0.29	-	0.62	0.03	-	-	-	20.24
Deduction / Adjustment / Writtent back	-	-	-	-	-	-	-	-	-	-	38.95	-	-	-	-	38.95
As at March 31, 2022	-	25.85	9.03	5.49	36.99	11.16	45.92	2.05	3.64	0.21	2.45	0.49	0.49	0.78	-	144.55
As at April 1, 2022	-	25.85	9.03	5.49	36.99	11.16	45.92	2.05	3.64	0.21	2.45	0.49	0.49	0.78	-	144.55
Depreciation for the year	-	1.01	0.16	0.48	11.20	1.32	4.52	0.61	0.29	-	8.01	-	-	-	0.19	27.79
Deduction / Adjustment / Writtent back	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	-	26.85	9.19	5.97	48.19	12.48	50.45	2.66	3.93	0.21	10.46	0.49	0.49	0.78	0.19	172.34
Net Carrying Amounts																
As at March 31, 2022	1.66	7.90	1.57	4.26	146.49	9.22	19.84	17.17	0.65	0.01	66.88	0.03	0.03	0.04	-	275.76
As at March 31, 2023	1.66	7.56	1.40	3.77	135.29	7.90	15.32	16.56	0.42	0.01	58.87	0.03	0.03	0.04	19.52	268.39

Notes :

- Green Plot Development at Alang Ship Breaking Yard valued at Rs. 16.56 Lakhs is on a leasehold land plot.
- Title of Land and Factory Shed & Building valued at Rs. 5.05 Lakhs is in the name of Erstwhile Merging companies M/s. Hariyana Industrial Gases Pvt Ltd and M/s. Inducto Techno Castings Pvt Ltd since 31.03.2006.
- The items of PPE which have been scrapped or having residual value 5% or Less than 5% of Cost of Acquisition were removed from Gross Block of Assets as well as Accumulated Depreciation upto the Financial year 2021-22 have now been included in the Gross Block of Assets and Accumulated Depreciation for the Financial Year 2022-23.
- Comparative Figures of Gross Block as well as Accumulated Depreciation for Financial Year 2021-22 have been restated as per point number 3 above.

Note 3.2	Investments Non - Current	
Particulars	As at	
	March 31, 2023	March 31, 2022
(A) Investment at Cost		
- In Associates (as per the Equity Method)	(% of Share in Profit/ (Loss))	
(i) Calvin Divine Enterprise LLP	20%	43.18
(ii) Shree Balaji Associates	5%	3433.04
- In Partnership Firms		2155.09
(B) Investment at Fair value through profit and loss (FVTPL):		
- Investment in Equity Shares (Quoted)		
Hariyana Ship Breakers Limited		0.01
10 (PY 10) shares of Rs.10/- each fully paid up		0.01
Total		3476.22
		2198.32

Notes :

Aggregate amount of quoted investments		
(a) Market value of quoted investments		0.01
Aggregate amount of unquoted investments		
(a) Investments carried at cost		3476.22
		2198.31

Note 3.3	Other Financial Asset	
Particulars	As at	
	March 31, 2023	March 31, 2022
(Unsecured, Considered Good)		
a) Security Deposits		5.65
b) Bank FDRs (with more than 12 months maturity)		11.83
		5.00
Total		10.65
		16.83

Note 3.4	Other Non-Current Asset	
Particulars	As at	
	March 31, 2023	March 31, 2022
(Unsecured, Considered Good)		
a) Withholding taxes and others		
- Advance Income Taxes (Net of Provisions)	105.93	102.57
- Balance with Revenue Authorities	18.70	18.70
b) Advance receivable in cash or kind	155.63	155.63
Total	280.27	276.91

Notes :

- (i) Withholding taxes and others primarily consist pre-paid taxes and amounts paid under protest in respect of demands and claims from various revenue authorities of India.
- (ii) Advance receivable in cash or kind primarily include fees paid under protest to Gujarat Maritime Board (GMB) in respect of demand raised by GMB.

Note 3.5	Inventories	
Particulars	As at	
	March 31, 2023	March 31, 2022
<i>(As verified, valued and certified by management)</i>		
a) Raw Materials		
- Uncut Ship	868.85	1779.38
b) Traded Goods	11.40	280.28
Total	880.25	2059.66

Note 3.6	Current Financial Assets - Trade Receivables	
Particulars	As at	
	March 31, 2023	March 31, 2022
Trade Receivable considered good - Unsecured	238.67	1475.55
Less: Allowance for expected credit loss	0.24	1.48
Trade Receivable considered good - Unsecured	238.43	1474.07
Trade Receivable - having significant credit risk - Unsecured	-	3.31
Less: Allowance for credit risk	-	0.17
Trade Receivable - having significant credit risk - Unsecured	-	3.14
Trade Receivable - credit impaired - Unsecured	3.31	7.74
Less: Allowance for credit impairment	3.31	7.74
Trade Receivable - credit impaired - Unsecured	-	-
Total	238.43	1477.21

Notes:

In determining allowance for doubtful debts, the Company has used the practical expedient by computing the expected credit loss allowance based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on ageing of the receivables and rates used in the provision matrix.

