Date: August 31, 2023

Listing Department, The National Stock Exchange of India, Exchange Plaza, C-1 Bandra Krla Complex, Bandra (E), Mumbai- 400051, NSE Symbol: SALASAR	Department of Corporate Services, The BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001, BSE Scrip Code: 540642

SUB: Submission of Annual Report under Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are submitting herewith 22nd Annual Report including Notice of 22nd Annual General Meeting (AGM) of the Company for the Financial Year 2022-23. The Notice of AGM and Annual Report is also being uploaded on the website of the Company and it can be accessed at www.salasartechno.com.

You are requested to take the same on your records.

Thanking you,

Yours faithfully
For Salasar Techno Engineering limited,

ALOK KUMAR
Digitally signed by ALOK KUMAR
Date: 2023.08.31 20:51:53 +05'30'

Alok Kumar
Managing Director
DIN:01474484

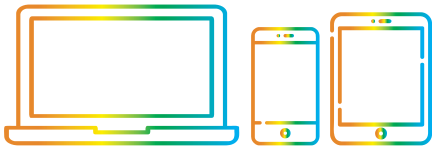
Building a stronger future

Salasar Techno Engineering Limited

Annual Report 2022-23

INDIAN ORIGIN GLOBAL MIND SET

BETWEEN THE COVERS

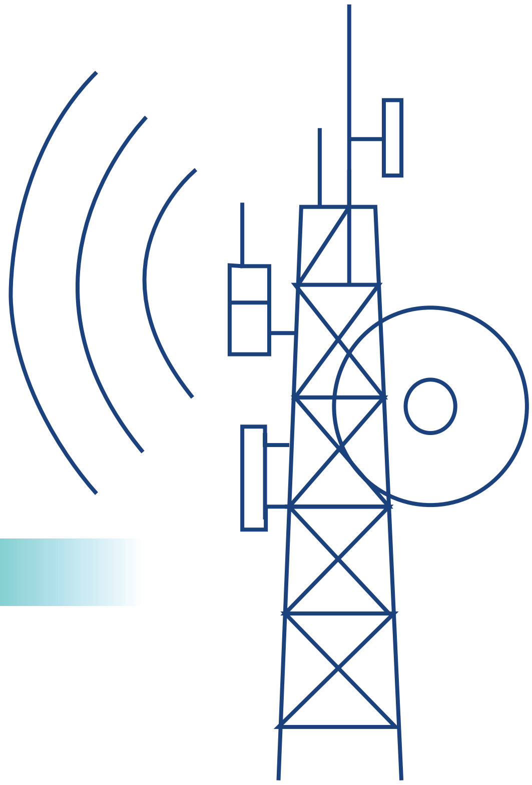


https://www.salasartechno.com

Scan this QR code to navigate
Reports and other investor information

Caution regarding forward-looking statements

This document contains statements about expected future events and financial and operating results of Salasar Techno Engineering Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forwardlooking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the management's discussion and analysis of the Salasar Techno Engineering Limited, Annual Report 2022-23.

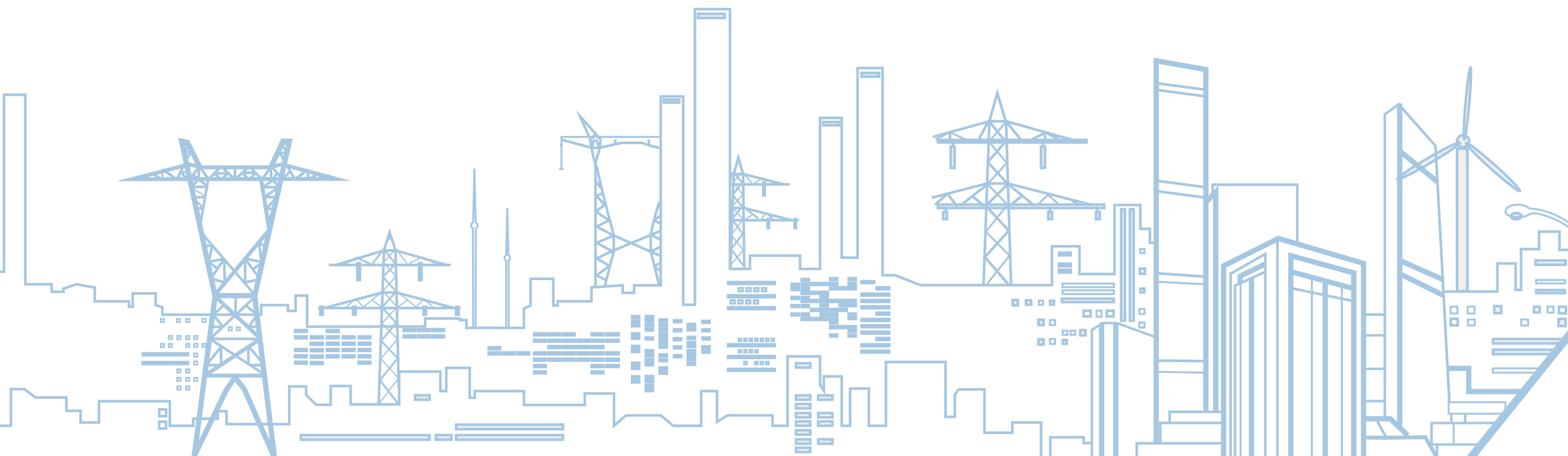


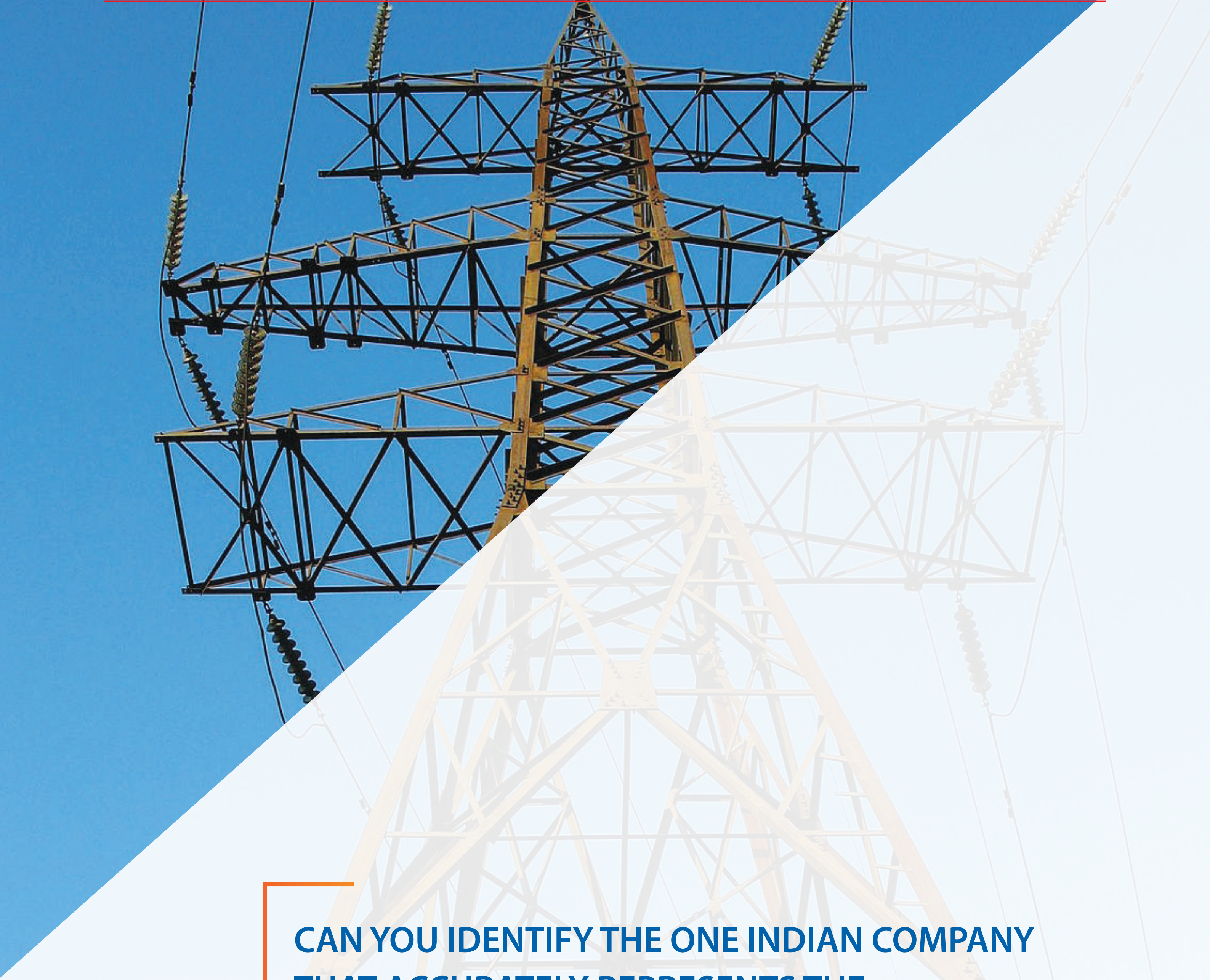
INDIAN ORIGIN. GLOBAL MINDSET.