(i) Movement in allowance for doubtful trade receivables are as below :

Particulars	March 31, 2023	March 31, 2022
	Balance at the beginning of the year	1.64
Movement during the year	(1.40)	1.09
Less : Write off of bad debts	-	-
Balance at the end of the year	0.24	1.64

(ii) Ageing of trade receivables are as below:

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed - considered good	238.67	-	-	-	-	238.67
	1475.55					1475.55
Disputed - having significant credit risk	-	-	-	-	-	-
					3.31	3.31
Disputed - credit impaired	-	-	-	-	3.31	3.31
					7.74	7.74

(Previous year Figures are in Italics)

(iii) The trade receivables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

(iv) There are no outstanding receivables due from directors or other officers of the Company.

Particulars	As at	
	March 31, 2023	March 31, 2022
	Cash and Cash Equivalents	
Cash on hand (as certified by management)	16.41	12.85
Balances With Banks		
- In current accounts	3.96	1547.96
- In term deposit	605.41	
Total	625.78	1560.81

The details of balances as on balance sheet dates with banks are as follows:

In current accounts		
- Punjab National Bank - 38888	0.32	-
- Punjab National Bank (Bhavngar-45408)	-	-
- Axis Bank (921030034599070)	-	502.00
- Axis Bank (922020010171461)	3.65	9.87
In Bank Term Deposits		
- Axis Bank Limited	605.41	1036.08
Total	609.37	1547.96

Particulars	As at	
	March 31, 2023	March 31, 2022
	Other Current Assets	
(Unsecured, considered good)		
a) Staff Advances	0.32	2.42
b) Withholding taxes and others	-	7.48
c) GST Balances	143.90	345.48
d) Advance to Suppliers	5.28	32.84
e) Pre-paid Expenses	12.62	0.18
Total	162.12	388.40

Notes :

(i) Withholding taxes and others primarily consist pre-paid taxes and amounts paid under protest in respect of demands and claims from various revenue authorities of India.

Particulars	Equity Share Capital			
	March 31, 2023		March 31, 2022	
	Number	Amount	Number	Amount
AUTHORISED SHARE CAPITAL				
Equity Shares of Rs. 10/- each	55.00	550.00	55.00	550.00
	55.00	550.00	55.00	550.00
ISSUED, SUBSCRIBED & PAID UP CAPITAL				
Equity Shares of Rs. 10/- each fully paid	40.17	401.73	40.17	401.73
Total	40.17	401.73	40.17	401.73

Notes:

- 2417856 equity shares allotted as fully paid up bonus shares in the year 1994-95 by capitalisation of revaluation reserve of Rs.1,38,65,529, capital subsidy of Rs.21,01,687 and surplus in profit and loss accounts of Rs.82,11,344.
- 499078 equity shares allotted to the shareholders of Inducto Technocastings Private Limited and Hariyana Industrial Gases Private Limited, which were merged with the company w.e.f. 03.04.2005.

3. The reconciliation of the number of outstanding shares is set out below :

Particulars	March 31, 2023		March 31, 2022	
	Number	Amount	Number	Amount
At the beginning of the year	40.17	401.73	40.17	401.73
Forfeited shares			7.41	74.12
Add: Issue of Bonus Shares during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	40.17	401.73	47.58	475.85

4. The details of shareholder holding more than 5% shares is set out below:

Sr. No.	Name of Shareholders	March 31, 2023		March 31, 2022	
		No. of Shares	% of Holding	No. of Shares	% of Holding
1	Rakesh S Reniwal	14.90	37.09%	14.90	37.09%
2	Babita S Agarwal	2.03	5.06%	2.03	5.06%
3	Rajeev S Reniwal	3.38	8.40%	3.38	8.40%
4	Sweetie R Reniwal	4.08	10.15%	4.08	10.15%

- As per records of the company, including its register of shareholders/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

5. Shares held by promoters as at March 31, 2023:

Promoter Name	No. of Shares	% of total shares	% Change during the year
Shalini S. Reniwal	0.00	0.00	0.00
Unnati R. Reniwal	0.00	0.00	0.00
Sanjeev S. Reniwal	0.01	0.01	0.00
Shantisarup R. Reniwal	0.03	0.07	0.00
Shantisarup Reniwal & Sons	0.12	0.31	0.00
Lalitadevi S Reniwal	1.53	3.82	0.00
Sanjeev Reniwal	1.87	4.65	0.00
Rajeev Reniwal (Huf)	1.94	4.83	0.00
Rajeev Shantisarup Reniwal	3.38	8.40	0.00
Sweetie R. Reniwal	4.08	10.15	0.00
Rakesh Shantisarup Reniwal	14.90	37.09	0.00

6 Terms/rights attached to equity shares :

- The company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting. During the year ended 31st March, 2021, the amount of per share dividend recognized as distributions to equity share holders was Rs. Nil.
- In the event of liquidation of the company, the holders of the Equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

Particulars	Note No.	As at	
		Other Equity	
		March 31, 2023	March 31, 2022
a) Capital Reserve Reserve	I	1022.37	1022.37
b) General Reserve	II	127.41	127.41
c) Retained Earnings	III	2752.83	2695.17
d) Other Comprehensive Income	IV	0.44	-
Total		3903.04	3844.95

Refer Statement of Changes in Equity for additions / deletions in each reserve.

Notes :

- Capital reserve represents reserve created pursuant to the business combinations and includes forfeited shares.
- General reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue, etc.
- Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to the

Particulars	Note 3.11	Deferred Tax Liabilities (net)	
		As at	
		March 31, 2023	March 31, 2022
a) Deferred tax liabilities/(assets)-On Account of Depreciation		18.47	11.45
b) Deferred tax liabilities/(assets)-On account of Doubtful Debts and Retirement Benefits		0.09	(0.81)
Total		18.55	10.64

Refer Note 5.1 for details of deferred tax liabilities and assets.

Particulars	Note 3.12 Other Non - Current Liabilities	
	As at	
	March 31, 2023	March 31, 2022
Accrued defined benefit plan liability	2.08	1.57
Total	2.08	1.57

Refer to Note - 5.2 for detailed disclosure

Particulars	Note 3.13 Current Financial Liabilities - Borrowings	
	As at	
	March 31, 2023	March 31, 2022
Secured		
a. Working Capital Finance		
- Overdraft - Axis Bank (921030004407778)	-	500.09
Unsecured		
- Loan from Related Parties	1547.58	-
Loan from Others	20.00	-
Total	1567.58	500.09

Details of security:

Primary Security: The working capital loan is secured against hypothecation of entire current assets including stock and book debts, present and future plus hypothecation charge on all movable fixed assets (excluding vehicles) of the company present and future.

Collateral Security: a) Flat No.13-C, 13th Floor, Welington View, Tardeo, Mumbai-400034, b) 601, Kalpvruksha Heritage, Colaba, Mumbai-400005 (Owned by director), c) Flat No.141, Persepolis Apt, Cuffe Parade, Mumbai-400005 (Owned by director) and d) Personal guarantee of all the directors.

Particulars	Note 3.14 Current Financial Liabilities - Trade Payables	
	As at	
	March 31, 2023	March 31, 2022
Trade Payables	-	3379.87
Total	-	3379.87

Note (i) Ageing of trade payables are as below:

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	3379.87	-	-	-	3379.87
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
	-	-	-	-	-

(Previous Year Figures are in Italics)

- Trade payables are recognized at their original invoiced amounts which represent their fair value on initial recognition. The trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.
- The management is of the opinion that none of their suppliers constitute micro, small and medium enterprises as per Micro, Small & Medium Enterprises Development Act, 2006. Hence, no separate disclosure has been made.

Particulars	Note 3.15 Other Current Financial Liabilities	
	As at	
	March 31, 2023	March 31, 2022
Accrued expenses	1.50	2.57
Brokerage Payable	2.88	3.41
Total	4.38	5.99

Particulars	Note 3.16 Other Current Liabilities	
	As at	
	March 31, 2023	March 31, 2022
Statutory Dues	4.41	36.21
Other Payables	2.07	9.83
Advance from Customers	3.76	12.82
Total	10.25	58.86

Particulars	Note 3.17 Short Term Provisions	
	As at	
	March 31, 2023	March 31, 2022
Provision for Employee Benefits		
i) Salary & Incentives	15.04	15.04
ii) Contribution to Provident Funds	3.09	2.69
iii) ESIC Payable	0.62	0.62
Total	18.75	18.35

Note 4.1		REVENUE FROM OPERATIONS	
Particulars	For the year ended		
	March 31, 2023	March 31, 2022	
a) Sale of products			
- Manufactured	3394.58	4080.56	
- Traded	1892.92	1665.04	
- By Bond Transfer	3713.85		
	9001.35	5745.60	

Note 4.2		OTHER INCOME	
Particulars	For the year ended		
	March 31, 2023	March 31, 2022	
a) Interest Income			
i. On Loans Granted	-	0.05	
ii. Other Interest	26.86	19.48	
iii. Late payment of Trade Receivables	2.26		
b) Income from Investments			
i. Share of Profit/ (Loss) from Partnership Firm	-	-	
ii. Short Term Capital Gain on Mutual Fund (STT not paid)	-	-	
c) Other Income :			
i. MTM Gain on Fair value of Mutual Fund/ Quoted Equity Shares (FVTPL)	-	0.00	
ii. VAT/ Sales Tax Refund	-	-	
iii. Other Income	0.83	(0.12)	
iii. Gain on Foreign Exchange Variation	25.02	-	
iv. Provision for Expected Credit Loss Reversed	1.40	-	
v. Gain on sale of asset	-	3.44	
	56.37	22.85	

Note 4.3		COST OF CONSUMPTION OF RAW MATERIALS	
Particulars	For the year ended		
	March 31, 2023	March 31, 2022	
Inventory at the Beginning of the Year	1779.38	10.56	
Add: Ship Purchase for Recycling	2058.68	5393.51	
	3838.06	5404.07	
Less: Inventory at the end of the Year	868.85	1779.38	
Cost of Consumption of Raw Materials	2969.21	3624.69	

Note 4.4		PURCHASE OF STOCK - IN - TRADE	
Particulars	For the year ended		
	March 31, 2023	March 31, 2022	
Purchases of Traded Goods	5352.93	1694.92	
	5352.93	1694.92	

Note 4.5		CHANGES IN INVENTORIES	
Particulars	For the year ended		
	March 31, 2023	March 31, 2022	
Inventory at the Beginning of the Year	280.28	-	
Less : Inventory at the End of the Year	11.40	280.28	
	268.88	(280.28)	