At Salasar Techno Engineering Limited, the growth strategy for our core businesses reflects three fundamental market trends – the global demand for robust power, railway and telecom infrastructure, the continued evolution of renewable energy for a sustainable future and a robust infrastructure creation.

As an enterprise with a global reputation, we are focused on realizing our ambition of putting our footprints at various locations across the globe and become a dependable supplier and valued EPC contracter. In our pursuit of this vision, we aim to add value to all our businesses by delivering an outstanding performance in key areas such as innovation, customer excellence and sustainability.

Going forward, we believe that this focus will also deepen our relationships with customers, business partners and other key stakeholders, positioning our business on the path of sustainably profitable growth.





CAN YOU IDENTIFY THE ONE INDIAN COMPANY THAT ACCURATELY REPRESENTS THE EXPANSION OF INDIA'S POWER AND TELECOM INFRASTRUCTURE SECTOR?

NAME THE ONE COMPANY THAT MADE IT POSSIBLE TO BUILD GOVERNMENTS VISION FOR POWER TO ALL AND FOR BRIDGING THE DIGITAL DIVIDE THEREBY FACILITATING THE SOCIO-ECONOMIC DEVELOPMENT OF THE NATION.

THE ANSWER TO ALL THE QUERIES REMAINS THE SAME – SALASAR TECHNO ENGINEERING LIMITED.

SALASAR TECHNO ENGINEERING LIMITED IS ONE OF INDIA'S FASTEST GROWING POWER AND TELECOM EPC COMPANIES WITH A REVENUE CAGR OF 14.86% OVER THE PAST FIVE YEARS.

WITH NICHE TURNKEY ENGINEERING CAPABILITIES BUILT OVER A DECADE, THE COMPANY HAS EMERGED AS A WORLD-CLASS PROVIDER OF END-TO-END POWER, RAILWAY AND TELECOM TOWER SOLUTIONS PROVIDER DOMESTICALLY AND NOW READY TO FORAY ITS INTERNATIONAL ASPIRATIONS.

Result

Today whenever there is an exigent project involving complex terrain knowledge, trained manpower, right mix of technology & equipment and a sound balance sheet, customers always turn to Salasar Techno Engineering Limited.

Vision

To make substantial contribution towards the development of National Infrastructure by providing technologically advanced solutions, and to play a critical role in making India the most preferred destination for the fulfilment of local and global infrastructural needs.

Mission

To be at the forefront of developing technologically advanced infrastructural solutions for our customers around the world.

At the helm

Salasar Techno is led by senior Board Member backed by a professional and dynamic team with over 30 years of in-depth experience in the industry.

Legacy

Since its establishment in 2007, Salasar Techno has been involved in nation-building projects of significant importance, focusing on the construction of power, railway and telecom infrastructure assets. The company successfully grown to a global level, maintaining a significant presence in the advanced steel fabrication and infrastructural solutions sector. The Company specializes in several areas, including Telecommunication Towers, Transmission Towers, Railway Towers, Substation Structures, and Solar Module Mounting Structures. The Company provides comprehensive solutions that cover engineering, designing, fabrication, galvanizing, and deployment of products.

Core advantages

The company offers a wide range of products which include Telecommunication Towers, Railway Electrification Towers, Power Transmission Line Towers, Smart Lighting Poles, Monopoles, Guard Rails, Substation Structures, and Solar Module Mounting Structures. We offer both Galvanized and Non-galvanized Customized Steel Structures in addition. Beyond product offerings, our Company also provides a comprehensive suite of services encompassing engineering, procurement, and control (EPC) for various projects. These services play a vital role in different sectors and projects including rural electrification, power transmission lines, and solar power plants.

Indian Origin, Global Mindset
by adding more customers

Our industry led leadership can be established through the following traits which we have achieved over the years

50,000+
Telecom
Towers Supplied

600+
Happy Clients
& Business Partners

25+
Countries
we export to

1,15,000 MTPA
Annual
Production capacity

702 km
Power Transmission
lines projects executed

588 km
Railway Track electrification
projects executed

Esteemed clientele

Telecom Sector

Power Sector

Others/EPC

Indian origin, Global Mindset
by surpassing milestones

2006-15

Incorporated in the year 2006 and established itself as the industry leader in manufacturing and supply of Telecom Towers.

2016

Bagged project worth Rs. 2,2800 Lakhs for rural electrification from PVVNL, UP.

Introduced – Telecom Monopoles in the country.

2017

Got listed at the NSE and BSE Platform.

Introduced new products like high mast, stadium lights & flag poles, and smart city poles.

Increased the galvanizing capacity to 50,000 MTPA.

2018

Received status of "Approved Vendor" from PGCIL.

Commenced operations for transmission lines with first order coming from 'Central Organization of Railways' for track electrification worth Rs. 3950 Lakhs.

2019

Won order worth Rs.14760 Lakhs from the State of Jharkhand, Haryana and Odisha.

Won EPC order worth Rs.5590 Lakhs from Haryana Vidyut Prasaran Nigam Limited and UP Tower Transmission Corporation Limited.

2020

Received 2nd order under 2 year supply agreement with American Tower Corporation worth Rs.730 Lakhs for supply of towers across five African nations.

Secured a cumulative order worth Rs.54650 Lakhs from Northern and Western Railways AVAADA Clean project and electrification of railways in Lucknow.

2021

Embarked journey into heavy steel and structure division by building roads and railway over bridges.

Ramped up production to meet increasing demand while aligning with Governments ambitious "Amtanirbhar Bharat" values.

2022

Received two orders from PVVNL for development of Distribution Infrastructure for Loss reduction worth Rs.75,000 Lakhs

2023

Maiden EPC contract secured from the Government of Nepal valued at Rs. 14,300 Lakhs for procurement of materials, associated accessories and necessary installation services including design and commissioning of 33/11 KV substations and 33 KV, 11 KV, 400 V lines and distribution systems networks.

Indian Origin, Global Mindset
through growing numbers

We are scaling our business to greater heights through consistent growth. Stability is one of the most important ingredients of our corporate well-being. We must be a stable organisation that is willing to learn, create new ideas and adapt to new environment.

The Financial information presented by us is in accordance with the Accounting Standards (AS). Our reporting currency is Indian Rupees (INR).The current fiscal has been excellent in terms of volume ramp-ups, financial performance and enhanced operational efficiencies. Our company continues to maintain its cost competitiveness and sustainable growth and profitability.

Credit rating
IVR A/Stable*
*Informerics Valuation and Rating Private Limited (IVR)

Performance scorecard

Rs. **1,00,489.50** Lakhs
Revenue from Operation
as on March 31, 2023

Rs. **4,025.44** Lakhs
Profit After Tax
as on March 31, 2023

Rs. **1.33**
Earnings Per Share
as on March 31, 2023
(After Share Split)

Rs. **9,181.20** Lakhs
EBITDA
as on March 31, 2023

Order Book breakup in 2022-23

Rs. **1,17,900** Lakhs
Domestic EPC

Rs. **14,300** Lakhs
International EPC

Rs. **11,500** Lakhs
Heavy Steel Structure

Rs. **8,500** Lakhs
Monopoles

Rs. **3,000** Lakhs
Exports

Rs. **1,25,808.55** Lakhs
Market Capitalisation as on March 31, 2023

9.14%
EBITDA Margin as on March 31, 2023

18.58%
Return on Capital Employed as on March 31, 2023

0.68
Debt to Equity Ratio as on March 31, 2023

Indian Origin, Global Mindset
with comprehensive infrastructure and widening presence

At Salasar Techno, we believe that the junction to consistent growth is to deliver projects with technological and engineering excellence within the budgeted time & cost. Technological capability, value engineering and excellence in design engineering have been instrumental in maintaining a leadership position at our organisation. Besides, strong manufacturing bandwidth, strengthening bidding, project management and execution capability, all these efforts has helped us in expanding our operational front and acquire newer projects of strategic interests.

Infrastructure excellence

The Company has built robust and geographically well-distributed manufacturing footprint and presence near key local markets which is a source of its competitive advantage. We have vertically integrated our operations through in-house manufacturing of transmission towers, monopoles, telecom towers, through state-of-the-art manufacturing facilities located in India.

3
Manufacturing facilities

1,00,000 MTPA
Tower/Structure manufacturing and galvanising

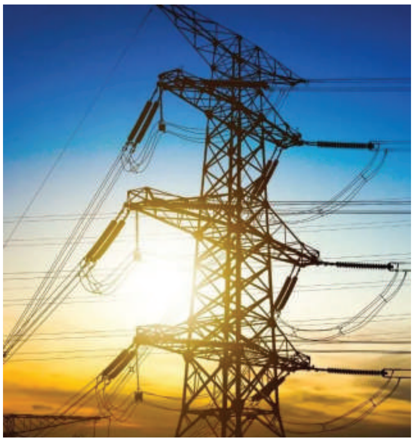
15,000 MTPA
Heavy steel structure manufacturing

Infrastructure capabilities

CNC Machines, Hydra and Cranes, Plasma cutting machine, Press break machine, Beam welding and straightening, Axis drilling machine, Automatic shot blasting machine.