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Gases & Carbide	29.64	42.66
Consumable Expenses	5.71	12.78
Plot Rent & Development Charges	34.00	27.13
Repair & Maintenance	1.53	1.94
Power & Fuel Expenses	2.56	4.97
Pollution Control Expenses	0.88	2.87
Other Manufacturing Expenses	0.93	0.88
Warehousing Charges	7.50	-
	82.76	93.24

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Salaries & Wages	72.20	100.68
Bonus Expenses	-	6.60
Contribution to Provident Funds	4.71	7.30
Contribution to ESIC	1.64	2.85
Staff Welfare Expenses	2.19	3.28
Gratuity Expenses	1.09	1.14
	81.83	121.85

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
a) Bank Charges		
Bank Commission & Charges	7.91	6.48
L C Charges	9.66	10.49
Bank Guarantee Charges	4.58	
Bank Processing Charges	16.60	
b) Interest Expenses		
Other Parties	40.59	10.68
Bank	8.01	0.13
Late payment of Statutory Dues	0.11	0.96
Late payment to Suppliers	-	-
Shortfall in payment of advance Income Tax	-	2.10
	87.45	30.85

Note 4.9 OTHER EXPENSES

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Advertisements	0.64	0.51
Accounting Charges	4.50	1.30
Bad Debts written off	-	7.74
Duties & Taxes	0.30	-
Donation	0.22	0.34
Excise Expenses	-	-
Fees & Subscription	4.34	0.71
Filling Fees	0.01	0.06
Foreign Exchange Variation	-	53.71
Insurance Expense	0.21	0.37
Legal & Professional Expenses	22.53	34.85
Loss on Currency Trading	9.31	0.33
Other Expenses	0.39	0.51
Payment to Auditors	3.00	2.90
Postage & Courier	0.06	0.05
Printing & Stationery	0.13	0.10
Penalties & Fines	0.20	-
Rent, Rates & Taxes	0.01	0.05
Security Charges	1.25	-
Share Registration Expenses	0.30	-
Telephone Expenses	0.49	0.69
Travelling Expenses	19.12	24.48
Transportation Charges	5.99	20.25
Vehicle Running & Maintenance	1.97	5.08
Currency Trading Expenses	0.35	-
Provision for Doubtful Debts	3.31	1.09
MTM Loss on Fair value of Non Current Investment	0.00	-
Business Promotion	-	0.21
Brokerage & Commission Expenses	4.65	43.40
Loading/ Unloading Charges	2.78	4.69
Share of Loss from Partnership Firm	0.05	0.06
GST Expenses	0.05	-
	86.14	203.48

Note 5.1 : Income Tax

The major component of Income Tax Expense for the year ended March 31, 2023 and March 31, 2022 are as follows:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Statement of Profit and Loss		
Current tax		
Current income tax	26.44	33.21
Adjustment of tax relating to earlier periods	8.82	-
Deferred tax		
Deferred tax expense	7.77	(2.67)
	43.03	30.54
Other comprehensive income		
Deferred tax on		
- Re-measurement gain/ (loss) on defined benefit plans	0.15	0.26
	0.15	0.26
Income tax expense as per the statement of profit and loss	43.18	30.80

A) Income tax expense/(benefit)

The Company is subject to income tax in India on the basis of its standalone financial statements. The Company can claim tax exemptions/deductions under specific sections of the Income Tax Act, 1961 subject to fulfilment of prescribed conditions, as may be applicable. The Company during the year ended March 31, 2020 have opted for the new tax regime under Section 115BAA of the Act, which provides a domestic company with an option to pay tax at a rate of 22% (effective rate of 25.168%). The lower rate shall be applicable subject to certain conditions, including that the total income should be computed without claiming specific deduction or exemptions.

Business loss can be carried forward for a maximum period of eight assessment years immediately succeeding the assessment year to which the loss pertains. Unabsorbed depreciation can be carried forward for an indefinite period.

The reconciliation of estimated income tax to income tax expense is as below:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Profit before tax	100.69	256.44
Income tax expense at tax rates applicable	25.34	64.54
<i>Adjustments for:</i>		
Expenses not allowed as deduction	2.59	4.64
Brought forward losses	-	(36.75)
Exempt Income	(0.35)	0.77
Difference of Depreciation	(1.41)	(2.11)
Provision for Gratuity and Doubtful Debts	0.27	(0.56)
Tax expense / (benefit) as reported	26.44	30.54
	26.26	11.91

B) Deferred tax assets/(liabilities)

(i) For the year ended on March 31, 2023

Particulars	As at April 1, 2022	Recognised/ (reversed) in the Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at March 31, 2023
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	11.45	7.01		18.47
Allowance for Doubtful Debts & Retirement Benefit Plans	(0.81)	0.75	0.15	0.09
	10.64	7.77	0.15	18.55

(ii) For the year ended on March 31, 2022

Particulars	As at April 1, 2021	Recognised/ (reversed) in the Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at March 31, 2022
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	13.56	(2.11)	-	11.45
Allowance for Doubtful Debts & Retirement Benefit Plans	(0.52)	(0.56)	0.26	(0.81)
	13.05	(2.67)	0.26	10.64

C) Current tax assets and liabilities

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Current tax assets	-	-
Current tax liabilities	15.75	31.87

Note 5.2 : Employee benefits**A. Defined contribution plans:**

Eligible employees of the Company are entitled to receive benefits in respect of provident fund, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions are made to the provident fund as set up by Government.