Products and services offering

Power



Transmission Line Towers
Substation Structures
Transmission Line Monopoles
Railway Electrification Structure

Renewables

Solar Module Mounting Structure
Solar Trees
Solar Water Pumps
Windmill Tower

Telecom

Towers and Monopoles
Cells on Wheels
Accessories

Widening geographical presence

To de-risk ourselves from being dependent on a single geographical segment, we went on to bid and supply and bag projects at countries outside with long term growth potentials. The result being, domestically we sell are products at Delhi NCR, Haryana, Punjab, Rajasthan, Jammu and Kashmir, Gujarat, Maharashtra, Madhya Pradesh, Chhattisgarh, Bihar, Jharkhand, West Bengal and the entire North-East. We are also present across 25 countries outside India which includes West Africa, Central Africa, Philippines, Saudi Arabia, Nepal, Myanmar, etc.

12.62%
Export contribution to overall revenue as on FY 2022-23

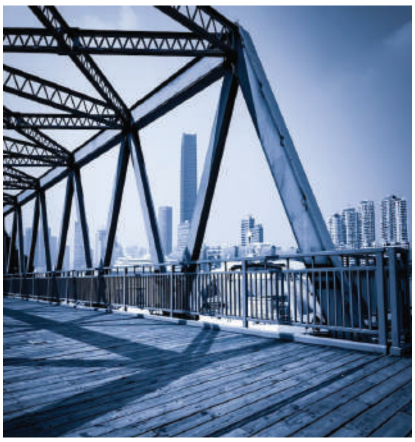
Poles

Lighting Poles

Distribution Poles

Infrastructure Poles

Heavy Steel Structure



Lighting Poles

Distribution Poles

Infrastructure Poles

Smart City Solutions

Smart City Poles

Camouflaging Solutions

Indian Origin, Global Mindset

focusing on quality parameter

At Salasar Techno, our main objective is to be recognised as "quality enablers". We always remain focused and ensure that the highest standards of products and utmost care are followed at our various factories and project sites. The quality function is reflected in the manner we handle every aspect of our business. We cannot be recalled as a dependable vendor-partner in the power and telecom infrastructure industry if we are not concerned about the quality of our people, the quality of our processes and the quality of our management. It is only when quality becomes an intrinsic factor in our lives, that viability becomes automatic. When we achieve this level of quality leadership in everything we do, then only we are recognised as quality enablers.

This quality framework and implementation at our Company have made us won with various international laurels and certifications including:

ISO 45001:2018
for Occupational Health & Safety Management Systems

ISO 14001:2015
for Environmental Management Systems

ISO 9001:2015
for Quality Management Systems

Collaboration with Ramboll

The Company has entered into a technical collaboration with M/S Ramboll Telecom, Denmark for manufacturing of tubular towers as per their designs. Ramboll telecom is one of the world's foremost organizations in designing of telecom towers.

Indian Origin, Global Mindset
through a focus on ESG, the core of our Company's personality

The term "ESG" is becoming a prevalent acronym utilized globally to evaluate and filter companies. Analysts, thought leaders, governance bodies, media, communities, and bankers have adopted ESG as a crucial assessment tool for gauging the quality of corporate managements. This has contributed to the expansion of the evaluation discipline beyond just the Balance Sheet - in many cases, the assessment process has incorporated ESG, with the viewpoint that compliance levels will inevitably reflect on the Balance Sheet.

So what is ESG?

Environmental, Social and Governance (ESG) is a framework used to assess an organization's business practices and performance on various sustainability and ethical issues. It also provides a way to measure business risks and opportunities in those areas. In capital markets, some investors use ESG criteria to evaluate companies and help determine their investment plans, a practice known as ESG investing.

While sustainability, ethics and corporate governance are generally considered to be non-financial performance indicators, the role of an ESG program is to ensure accountability and the implementation of systems and processes to manage a company's impact, such as its carbon footprint and how it treats employees, suppliers and other stakeholders. ESG initiatives also contribute to broader business sustainability efforts that aim to position companies for long-term success based on responsible corporate management and business strategies.

Salasar Techno and ESG

At Salasar Techno, our operations consistently reinforce our dedication to shared values and purpose-driven business conduct. We firmly uphold democratic principles, justice, and equality. The imminent issue of our time is climate change, posing severe risks to our welfare, livelihoods, food security, and prospects for future growth. In response to this, ESG principles though voluntarily have been incorporated into all aspects of our operations and wider business practices through a fine lens of sustainability. This empowers us to responsibly manage shareholder and institutional capital while fostering a business model that caters to multiple stakeholders and enhances value for all.

Energy and Emissions: Salasar Techno is actively fostering an energy-efficient culture by enhancing operational efficiencies, implementing energy conservation mechanisms, and prioritizing the integration of renewable sources into its energy mix. The Company uses LPG in the zinc melting furnace of galvanizing plant at all the three Units. Since LPG is a more sustainable fuel than furnace oil and it minimizes environmental pollution and also leads to more efficiency. The company also organises events at all its facilities which includes National Safety Day, Earth Day and World Environment day to promote awareness of these important issues. Many of its plants have waste minimization programs in place and it continue to encourage its employees to think of new ways to minimize waste & design products and processes that are safe and environmentally friendly. The Company have installed a 535 KW roof-top solar at its Hapur facility which helps the Company to offset its carbon footprint.

The Company has maintained ample green belt across the plant premises as per PCB guidelines to arrest fugitive emissions.

5.62 Lakh units
Green energy generated during FY 2022-23

Prudent governance practices

At Salasar Techno, our governance philosophies are based on transparency, accountability, values and ethics and are an integral part of the management's initiative in its pursuit towards excellence, growth and value creation. Our commitment towards highest standards of ethical governance practices and disclosure practices thereby ensure that the affairs are managed in the best interest of all stakeholders. Prudent governance practices are also reflected in the ethical & transparent ways, the meetings of the Company is conducted whereby every shareholder is invited to speak freely and interact with the management directly on varied topics related to the organisation.

Our multiple revenue platforms and cost-management initiatives help us deliver sustainable stakeholder returns. It is a predictable pattern that stakeholders expect from us. We are committed to fulfilling their expectations by strengthening current operations and leveraging future opportunities and de-risking our enterprise from the cyclicity of a single product segment and delivering visibility of our income in more ways than one.

We also endeavours to be a responsible corporate citizen, contributing to the country's exchequer. This has prudently been reflected in our Balance Sheet, whereby we have prudently been contributing in the form of various taxes. We have also endeavoured to pay rich dividends to our shareholders, which are clearly reflected through our track record of continuously paying dividend since last 5 years.

Fostering relationships

At Salasar Techno, we recognise that growth does not come from how well we can grow our assets. But from how well we can grow our relationships. The soul of our unwritten mission statement is not about the profits for the Company, but with value for the stakeholders associated with the Company.

Talent Management at our Company involves the design and implementation of strategies, policies and systems to ensure that highly qualified individuals can be attracted, recruited and retained. Our company is fully committed towards its responsibilities and is contributing effectively to facilitate value-creation in various arenas of its operations including health & safety, employee training. Our team of over 1,417 peoples including technical & non-technical staff, drives execution excellence. Through initiatives like employee engagement in decision making, annual get-together, sports & office picnic, the Company aims to foster a sense of equality and diversity amongst its human resource.

We also work with our suppliers, customers and various other peoples associated with the Company on a long-term perspective. Innovative management policies ensure the development and trust of various stakeholders. Our above-industry average performance has come from the extension of this value beyond a one-off transaction into a sustainable relationship across the long-term.

Rs. **4,646.34** Lakhs
Employee Benefit Expenses during FY 2022-23

Corporate Social Responsibility

Corporate Social Responsibility and sustainability is as central to our business as other verticals are. We pursue both with equal passion and we contribute to the development of peoples in our surrounding where we operate. Following the guidelines of the Companies Act, during the year we spent Rs. 87.34 Lakhs towards the following initiatives:

- Healthy people from families of Leprosy colony prepare food for 200 poor people and in return earn their livelihood and support 55 families through Ammucare Charitable Trust at Delhi.
- Counselling and Legal Aid for survivors of Domestic Violence through Shakti Shalini Trust at Delhi.
- Sponsored Prosthetic limbs and hands free of cost to underprivileged population through Rotary Noida Research and Social Welfare Trust (Blood Bank) at Noida.
- Sponsoring OPD Eye Centre at Verdaan Multi Specialty Hospital for free cataract surgeries through Rotary Foundation (India) at Ghaziabad.
- Education for 200 students from LKG-Std. 8th includes Computer Education and Vocational centre for tailoring skills through Sewa Samarpan Kalyan Samiti at Ghaziabad.
- Sponsored Eye Camps in Rural Areas through Vinayak Charitable Eye healthcare Trust around Meerut.
- Sponsored 350 household kits against community development project through Goonj Foundation near Bhilai.
- Undertook Livelihood & healthcare programme through Planet Abled India Foundation at Delhi.