Amount of Rs. 6.35 Lakhs (FY 2021-220 : Rs. 10.15 Lakhs) is recognised as expenses and included in Note 2.6 : Employee benefit expense.

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Provident fund	4.71	7.30
ESIC	1.64	2.85
	6.35	10.15

B. Defined benefit plans:

The Company has following post employment benefits which are in the nature of defined benefit plans:

(a) Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for payment to vested employees at retirement, death while in employment or on termination of employment in accordance with the scheme of the company. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation.

1. The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Discount rate (per annum)	7.48%	7.25%
Expected rate of salary increase	10% for first one years and 7%	10% for first two years and 7%
Attrition rate	Up to 30 Years - 3%	Up to 30 Years - 3%
	31-44 Years - 2%	31-44 Years - 2%
	Above 44 Years - 1%	Above 44 Years - 1%
Mortality rate during employment (% of IALM 2012-14)	100%	100%

2. Movements in present value of obligation and plan assets

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Opening defined benefit obligation	1.57	1.48
Current service cost	0.98	1.04
Interest cost	0.11	0.10
Actuarial (gain)/loss arising from changes in financial assumptions	(0.08)	(0.02)
Actuarial (gain)/loss arising from experience adjustments	(0.51)	(0.88)
Closing defined benefit obligation	2.08	1.72

3. Amounts recognised in other comprehensive income in respect of these defined benefit plans are as follows:

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Remeasurement on the net defined benefit liability comprising:		
- Actuarial (gain)/loss arising from changes in financial assumptions	(0.08)	(0.02)
- Actuarial (gain)/loss arising from experience adjustments	(0.51)	(0.88)
Components of defined benefit costs recognised in other comprehensive income	(0.59)	(0.90)

4. Sensitivity analysis of significant assumptions are as follows:

Particulars	Sensitivity level	Defined benefit obligation	
		31-Mar-23	31-Mar-22
Defined benefit obligation (Base)		2.08	1.72
Discount Rate	1% increase	1.78	1.30
	1% decrease	2.44	1.91
Salary Growth Rate	1% increase	2.44	1.91
	1% decrease	1.77	1.30
Attrition Rate	1% increase	2.08	1.54
	1% decrease	2.08	1.60
Mortality Rate	1% increase	2.08	1.57
	1% decrease	2.08	1.57

5. The followings are the expected cash flows for the defined benefit obligation (based on undiscounted value) :

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Gratuity		
Within the next 12 months (next annual reporting period)	0.04	0.00
Between 2 and 5 years	0.19	0.14
Beyond 5 years	7.77	7.61
Total expected payments	8.00	7.75

6. Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Weighted average duration	17 Years	20 Years

C. Other Long term employee benefit plans

Company does not have any other Long term employee benefit plans for the aforesaid period.

Note 5.3 : Earnings per Share (EPS)

Particulars	Year ended	
	31-Mar-23	31-Mar-22
Earning per share		
- Basic	1.44	5.62
- Diluted	1.44	5.62
Face value per share	10	10
Basic & Diluted EPS		
Profit for the year attributable to equity shareholders	57.66	225.91
Weighted average number of equity shares used in the calculation of earnings per share	40.17	40.17

Note 5.4 : Capital Management

The Company's capital management is intended to create value for shareholders by facilitating the achievement of long-term and short-term goals of the Company.

The Company determines the amount of capital required on the basis of annual business plan coupled with long-term and short-term strategic investment and expansion plans.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes, within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short-term deposits.

Particulars	As at	
	31-Mar-23	31-Mar-22
Borrowings, Trade and other payables	1582.20	3944.79
Less: cash and cash equivalent	625.78	1560.81
Net debt	956.42	2383.99
Equity share capital	401.73	401.73
Other equity	3903.04	3844.95
Total capital	4304.77	4246.67
Capital and net debt	5261.19	6630.66
Gearing ratio	18.179	35.954

Note 5.5 : Financial Instruments**(a) Financial assets and liabilities**

The following tables present the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2023 and March 31, 2022 :

Particulars	As at	
	31-Mar-23	31-Mar-22
Financial Assets		
a. Measured at cost:		
Investments		
- in Partnership Firms	3433.04	2155.09
- in Associate	43.18	43.22
b. Measured at amortised cost:		
Cash & cash equivalents (including other bank balances)	625.78	1560.81
Trade receivables	238.43	1477.21
c. Mandatorily measured at fair value through profit or loss (FVTPL) / other comprehensive income (OCI):		
Investments		
- Equity shares (Quoted)	0.01	0.01
Financial Liabilities		
a. Measured at amortised cost:		
Borrowings	1567.58	500.09
Other financial liabilities	4.38	2.57

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

(i) Quantitative disclosures fair value measurement hierarchy for assets :

Particulars	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
As at March 31, 2023				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.01	-	-	0.01
As at March 31, 2022				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.01	-	-	0.01

(ii) Quantitative disclosures fair value measurement hierarchy for liabilities :

Company does not have any financial liability which is measured either at Fair value through profit and loss account or measured at Fair value through other comprehensive income.