From the desk of Chairman

"At Salasar Techno, we have always looked at the bigger picture with the singular objective of serving the interests of the nation."

Dear Shareholders

I have always believed that companies that successfully address and alleviate some of the most genuine pressures of a society and a nation with futuristic products and solutions create enduring higher order value. The era that we live in today is a testament of this conviction.

Today, the world's largest car travel company does not own a single vehicle. A company that provides tourists lodging across thousands of cities the world over does not own a single cubic area of space. A company with billions of dollars of retail sales does not own a single retail shop. All these companies are built on the spirit of enterprise, the digitisation and globalisation waves and, of course, the indisputable need to solve a real-world problem.

The other megatrend that is most visible today is that more than ever before, companies across the globe are recognising the need to develop a business model that has embedded sustainability at the heart of its operations. Notwithstanding the slowdown, the rise of the emerging countries is undisputed as they have been the flag-bearers of global growth. With stellar GDP growth rates, India has become the world's fifth largest economy. With a typically large population pool, attractive demographics and rising aspirations, India is truly scripting its own story of evolution and progress not only domestically but also internationally.

The Big Picture

At Salasar Techno, we have always looked at the bigger picture with the singular objective of serving the interests of the nation. As an enterprise that is deeply rooted in India's soil, we are committed to bring the full value of our organisation in transforming the country's energy and infrastructure sectors and also apply our rich expertise to some of the world's attractively growing markets, truly leveraging our branding of 'made in India, sold around the world'.

Industry Potential

Telecom industry: The Global Telecom Towers Market size in terms of installed base is expected to grow from 5 million units in 2023 to 5.76 million units by 2028, at a CAGR of 2.92% from 2023-2028. The telecom tower industry has obtained high prominence as an independent industry, mainly in India and the United States. The Indian telecom industry has undergone a transformational change in the last decade. With the process of 5G rollout across the country, to meet the growing demand of large bandwidth and ultra-low latency, 70% of the telecom towers need to be fiberised and 12 lakh towers need to be deployed by FY 2023-24.

Power industry: The Global Power Transmission Tower market is expected to grow with a CAGR of more than 6% during 2023-28. Post covid era we have seen increased power demand and new power transmission projects. Over the long term, the power transmission tower market is expected to have an elevation in the near future due to the aging power infrastructure in many countries and less access to electricity in several regions like Western and Central Africa and some South American countries. India's power sector has undergone a remarkable transformation, aimed at providing reliable, affordable, and sustainable energy to its people. From a power deficit to a power surplus country, the country has added over 175 GW of generation capacity in the past 9 years and have connected 2.86 crore houses with electricity under the "Saubhagya" programme. India accounts for 15% of the global transmission tower market. Further, India will be consuming 1.8 trillion units by 2025. The government's vision of a $5 trillion economy will require an estimated investment of Rs. 5 trillion in the transmission sector over the next few years.

Railway Electrification industry: In more than a decade the Indian Railways has underwent significant change. Currently, Indian Railways is maintaining its end-of-year target to fully electrify its broad-gauge network, a feat that would require an intensive push to electrify over 6,000 route kilometers (RKM) by the end of the current financial year. As per Railway Electrification Directorate indicates that 59,096 of the total 65,350 RKM of broad-gauge lines were electrified, comprising 90.43% of the total network.

Renewable energy industry: The country's power sources ranges from fossil fuels such as coal, lignite, gas, and diesel to non-fossil fuels such as hydro, solar, wind, nuclear power, and so on. Over the years, the Indian government has implemented a slew of emission-cutting measures, such as increasing the share of renewable energy sources. At COP26, our honourable Prime Minister announced to install 500 GW capacity of renewable energy sources by 2030. Today the country has transitioned from a power deficit to a power surplus nation. The country's commitment to renewable energy sources has played a pivotal role in achieving this feat. The remarkable growth of solar and wind energy capacity has cemented India's position as a global leader in renewable energy adoption. Today, India stands 4th globally in Renewable Energy Installed Capacity, with 43% of its total installed electricity capacity coming from non-fossil energy sources.

Heavy structure steel industry: Growth projections for the structural steel market in India are positive. This industry is anticipated to experience an annual compound growth rate (CAGR) of 5.5%. The upswing is attributed to a surge in demand from the manufacturing sector, a growing penchant for pre-engineered buildings and parts, as well as ongoing government-led initiatives that push for infrastructure development.

Advantage Salasar Techno

We at Salasar Techno offer entire gamut of Designing, Manufacturing, Galvanising and Fabrication of Telecom Towers, Electric Towers and Monopoles, Railway

> "The reasons for this stellar performance is a balanced growth across the steel structure manufacturing division and various EPC projects."

Electrification tower and manufacturing of heavy steel structures. We are also EPC contracts for electrification, power transmission lines, and solar power plants. I am pleased that during 2022-23, Salasar Techno reinforced its building blocks and emerged as a unique Engineering and EPC company in India. The Company reported a 39.78% increase in revenues from Rs.71,886.18 Lakhs in 2021-22 to Rs.1,004,89.50 Lakhs in 2022-23 on consolidated basis. The Company reported an increase in its profit after tax by 27.96%from Rs.31,45.68 Lakhs in 2021-22 to Rs.40,25.44 Lakhs in 2022-23. This profitability was the result of a constant business de-risking strategy which we have maintained over the years. The Company ended the year with an order book of Rs.1,52,200 Lakhs. Our Earning Per Share stood at Rs.1.32 per share and we are pleased to announce a dividend of 10%.

The reasons for this stellar performance is a balanced growth across the steel structure manufacturing division and various EPC projects. We generated 66% of our revenue from the Steel structure division, 19% from Power Transmission EPC orders and 15% from Railway Transmission EPC orders. We have also seen a robust order book across various divisions, which included Rs.11,500 Lakhs under Heavy Steel Structure division and Rs.1,17,900 from various EPC contracts domestically.

Salasar Techno-Indian Origin, Global Mindset

For all those companies dedicated to growing their presence in India, the last few years remained challenging yet bright. We at Salasar Techno have reinforced our business model by widening our geographic presence across global pockets that not only enjoy similar demographics to India but also at those which are marked by growing sectoral potential. On the back of these potentials we were able to execute export orders of Rs.12,619 Lakhs of Telecom Towers and Poles in FY 2022-23.

Our deep passion to grow outside the country and de-risk ourselves from a single geographical presence have started reaping dividends. We are pro-ud to inform our stakeholders about our maiden EPC contract which we have secured from the Government of Nepal valued at Rs. 14,300 Lakhs. The order is for procurement of materials, associated accessories and necessary installation services including design and commissioning of 33/11 KV substations and

> The evolving economic landscape and the aspirations of the people have driven us to aim higher, execute our plans seamlessly and sustain the growth momentum

33 KV, 11 KV, 400 V lines and distribution systems networks. This project received from Nepal Electricity Authority (NEA) will come up in Dang, Rukum East and Baitadi districts of the neighbouring nation and is expected to be completed within next 24 months. Within this we would continue to explore more business opportunities from the neighbouring and other nations to expand our global presence.

Beginning of the Sowing

The evolving economic landscape and the aspirations of the people have driven us to aim higher, execute our plans seamlessly and sustain the growth momentum. With an eyesight to attain leadership in the projects in our respective business segments and cater to the demands coming out from our user industries.

We are also coming up with a new Galvanization unit at Hapur in Uttar Pradesh with a capex of Rs.5,000 Lakhs. This plant we would be able to manufacture upto 3 meters dia of monopols which is going to see a futuristic demand in India.

The Human Potential

An organisation grows on the firm shoulders of its people. We attract, groom and retain talent to spearhead our growth strategies. Our people are our priority; we empower them to excel and develop to the full extent of their potential. We ensure that our policies elevate and enrich the lives of our people and make our bond with them stronger.

Sound Governance and Sustainability

We are committed to high standards in corporate governance and aim to implement best practices beyond compliance requirements.

Our Board currently comprises of 8 (Eight) directors, from varied background and considerable working experience. The Company had also adopted various measures for a cordial working relation between the workers and the management. Workshops are being organized on a regular basis to impart training to the Company's personnel and also to make them aware of the developments in the Industry.

We believe in the philosophy of "Serving Society through Industry" and we continue to ensure effective corporate social responsibility (CSR) in every moment of life in harmony with nature to create value for ourselves, our stakeholders and the society. As a socially responsible citizen, we have taken several initiatives to fulfill our CSR goals through targeted initiatives.

Survival Strategies

Future is promised to no one and therefore belongs to people who are ready to create it. At Salasar Techno, we have built a well-integrated Company with a business model relevant for all market cycles through the following initiatives:

- By retaining its industry pre-eminence through quality services supported by robust technical capabilities, rich project management skills and large, complex project execution.
- Improved the consistency and discipline of its business practices across all business verticals.
- Increased its capacity to execute contracts through the addition of engineers and technical members on the one hand and the expansion of design centre on the other.
- Pursued continuous improvement in everything we did.
- Leverage established position in key technologies; alliances with global leaders for access to superior capabilities in the execution of large and technically challenging projects.

Expectations and Prospects

As an enterprise that is embedded in the country's infrastructure sector, we expect to generate sustainable growth, thereby focusing on generating consistent value for our shareowners and other stakeholders who work with us and depend upon us. We are attractively positioned for 2023-24 and beyond. We are building on proven strengths, and your trust gives us the courage to continue doing what we love and are passionate about to: Spreading our wings and put our footsteps across the globe through our varied products and services. We cherish your trust. I, on behalf of the Board of Directors and the entire leadership team, thank you for this love and support, and assure you a great future ahead.

With best regards
Alok Kumar

Drivers of our partnership approach

Customer's centricity

Management bandwidth

People's excellence

Technical process

Manufacturing excellence

Quality & efficient focus

Collaborative and responsive approach

Open for innovation

Corporate Governance

Corporate Information

Mr. Alok Kumar

Chairman & Managing Director

B.Sc from Punjab University

With experience spanning over 4 decades in trading, manufacturing and fabrication of iron & steel, Alok Kumar is a man with strong principles and progressive ideologies. He started his career with trading in iron & steel as Managing Partner in Gupta Traders and thereafter from 1959 operated two foundry units of C.I. Casting namely Capital Founders and Capital Udyog. He leads the organization with a firm hand.

Mr. Shashank Agarwal

Joint Managing Director

B.E. (Mech) from MIT, Manipal

A man with a diverse range of experiences spanning 25+ years, Shashank Agarwal is a true entrepreneur. He has built Salasar from scratch with the help of the other directors. With his strong resolve and sharp marketing acumen, he makes sure all of Salasar's stakeholders get the returns they deserve. He was the driving force behind the company's IPO in 2017.

Mr. Shalabh Agarwal

Whole Time Director

B.E. (Mech) from MIT, Manipal

Shalabh has a professional experience of 20+ years and is at the forefront of all the innovation that takes place at Salasar - be it technological or procedural. Alongside that, he manages the company's day-to-day affairs and looks after Salasar's volatile power vertical.

Ms. Tripti Gupta

Whole Time Director

Commerce Graduate from Shri Ram College of Commerce, Delhi and MBA in Finance from IMT, Nagpur

With experience spanning over a decade in strategic management, policy-making, business development, and various other corporate matters; Tripti Gupta has been a pillar of strength for the company ever since she joined Salasar in the year 2014. An MBA in Finance and Marketing, she has demonstrated excellent decision-making skills time and again.

Mrs. Garim Dhamija

Non-Executive Independent Director

MBA from IIM, Kozhikode and Master in Economics from Punjab University As a Co-Founder, Partner at Salto Dee Fe Consulting, She currently helps organizations in Assessment and Development of Senior Leaders.

She has developed a depth of experience in Assessments - She is a Hogan and OPQ Certified Assessor and is certified in Coaching through Emotional Intelligence. Her one-on-one work with Senior Leaders in businesses has been acknowledged for creating long term impact on individuals.

Mr. Sanjay Chandak
Independent & Non-Executive Director

Chartered Accountant A fellow member of the Institute of Chartered Accountants of India,

Sanjay Chandak has an experience of almost three decades in the field of Chartered Accountancy and has headed various conventions across the country. He is an expert in Tax Planning, Income Tax, and Statutory Audits, and presently advises the board on all related matters.

Mr. Vijay Kumar Jain
Independent & Non-Executive Director

B.E. (Hons.) and MBA

With a vast experience of working in different capacities at leading companies across India and the world for more than 5 decades, Vijay Kumar Jain lends his expert opinion at Salasar. Vijay has demonstrated proficiency in leading organizations towards success.

Mr. Mukesh Kumar Garg
Non-Executive and Independent Director

B.Tech Civil Engieering, M.Tech Structural Engineering, PGDIM and PGDIM/IGNOU

An ex-CAO of North Central Railway, Mukesh Garg uses his experience of planning, executing and managing costs of tenders worth several hundred crores to advise the company. He also has immense experience on contesting arbitration cases.

Key Managerial Personnel

Chief Financial Officer
Mr. Pramod Kumar Kala

Company Secretary & Compliance Officer
Jitendra kumar sharma

Auditors

M/s VAPS & Company
Statutory Auditor

M/s S. Shekhar & Company
Cost Auditor

M/s Deepika Madhwal & Associates
Secretarial Auditor

M/s Alok Mittal & Associates
Internal Auditor

Bankers

State Bank of India
HDFC Bank
Yes Bank
IndusInd Bank
Axis Bank

Registrar and Share Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED
302, Kaushal Bazar, 32-33,
Nehru Place, New Delhi-110019,
Tel: 011-23522373
Email: bssdelhi@bigshareonline.com
Website: www.bigshareonline.com

Registered Office

E-20, South Extension I,
New Delhi-110049

Manufacturing Unit-I

Khasra No. 265, 281-283, Vill.-
Parsaun-Dasna, P.O.-Jindal Nagar,
Distt. Hapur-201313 (U.P.)

Manufacturing Unit-II

Khasra No. 1184, 1185, Vill.-Khera,
P.O.-Pilkhuwa, Tehsil Hapur,
Distt. Hapur-245304 (U.P.)

Manufacturing Unit-III

Khasra No. 686/6 Village-Khera,
P.O. Pilkhuwa, Tehsil-Dhaulana,
Distt. Hapur- 245304 (U.P.)

Directors' Report

To,

The Shareholders of the Company

Your Directors are pleased to present the 22nd Annual report of the Company together with Consolidated and Standalone Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023.

1. FINANCIAL RESULTS:

The Company's financial performance, for the year ended March 31, 2022 is summarized below:

(Amount in Lakhs.)

Particulars	STANDALONE		CONSOLIDATED	
	2022-23	2021-22	2022-23	2021-22
Revenue from operation	1000,05.66	690,89.98	1004,89.50	718,86.18
Other Income	236.35	218.75	239.94	222.81
Gross Revenue	1002,42.01	693,08.73	1007,29.44	721,08.98
Total Expenses	947,95.68	650,55.05	952,59.37	678,83.80
Profit before Depreciation, Exceptional items & Tax	6,112.32	49,63.36	6,136.06	4,934.86
Less: Depreciation	794.97	709.68	794.97	709.68
Less: Share of Net Profit of Investments using Equity Method	-	-	-	-
Exceptional Items	(64.49)	-	(64.49)	-
Profit before Tax	5,381.84	42,53.68	5,405.58	42,25.18
Less: Provision for Taxation				
Current Tax	1357.97	10,96.16	13,65.74	11,03.40
Deferred Tax	14.40	(23.90)	14.40	(23.90)
Profit after tax (PAT)	40,09.47	31,81.42	40,25.44	31,45.68
Other Comprehensive Income	(7.94)	72.65	(7.94)	72.64
Total comprehensive income	40,01.53	32,54.06	40,17.50	32,18.32
No. of Equity Shares (FV Re. 1)	31,57,05,280	2,85,70,528	31,57,05,280	2,85,70,528
Earning per share (Basic)	1.32	11.14	1.33	11.01
Earning per Share (Diluted)	1.32	11.14	1.33	11.01

Note: In FY 22-23 the EPS is worked out after split of shares in 10:1 ratio.

2. FINANCIAL PERFORMANCE:

During the year under review, your Company's Revenue from operations was Rs. 1000,05.66 Lakhs as against ₹69,089.98 Lakhs in the previous financial year at Standalone level. The Profit after Tax amounted to ₹ 4,009.47 Lakhs as against ₹3,181.42 Lakhs in the previous financial year. Company's Profit after comprehensive income was ₹ 4,001.53 Lakhs as compared to ₹ 3,254.06 Lakhs in the previous financial year.

The Consolidated Revenue from operations amounted to ₹1004,89.50 Lakhs as against ₹ 718,86.18 Lakhs in the previous financial year. The Profit after Tax amounted to ₹40,25.44 Lakhs as against ₹ 31,45.68 Lakhs in the previous financial year. Company's Profit after comprehensive income was ₹ 40,17.50 Lakhs as compared to ₹ 32,18.32 Lakhs in the previous financial year. The Company has good growth in the topline as well as in the PAT of the Company on consolidated level. During the year the Company has crossed ₹1000 Crores Revenue.

The performance and financial position of the subsidiary companies are included in the Consolidated Financial Statements and presented in the Management Discussion and Analysis Report forming part of this Annual Report.