(c) Financial risk management

In the course of its business, the Company is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimise potential adverse effects and achieve greater predictability to earnings. In line with the overall risk management framework and policies, the management monitors and manages risk exposure through an analysis of degree and magnitude of risks.

Market risk

Market risk Market risk is the risk of any loss in future earnings, in realising fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

Interest rate risk

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs. The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to debt obligations.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Change in basis	Effect on profit before tax
March 31, 2023		
Interest bearing borrowings (in INR)	+50	(7.84)
	-50	7.84
March 31, 2022		
Interest bearing borrowings (in INR)	+50	(0.63)
	-50	0.63

This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Foreign currency risk

The fluctuation in foreign currency exchange rates may have a potential impact on the statement of profit and loss and equity.

The Company, as per its risk management policy, uses foreign currency forward contracts primarily to hedge foreign exchange exposure. Any weakening of the functional currency may impact the Company's cost of imports and cost of borrowings and consequently may increase the cost of financing the Company's capital expenditures.

Given below is the foreign currency exposure arising from the non derivative financial instruments:

Particulars	Foreign Currency Amount (in USD)		Reporting Currency Amount	
	As at		As at	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Trade payables	-	44.02	-	3337.02

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant.

Particulars	Change in USD rate		Effect on profit before tax
	March 31, 2023	March 31, 2022	
March 31, 2023			
Trade Payables	+5%	-	-
	-5%	-	-
March 31, 2022			
Trade Payables	+5%	(166.85)	(166.85)
	-5%	166.85	166.85

Equity price risk

Equity price risk is related to change in market reference price of investments in equity securities held by the Company. The fair value of quoted investments held by the Company exposes the Company to equity price risks. In general, these investments are not held for trading purposes.

The fair value of quoted investments in equity, classified as fair value through profit and loss as at March 31, 2023 and March 31, 2022 was ₹554 and ₹947, respectively.

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. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, balances with bank, bank deposits. None of the financial instruments of the Company result in material concentration of credit risk.

Trade receivables

Customer credit risk is managed by the Company's internal policies, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on market feedback and credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in independent markets.

Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity riskmanagement is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company monitors its risk of shortage of funds through using a liquidity planning process that encompasses an analysis of projected cash inflow and outflow.

The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

(i) The table below summarises the maturity analysis for its financial liabilities based on the undiscounted cash flows at the end of reporting period :

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
As at March 31, 2023						
Borrowings	-	-	1567.58	-	-	1567.58
Trade payables	-	-	-	-	-	-
Other current financial liabilities	-	4.38	-	-	-	4.38
As at March 31, 2022						
Borrowings	500.09	-	-	-	-	500.09
Trade payables	-	1560.49	1819.37	-	-	3379.86
Other current financial liabilities	-	2.57	-	-	-	2.57

Note 5.6 : Segment information

The Group's business segments are identified based on the geographic locations of its units and the internal business reporting system as per Ind AS 108. Business segments of the company are primarily categorized as: Mumbai and Bhavnagar.

Particulars	Mumbai	Bhavnagar	Total
i. Segment Revenue			
Gross Revenue	1391.80	7609.55	9001.35
	<i>1085.40</i>	<i>4660.20</i>	<i>5745.60</i>
Less: Intersegmental revenue	-	-	-
	-	-	-
Revenue from operations	1391.80	7609.55	9001.35
	<i>1085.40</i>	<i>4660.20</i>	<i>5745.60</i>
Other Income (after inter segment eliminations)	30.48	25.90	56.37
ii. Segment Results			
Total Segment Profit before Interest and Tax	(2.61)	190.75	188.13
	<i>42.72</i>	<i>244.57</i>	<i>287.30</i>
Interest Expenses (after inter segment eliminations)	50.10	37.34	87.45
			30.85
Profit before Tax			100.69
			256.44
Taxes			43.03
			30.54
Profit after Tax (including share of profit / (loss) of associates)			57.66
			225.91
iii. Segment Assets	4205.51	1736.59	5942.10
	<i>4404.41</i>	<i>3849.48</i>	<i>8253.89</i>
Investment in Equity Accounted Associates (included in above segment assets)			43.18
			43.22
iv. Segment Liabilities	1591.30	46.03	1637.34
	<i>570.91</i>	<i>3436.32</i>	<i>4007.22</i>

(* Figures in italics are in respect of the previous year)

Notes:

- Revenue from external sources includes income from sale of manufactured goods.
- Carrying amount of segment assets comprises of non-current assets and current assets identified to respective segments.

Operating Revenue

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
- From Outside India	-	-
- From India	9001.35	5745.60

Productwise Revenue

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
- Waste & Scrap of Iron and Steel	9001.35	5745.60

Note 5.7 : Related Party transactions

Related party disclosures, as required by Ind AS 24, " Related Party Disclosures", are given below.

(A) Particulars of related parties and nature of relationships**A. Companies over which Key Management Personnel and their relatives are able to exercise significant influence**

1. Shree Balaji Associates
2. Hariyana Ship Demolition Private Limited
3. Aplomb Enterprises Private Limited

B. Associate

1. Calvin Divine Enterprise LLP

C. Key Management Personnel**Managing directors**

1. Rajeev Reniwal

Non Executive directors

2. Sweety Reniwal

Chief Financial Officer

3. Dilip Kaushik

Company Secretary

4. Bhoomi Rathod - Company Secretary (Resigned w.e.f. September 30, 2022)
5. Fulvanti Jain - Company Secretary (Joined w.e.f. March 23, 2023)

(B) Related party transactions and balances

The details of material transactions and balances with related parties are given below:

a) Transactions during the year	Year ended	
	31-Mar-23	31-Mar-22
Other income		
<i>Share of Profit/ (Loss) from the partnership firm</i>		
Shree Balaji Associates	(0.05)	(0.06)
<i>Share of Profit/ (Loss) from associate</i>		
Calvin Divine Enterprise LLP	(0.05)	(3.02)
	<u>(0.09)</u>	<u>(3.08)</u>
Remuneration Paid		
Dilip Kaushik	8.96	7.82
Fulvanti Jain	0.13	-
Bhoomi Rathod	0.95	3.60
	<u>10.04</u>	<u>11.42</u>
Loan Taken		
Aplomb Enterprises Private Limited	205.00	-
Rajeev Reniwal	3027.00	357.50
Hariyana Ship Demolition Private Limited	-	550.01
	<u>3232.00</u>	<u>907.51</u>
Loan Repaid		
Aplomb Enterprises Private Limited	205.00	-
Rajeev Reniwal	1512.70	807.50
Hariyana Ship Demolition Private Limited	-	550.01
	<u>1717.70</u>	<u>1357.51</u>
Investment in Partnership Firm		
<i>Capital Introduced</i>		
Shree Balaji Associates - Current Capital	1904.00	165.00
	<u>1904.00</u>	<u>165.00</u>
<i>Capital Withdrawn</i>		
Shree Balaji Associates - Current Capital	626.00	1864.55
	<u>626.00</u>	<u>1864.55</u>
Interest Paid		
Aplomb Enterprises Private Limited	3.14	-
Rajeev Reniwal	36.98	-
	<u>40.12</u>	<u>-</u>

Inducto Steel Limited		
b) Balances at the end of the year	As at	
	31-Mar-23	31-Mar-22
Current Financial Borrowings		
Rajeev Reniwal	1547.58	-
	<u>1547.58</u>	<u>-</u>
Investments in partnership firm		
Shree Balaji Associates - Fixed Capital	0.25	0.25
Shree Balaji Associates - Current Capital	3432.79	2154.84
	<u>3433.04</u>	<u>2155.09</u>
Investments in associate		
Calvin Divine Enterprise LLP - Fixed Capital	0.10	0.10
Calvin Divine Enterprise LLP - Current Capital	43.08	43.12
	<u>43.18</u>	<u>43.22</u>

Note 5.9 : Contingencies and commitments

Particulars	As at	
	31-Mar-23	31-Mar-22
Contingent Liabilities		
<i>Disputed liabilities not acknowledged as debts*</i>		
a. Disputed demand under :		
- Income tax	359.83	359.83
- Excise Duty	12.38	12.38
<i>Claims against the Company</i>		
- Gujarat Maritime Board (GMB)	155.63	155.63
- Customs & Excise	12.51	12.51

* The Company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

Notes:

- The Company has ongoing disputes with income tax authorities relating to tax treatment of certain items. These mainly include disallowance of expenses, tax treatment of certain expenses claimed by the Company as deduction and the computation of or eligibility of the Company's use of certain allowances.
- The Company has deposited Rs.6.19 Lacs (March 31,2022: Rs.6.19 Lacs) under protest against demand of Rs. 12.38 Lacs raised by Excise & Customs Department. The matter is pending before the appellate authority (CESTAT). The company expects to sustain its position on ultimate resolution of the said appeal.
- The Company has deposited Rs.155.63 Lacs (March 31,2022:Rs.155.63 Lacs) under protest against demand raised by Gujarat Maritime Board (GMB) on account of amendment fees and delayed interest.The matter is pending before the appellate authority of GMB. The company expects favourable resolution of the said appeal.
- The Company has deposited amount under protest of Rs.12.51 Lacs (March 31, 2022 : Rs. 12.51 Lacs) in respect of various demands relating to customs and excise duty. The matters are pending before the various appellate authorities. The company expects favourable resolution of the said appeals.

Note 5.10 : Other Information (including foreign currency transactions)

Particulars	Year ended	
	31-Mar-23	31-Mar-22
1. Information regarding Imports (CIF) (in INR)		
a) Raw materials and components	1993.33	5218.67
	<u>1993.33</u>	<u>5218.67</u>
2. Auditors' remuneration		
Included under Other Expenses		
i) For financial audit	2.50	2.70
ii) For taxation matters	-	0.10
iii) For other services - limited review,	0.50	0.10
	<u>3.00</u>	<u>2.90</u>

Note 5.8 : Basis of consolidation

1. The Consolidated Financial Statements relate to Inducto Steel Limited (the Parent Company) and its one associate.

2. Principles of consolidation

a. The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standard 110 (IND AS 110) "Consolidated

b. The following associates have been considered in the preparation of Consolidated Financial Statements of the Group in accordance with

Sr. No.	Name of the Associates	Country of Incorporation	% of ownership interest	
			31-Mar-23	31-Mar-22
1	Calvin Divine Enterprise LLP	India	20.00%	20.00%