3. FUTURE OUTLOOK –

The Future outlook of the business of the Company in different segment is as under:-

A. TELECOM:-

The Telecom industry in India is the second largest in the world with a subscriber base of 1.17 bn as of September 2022 (wireless + wireline subscribers). India has an overall tele-density of 84.86%, of which, the tele-density of the rural market, which is largely untapped, stands at 58.01% while the tele-density of the

Directors' Report *(Contd.)*

urban market is 134.62%. According to the count of mobile towers provided on the Department of Telecommunications Dashboard, the four operators running the telecom network utilised 7.37 lakh towers and 23.7 lakh base stations as of November 2022. Since 2017, the country has seen approximately 45,000–55,000 year-on-year addition on the telecom tower side and 50,000–65,000 net adds on the BTS side.

The Government of India, under the Union Budget 2023, has allocated ₹ 975.79 billion for the Department of Telecommunications. As per the Budget, Bharat Sanchar Nigam Limited (BSNL), which is expected to roll out 4G and 5G services during the current year, is expected to get ₹529.37 billion capital infusion from the government in 2023-24. The Government plans to set up one hundred labs for developing applications using 5G services in engineering institutions to realize a new range of opportunities, business models, and employment potential. The DoT is targeting a combination of 100% broadband connectivity in the villages, 55% fiberisation of mobile towers, average broadband speeds of 25 mbps and 30 lakh kms of optic fibre rollouts by December 2022. Broadband connections rose to 816 million in September 2022. By December 2024, DoT is looking at 70% fiberisation of towers, average broadband speeds of 50 Mbps and 50 lakh kms of optic fibre rollouts at a pan-India level. In the current budget, the government has also allocated ₹ 21.58 billion for optical fibre cable-based network for defence services and ₹7.16 billion for telecom projects in the north-eastern states.

The industry's exponential growth over the last few years is primarily driven by affordable tariffs, wider availability, roll-out of Mobile Number Portability (MNP), expanding 4G and 5G coverage, evolving consumption patterns of subscribers, Government's initiatives towards bolstering India's domestic telecom manufacturing capacity, and a conducive regulatory environment.

B. Renewable Energy:-

India stands 4th globally in Renewable Energy Installed Capacity (including Large Hydro), 4th in Wind Power capacity & 4th in Solar Power capacity (as per REN21 Renewables 2022 Global Status Report).The country has set an enhanced target at the COP26 of 500 GW of non-fossil fuel-based energy by 2030. This has been a key pledge under the Panchamrit. This is the world's largest expansion plan in renewable energy. The country's installed non-fossil fuel capacity has increased 396% in the last 8.5 years and stands at more than 179.322 Giga Watts (including large Hydro and nuclear), about 43% of the country's total capacity. The Country saw highest year-on-year growth in renewable energy additions of 9.83% in 2022.The installed solar energy capacity has increased by 24.4 times in the last 9 years and currently stands at 67.07 GW. The installed Renewable energy capacity (including large hydro) has increased by around 128 % since 2014. India has set a target to reduce the carbon intensity of the nation's economy by less than 45% by the end of the decade, achieve 50 percent cumulative electric power installed by 2030 from renewables, and achieve net-zero carbon emissions by 2070. India aims for 500 GW of renewable energy installed capacity by 2030 and aims to produce five million tonnes of green hydrogen by 2030. This will be supported by 125 GW of renewable energy capacity. 57 solar parks with an aggregate capacity of 39.28 GW have been approved domestically. The Government has also set an off-shore target of 30 GW by 2030 through Wind Energy.

C. RAILWAY:-

The Indian Railways has committed itself to achieving 100% electrification, as a part of its goal of becoming a net zero carbon emitter before 2030. This is in tandem with the Indian government's stated mission of achieving Net Zero carbon emissions by 2070 as pledged to at the COP26 in Glasgow. On successfully completing this journey, the Indian Railways will achieve the remarkable feat of becoming the world's largest green railway system. This large-scale effort is also in line with the United Nation's Sustainable Development Goals which is an urgent and collaborative call for action by all countries. By modernizing its infrastructure and electrifying its lines, the railways are covering SDG 9 – which is a push towards building resilient infrastructure and fostering innovation. Further, this will help the Railways in substantially reducing their carbon emissions, tying it to SDG 13 which emphasizes the need to take urgent action to battle climate change and its adverse impacts. On average, the Indian Railways with track length spanning 126,366 km contains 7,335 stations operate 11,2831 trains daily and had transported 1512 MT of freight during 2022-23. Given that the operations are this widespread, the energy needs of the railways are also equally massive. As opposed to the high-emitting diesel engines, country-wide electrification would then introduce a more efficient and centralized power system. Indian Railways has planned to electrify a total of 28,810 km of broad-gauge route by December 2023. As of March 2023, 100%

Directors' Report *(Contd.)*

electrification has been completed in 14 states & UTs including Haryana, Uttrakhand, Meghalaya, and Uttar Pradesh. In line with the Centre's seven priorities or Saptarshi, as called out during the Union Budget – a significant milestone was the completion of railway track electrification in the Union Territory of Jammu and Kashmir.

D. POWER TRANSMISSION AND DISTRIBUTION SECTOR:-

India's power transmission market is a crucial component of the country's energy sector, which is growing rapidly to meet the rising electricity demand. The country's transmission system plays an important role in supply of power to the consumers through the vital link between the generating stations and the distribution system. The energy resources like coal, hydro and renewable have a skewed distribution in the country This skewed distribution of resources necessitated development of robust transmission system including establishment of inter-regional corridors for seamless transfer of power from surplus to deficit regions/areas. In this process, it enables access to power generation from anywhere in the country to various consumer spread throughout the country. The progressive integration of regional grids started in 1992, and on 31st December 2013, our country achieved 'ONE NATION'-'ONE GRID'-'ONE FREQUENCY' with synchronous interconnection of Southern Region Grid with rest of the Indian Grid with the commissioning of 765kV Raichur-Solapur Transmission line. The Central Government has given emphasis to have congestion free transmission network, so that there is no constraint in flow of power from surplus region to deficit region. Accordingly, transmission system in the country has been continuously strengthened with addition of transmission lines and inter-regional capacity. During FY 22-23 the country added 14,625 ckm of transmission lines and added 75,902 MVA in its transformation capacity. With this the country has become one of the largest synchronous interconnected electricity grids in the world with 4,71,817 ckm of transmission line and 11,85,058 MVA of transformation capacity (as on Apr'23). Besides, the country's inter-regional capacity also increased by whopping 212% to 1,12,250 MW since 2014.The above transmission capacity addition has benefitted in development of power sector in the country.

E. Heavy Steel Structure

Heavy Steel Structural segment Mainly includes Bridges, pre-engineered buildings and other Heavy Industrial Structure. Structural Steel Fabrication Market was valued at $ 6.111 Billion in 2020 and is projected to reach **$ 9.78 Billion in 2028,** growing at a **CAGR of 5.36% from 2021 to 2028.** The Indian structural steel market is expected witness significant growth during the forecast period, owing to factors, such as the increasing demand from manufacturing sector, the rising preference toward pre-engineered buildings and components, and government initiatives for infrastructure development activities. Additionally, the booming commercial building sector, along with Indian government's initiatives, such as increasing the construction of green buildings, smart cities, and make in India scheme, is expected to boost the structural steel fabrication market in India. Currently global manufacturing companies' are focusing to diversify their production by setting-up low-cost plants in countries other than China, is expected to drive the India's manufacturing sector to grow more than six times by 2025, to USD 1 trillion. Thus, this is driving the demand in the structural steel fabrication market in the country. Government initiatives, such as the construction of metro stations, new no frill airports, international terminals, industry corridors, power plants, and ports, require heavy steel structures. Also, in renewable energy generation like Wind and Nuclear Energy, structural steel finds its use. This is further increasing the demand of the market.

4. BUSINESS OPERATIONS:

The Company is primarily engaged in the business of Manufacturing and sale of galvanized and Non galvanized steel structure including telecom towers, transmission line towers including Railway Electrification (OHE), solar panels and pre-fabricated steel structure such as Bridges, Heavy Steel Structure etc. Your Company has three manufacturing units at Jindal Nagar, Hapur District (UP) and Khera Dehat, Hapur District (UP).

The Business is divided in two major segments i.e. Steel Structure segment and Engineering procurement & construction segment.

4.1. Steel structure segment

Under this segment it mainly operates in following business verticals-

- Telecommunication Tower
- Transmission and rail towers
- Solar Towers
- Poles
- Heavy Steel Structure
- Smart City Solutions

Directors' Report *(Contd.)*

4.2 **EPC Segment**

The Company's EPC business primarily consists of the manufacture and deployment of transmission towers and railway electrification towers for its own EPC and Turnkey Projects. It has completed around 702 kilometres of power transmission lines and 588 kilometres of railway track.

5. DIVIDEND:

The Board of Directors is pleased to recommended a Final Dividend of ₹ 0.10/- (Rupee Ten Paisa i.e. 10%) per equity share of face value of Re. 1.00 (Rupees One Only) each (previous year final Dividend of ₹ 0.10/-paisa per Equity Shares of Nominal Value of ₹ 1/- each). The dividend, if approved by the Members in the ensuing Annual General Meeting, would involve a cash outflow of ₹ 3,15,70,528 and will be paid to those members whose name appear in the Company's Register of Members and to those persons whose name appear as Beneficial Owners as per the details to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited as at the close of business hours on September 16, 2023.

In terms of Regulation 43A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("the Listing Regulations"), the Company has formulated a Dividend Distribution Policy which is enclosed herewith as **Annexure-A**, and is also available on the website of the Company at http://www.salasartechno.com

6. TRANSFER TO RESERVES:

The Company has not made any transfer to reserve during the Financial Year 2022-23. However, profit for the year is shown as surplus under the head Reserve & Surplus during the financial year 2022-23.

7. PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

The details relating to deposits, covered under Chapter V of the Act,-

(a) accepted during the year; **NIL**

(b) remained unpaid or unclaimed as at the end of the year; **NIL**

(c) whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved-**NIL**

(i) at the beginning of the year; **NA**

(ii) maximum during the year; **NA**

(iii) at the end of the year; **NA**

During the year under review, your Company had not accepted or renewed the deposits which are not in compliance with the requirements of Chapter V of the Act;

8. SHARE CAPITAL

(a) The paid up Equity Share Capital of the Company as on March 31, 2023 was ₹ 31,57,05,280. Company had Issued QIP as further issue of 3 crores equity shares during the year. Therefore, the paid up share capital of the Company increased from ₹ 28,57,05,280 (divided into 28,57,05,280 Equity shares of Rs. 1 each) to ₹31,57,05,280 (divided into 31,57,05,280 Equity shares of Rs. 1 each)

(b) Status of Shares

As the members are aware, the Company's shares are compulsorily tradable in Electronic form. As on March 31, 2023, out of total shares 99.999652% of the Company's total paid up capital representing 31,57,05,280 shares are in dematerlized form and 0.000348% of the Company's total paid up capital representing 1100 shares are in physical form.

(c) Sub- Division of Equity Shares

The Board of Directors on 30th April, 2022 has recommend Sub-division of Equity Shares in (10:1) ratio which was approved by the shareholders by Postal Ballot on 07th June, 2022. Accordingly the paid up share capital of the Company was ₹ 28,57,05,280 divided in to 28,57,05,280 Equity Shares of ₹ 1/- each.

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

Pursuant to Section 125 of the Companies Act, 2013 the Company has Unclaimed and Unpaid Dividend but the unpaid Dividend amount not liable to transfer in Investor Education and Protection Fund.

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

Except those disclosed in this Annual Report, there are no material changes and commitments affecting the financial position of the Company between the end of the financial year i.e. 31st March, 2023 and the date of this Report.

11. CORPORATE GOVERNANCE REPORT

The Corporate Governance Report pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as applicable for the year under

Directors' Report *(Contd.)*

review is presented in a separate section forming part of this Annual Report are attached hereto as **"Annexure-B"**

12. DETAILS OF SUBSIDIARY/JOINT VENTURES/ ASSOCIATE COMPANIES

Joint Venture and Associates

The Company had entered into following Joint Ventures namely:-

1. Sikka- Salasar JV
2. Salsar- HPL JV.
3. Salasar-REW JV.

The company does not have any Associate Company. Further, the Company is having one Subsidiary LLP namely Salasar Adorus Infra LLP

13. PERFORMANCE AND FINANCIAL POSITION OF THE JOINT VENTURE AND ASSOCIATES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT.

The statement containing the financial statement of Joint Venture and Associates of the Company was duly disclosed in the Balance sheet. Details of financial of Joint Venture as required under the first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 is being attached with the Board's Report in Form AOC-1 as **Annexure-C** and the forming part of the Board's Report.

14. DEPRECIATION AND AMORTIZATION

The Company had followed Straight-line method on its tangible fixed assets the rates prescribed under the Part C of the Schedule II of the Companies Act, 2013, Intangible fixed assets stated at cost less accumulated amount of amortization.

15. AUDITORS

15.1 STATUTORY AUDITORS

M/s VAPS & Company, Chartered Accountants (Firm's Registration No. 003612N), were appointed as the Statutory Auditors of the Company to hold office for a period of three years from the conclusion of the Twenty First Annual General Meeting until the conclusion of the Twenty Fourth Annual General Meeting of the Company.

The Statutory Auditors' Report for the FY 2022-23 does not contain any qualifications, reservations, adverse remarks or disclaimer and no frauds were reported by the Auditors under sub-section (12) of Section 143 of the Act.

The Company has received consent letter and certificate from the Auditors to effect that they are not disqualified to act as Auditors within the meaning of section 139 and 141 of the Companies Act, 2013.

15.2 COST AUDITOR

Pursuant to Section 148 read with Section 141 & 143 and other applicable provisions of the Companies Act, 2013, read with Rule 6 of the Companies (Cost Records and Audit Rules), 2014 as amended from time to time, your Company has carried out audit of Cost Records every year. The Board of Directors on the recommendation of Audit Committee has appointed M/S S. Shekhar & Co., Cost Accountants (Membership No. 30477, FRN 000452), as cost Auditors of the Company for the Financial Year 2023-24. As required under the Companies Act, 2013 a resolution seeking members' approval for remuneration payable to the Cost Auditor is part of the Notice convening the Annual General Meeting for their ratification.

15.3 SECRETARIAL AUDIT

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, amended upto date and other applicable provisions, if any, the Company has appointed M/s Deepika Madhwal & Associates (C. P. No. 14808) Practicing Company secretaries, to do Secretarial Audit of the Company for the Financial Year 2022-23. The Secretarial Audit Report for the Financial Year ended 31st march, 2023 in Form MR-3 is annexed to this report as '**Annexure-D'** and forms part of the Board's Reports.

The observation made by Secretarial Auditors in their report are self explanatory and therefore do not call for any further explanations/comments. The Secretarial Auditors' Report does not contain any qualification, reservation or adverse remark.

15.4 INTERNAL AUDIT

Pursuant to provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rule, 2014 as amended from time to time, the Board of Directors on recommendation of Audit Committee had appointed M/s Alok Mittal & Associates., Chartered Accountants, New Delhi (FRN 005717N) as internal auditor of the Company to conduct internal audit of the Company from 01st April, 2023 to 31st March, 2024.

16. ANNUAL RETURN

The Annual Return for the year ended 31st March 2022 in Form MGT-7, filed with Ministry of Corporate Affairs, is available in the Company's website at the following link:

www.salasartechno.com/investor

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

The details of conservation of energy, technology

Directors' Report *(Contd.)*

absorption, foreign exchange earnings and outgo are as follows:

17.1 Conservation of Energy:

During the financial year under review, following specific actions were taken by the Company at its various locations, which resulted in saving of energy consumption:

(i) The Company is now using of LPG in the zinc melting furnace of galvanizing plant at all the three Units. LPG is a more sustainable fuel than furnace oil and minimizes environmental pollution and also leads to more efficiency.

17.2 Technology Absorption:

(i) The efforts made towards technology absorption:

- Manufacturing process is continuously monitored to ensure better productivity.
- The Company is using new technology machines for better production and effective utilization of resources.

(ii) The benefits derived:

- Improvement in product quality.
- Improved productivity and cost reduction
- Introduction of new and improved products.

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

(a) Technology imported: Not Applicable

(b) Year of import: Not Applicable

(c) Whether the technology been fully absorbed: Not Applicable

(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

(iv) The expenditure incurred on Research and Development (R&D):

No major expenses have been incurred on R&D.

17.3 Foreign exchange earnings and Outgo:

Following are the details of total foreign exchange earned and used during the financial year:

(₹ in Lakh)

Particulars	FY 2022-23	FY 2021-22
Foreign exchange earned	12619.28	7558.76
Foreign exchange used	546.89	88.65

18. DIRECTORS:

18.1 CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Companies Act, 2013 and the Article of Association of the Company, Ms. Tripti Gupta, Whole Time Director (DIN:06938805) of the Company is liable to retire by rotation and being eligible, offer herself for re-appointment. The Board recommends the re-appointment of Ms. Tripti Gupta, Whole Time Director in the ensuing AGM of the Company.

During the Year Mr. Jitendra Kumar Sharma was appointed as Company Secretary of the company with effect from 11th February, 2023 Accordingly, pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors at their meeting held on 11th February, 2023 had accorded the appointment of Mr. Jitendra Kumar Sharma as Company Secretary of the Company.

During the Year Mr. Rahul Rastogi was resigned on 30th November, 2022 from the post of Company Secretary of the Company.