3. Additional Information, as required under Schedule III to the Companies Act, 2013 entities consolidated as associates

Name of the Entity	Net Assets		Share of Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % Consolidated Net Assets	Amount	As % Consolidated Profit or (Loss)	Amount	As % Consolidated Profit or (Loss)	Amount	As % Consolidated Profit or (Loss)	Amount
Parent Company								
1. Inducto Steel Limited	98.997	4261.59	100.08	57.71	100	0.44	100.08	58.14
Associates (Investment as per the equity method)								
2. Calvin Divine Enterprise LLP	1.003	43.18	-0.08	(0.05)	-	-	-0.08	(0.05)
Sub Total	100.00	4304.77	100	57.66	100	0.44	100	58.10
Add/ (Less): Effect of intercompany adjustments/ eliminations	0.00	-	-	-	0.00	-	0.00	-
Total	100.00	4304.77	100	57.66	100.00	0.44	100.00	58.10

Notes:

Net Assets and Share of Profit or Loss for Parent Company and Associate are as per the Standalone/ Consolidated Financial Statements of the respective entities .

Note 5.11 : Financial Ratios

The ratios as per the latest amendment to Schedule III are as below:

Particulars	Numerator	Denominator	Year ended		Variance (in %)	Remarks for variance more than 25%
			31-Mar-23	31-Mar-22		
(1) Current ratio	Total current assets	Total Current liabilities	1.18	1.37	-14.12%	NA
(2) Debt equity ratio	Debt (Debt: Non-current borrowings + Current borrowings)	Average Equity (Equity: Equity share capital + Other Equity)	0.36	0.12	209.23%	Availment of Short Term Borrowings and reduction in overall operational margin having effect on Debt equity ratio being higher compared to previous year.
(3) Debt service coverage ratio	EBITDA (EBITDA : Profit before taxes + depreciation & Amortisation + Interest)	Long Term Debts + Interest Expense	3.64	20.94	-82.62%	Reduction in operational margin and increase in Interest costs.
(4) Return on Equity (%)	Profit After Tax	Average Equity (Equity: Equity share capital + Other Equity)	1.35%	5.47%	-75.33%	Reduction in operational margin resulting into lower return on equity.
(5) Inventory turnover ratio (in Times)	Average Inventory	Cost of Goods Sold	5.96	5.08	17.34%	NA
(6) Debtors turnover ratio (in Times)	Average Trade Receivables	Revenue From Operation	10.49	7.72	35.85%	Increase in Trading Activities resulting into improvement in recovery cycle.
(7) Trade payables turnover ratio (in days)	Average Trade Payables	Total Purchase	4.39	4.19	4.56%	NA
(8) Net capital turnover ratio (in days)	Average working capital	Revenue From Operation	10.11	10.32	-2.08%	NA
(9) Net profit ratio (%)	Profit after tax	Revenue From Operation	0.64%	3.93%	83.71%	Increase in Trading activity having lower operational margins and increase in Finance Costs on account of availment of Short term borrowings resulting in Lower profits
(10) Return on Capital Employed (%)	EBIT (EBIT: Profit Before Tax + Finance Cost)	Average Capital Employed (Capital Employed: Equity share capital + Other Equity + Non Current Liabilities + Current Liabilities)	3.17%	3.48%	9.04%	NA
(11) Return on investment (%)	Return on Investments	Non Current Investments	0.00%	-0.10%	-96.59%	On account of lower share of loss on investment in partnership firm as compared to previous year resulted in improvement in return on investment.

Previous year ratios are reworked on account of proper reworking of applicable parameters

Note 5.12 : Disclosures required under section

The management is of the opinion that none of their suppliers constitute micro, small and medium enterprises as per Micro, Small & Medium Enterprises Development Act, 2006. Hence, no separate disclosure has been made.

Note 5.13 : Other Notes

- i) The figures for the previous year have been reclassified/ regrouped wherever necessary for better understanding and comparability.
- ii) The balances of trade receivables, other current and non current assets, trade payables and other current and non current liabilities are unsecured and subject to confirmation from the respective parties.
- iii) The company has invested in two partnership firms and balance outstanding in current capital account as on March 31, 2023 is Rs.34.76 Crores (As on March 31, 2022 Rs.21.98 Crores). Pursuant to partnership deed executed among partners no interest is payable or recoverable to or from partners on balances outstanding in current capital account.
- iv) In the opinion of the Management Long Term Loans and Advances, Other Non Current Assets, Current Assets and Other Current Assets fetch approximately the value as stated in the Financial Statement if realised in the ordinary course of business subject to balance confirmation. The provision for all known liabilities is adequate and is not in excess of amounts considered reasonably necessary.

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date

For L S M & Co.

Chartered Accountants

FRN : 116870W

For S.N. Shah & Associates

Chartered Accountants

FRN: 109782W

For and on behalf of the Board

Inducto Steels Limited

CA Navneet Lahoti

Partner

Membership No. 100529

UDIN: 23100529GGVUYJ6133

Place: Mumbai

Date: May 30, 2023

CA Dhruvin Joshi

Partner

Membership No. 612290

UDIN: 23612290BGWIOU8907

Place: Ahmedabad

Date: May 30, 2023

Rajeev Reniwal
Director

DIN: 00034264

Fulvanti Jain
Company Secretary

Place: Mumbai

Date: May 30, 2023

Sweety Reniwal
Director

DIN: 00041853

Dilip Kaushik
Chief Financial Officer