All the Directors have made necessary disclosures as required under the various provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

18.2 KEY MANAGERIAL PEROSNNEL

Pursuant to the provisions of sub-section (51) of Section 2 and Section 203 of the Act read with the Rules framed thereunder, the following persons are the Key Managerial Personnel of the Company as on March 31, 2023:

a. Mr. Alok Kumar, Chairman and Managing Director

b. Mr. Shashank Agarwal, Joint Managing Director

c. Mr. Shalabh Agarwal, Whole Time Director

d. Ms. Tripti Gupta, Whole Time Director

e. Mr. Pramod Kumar Kala, Chief Financial Officer

f. Mr. Jitendra Kumar Sharma, Company Secretary (w.e.f. 11.02.2023)

Note: Mr. Rahul Rastogi has resigned from the post of company secretary of the company on 30.11.2022

Directors' Report *(Contd.)*

18.3 DECLARATION BY INDEPENDENT DIRECTORS

In terms of the provisions of sub-section (6) of Section 149 of the Act and Regulation 16 of SEBI Listing Regulations including amendments thereof, the Company has received declarations from all the Independent Directors of the Company that they meet the criteria of independence, as prescribed under the provisions of the Act and SEBI Listing Regulations, as amended from time to time. There has been no change in the circumstances affecting their status as an Independent Director during the year. Further, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and re-imbursement of expenses, if any, incurred by them for the purpose of attending meetings of the Board/ Committee(s) of the Company.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they hold highest standards of integrity.

18.4 ANNUAL EVALUATION OF BOARD PERFORMANCE

As the ultimate responsibility for sound governance and prudential management of a Company lies with its Board, it is imperative that the Board remains continually proactive and effective. An important way to achieve this objective is through an annual evaluation of the performance of the Board, its Committees and all the individual Directors.

As per the provisions of the Companies Act, 2013 a formal annual evaluation needs to be made by the Board of its own performance and of its Committees And their individual Directors. Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out the annual performance evaluation of the Board, Independent Directors, Non-Executive Directors, Executive Directors, Committees and Chairman of the Board.

Directors were evaluated on aspects such as attendance, contribution at Board/Committee meetings and guidance/support to the management outside Board/Committee meetings. The Committees of the Board were assessed on the degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings.

The detailed analysis of performance evolution is incorporated under nomination and Remuneration Committee head in Corporate Governance Report.

19. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Board of Directors have adopted Vigil Mechanism Policy. The Vigil Mechanism Policy aims for conducting the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. All permanent employees of the Company are covered under the Vigil Mechanism Policy.

A mechanism has been established for employees to report concerns about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against the victimization of employees who avail of the mechanism and allows direct access to the Chairperson of the audit committee in exceptional cases. The Vigil Mechanism Policy has been posted on the website of the Company.

The aforesaid policy can be accessed on the Company's website www.salasartechno.com.

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

The company conducts its businesses with high standards of legal, statutory and regulatory compliances. A dedicated Compliance Cell ensures that adequate internal financial controls with reference to the Financial Statement of the Company.

21. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The provisions of Section 197(12) of the Act read with Rules 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 respectively, is annexed to the Board's report as **'Annexure-E'**

22. MEETINGS OF THE BOARD

The Company prepares the schedule of the Board Meeting in advance to assist the Directors in scheduling their programme. The Agenda of the meeting is circulated to the members of the Board well in advance along with the necessary papers, reports, recommendations and supporting documents so that each board member can actively participate on agenda items during the meeting.

The board met 7 (Seven) times during the Financial Year 2022-23. The maximum intervals between any two meetings did not exceed 120 days. Details of Board Meetings and held during the period under review are given in Corporate Governance Report.

23. AUDIT COMMITTEE

The Company has constituted Audit Committee as per the provisions of the Companies Act, 2013. The details of terms of reference of the Audit Committee, number and dates of meeting held, attendance, among others are given separately in the attached Corporate Governance Report. The Audit committee satisfies the requirements of section 177 of the Companies Act, 2013 read with Regulation 18 of SEBI

Directors' Report *(Contd.)*

(Listing Obligations and Disclosure Requirements) Regulations, 2015. During the year under review, there were no instances, where Board had not accepted the recommendations of the Audit Committee.

24. NOMINATION AND REMUNERATION COMMITTEE

Pursuant to provisions of Section 178(3) of the Companies Act, 2013, read with rules made there under and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has a Nomination and Remuneration Committee and the details of terms of reference, number & dates of meeting held, attendance and other details are given separately in the Corporate Governance Report. The Board on the recommendation of Nomination & Remuneration Committee had formulated the criteria for determining qualifications, positive attributes and independence of directors and the same was recommended to the Board. The Board had approved the policy. Also the committees was the deciding factors in decisions like remuneration of Directors, KMP's and other employees, identifying qualified personnel to appoint in Key Management of the Company etc. We affirm that the remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

25. COMPANY'S POLICY ON REMUNERATION OF DIRECTORS, KMPS AND OTHER EMPLOYEES

The Policy of the Company on remuneration of Directors, KMPs and other employees including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of section 178, is annexed to the Board's Report as **Annexure F.**

26. CORPORATE SOCIAL RESPONSIBILITY (CSR) AND ITS COMMITTEES

The Corporate Social Responsibility Committee of the Board of Directors *inter alia* gives strategic direction to the Corporate Social Responsibility (CSR) initiatives, formulates and reviews annual CSR plans and programmes, formulates annual budget for the CSR programmes and monitors the progress on various CSR activities. Details of the composition of the CSR Committee have been disclosed separately in the Corporate Governance Report.

The CSR Policy of the Company adopted in accordance with Schedule VII of the Act, outlines various CSR activities to be undertaken by the Company in the areas of promoting education, enhancing vocational skills, promoting healthcare including preventive healthcare, community development, heritage conservation and revival, etc. The CSR policy of the Company is available on the Company's website i.e. www.salasartechno.com under 'Investors' tab.

The Company is committed to operate and grow its business in a socially responsible way. The core values strengthening your Company's business actions comprise of Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence.

The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of corporate social responsibility policy, observe practices of Corporate Governance at all levels, and to suggest remedial measures wherever necessary.

The company requires to spent during the year on CSR ₹ 71.44 Lakhs for the Current Year. The Company had spent ₹ 87.34 Lakhs (including ₹ 15.89 Lakhs unspent amount of Last Year) on CSR activities during the financial year 2022-23. As on March 31, 2023 (Corporate social Responsibility Policy) Amended Rules 2021 ("the rules"),. The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 has been made as per '**Annexure-G**'.

27. STAKEHOLDER'S RELATIONSHIP COMMITTEE:

Stakeholder's Relationship Committee has been constituted by the Board in accordance with section 178 of the Companies Act, 2013.

The details regarding composition, terms of reference, power, functions, scope, meetings, attendance of members and the status of complaints received during the year are included in the Corporate Governance Report which forms part of the Annual Report.

28. RISK MANAGEMENT COMMITTEE

Risk Management Committee has been constituted by the Board in accordance with provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The details regarding composition, terms of reference, power, functions, scope, meetings, attendance of members and the status of complaints received during the year are included in the Corporate Governance Report which forms part of the Annual Report.

29. INDUSTRIAL RELATIONS

The Company always give importance to industrial relation and therefore the Industrial relations continued to remain cordial throughout the year under review.

30. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

The management Discussion and Analysis for the year under review as stipulated under the Listing Regulations is presented in a separate section forming part of this Annual Report and marked as **"Annexure-H"**

Directors' Report *(Contd.)*

31. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The loans given, investments made and guarantee given & securities provided during the year under review are in compliance with the provisions of the Act and Rules framed thereunder and details thereof are given in the Notes to the Standalone Financial Statements.

32. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts/ arrangements/ transactions entered by the Company during the FY 2022-23 with related parties were on an arm's length basis and in the ordinary course of business. The Audit committee grants omnibus approval for the transactions that are in the ordinary course of business and repetitive in nature. For other transactions, the Company obtains specific approval of the Audit Committee before entering into any such transactions. The approval of the Audit Committee was sought for all RPTs. All the transactions were in compliance with the applicable provisions of the Act and SEBI Listing Regulations. Further, disclosure as required under Indian Accounting Standards ("IND AS")- 24 have been made in Note No. 44 to the standalone Financial Statements.

During the FY 2022-23, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company other than sitting fees as applicable. The policy on related party transaction, as formulated by the Board is available on the Company's website i.e. www.salasartechno.com under investor tab.

33. ROLE OF THE COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements and Secretarial Standards, to provide guidance to directors and to facilitate convening of meetings. The Company Secretary interfaces between the management and regulatory authorities for governance matters.

34. ROLE OF THE CHIEF FINANCIAL OFFICER (KMP)

The Chief Financial Officer-Cum-Key Managerial Personnel of the Company plays a pivotal role in ensuring the compliance of applicable accounting procedures, taxation aspects and administrative policies are followed and regularly reviewed. The Chief Financial Officer-Cum-Key Managerial Personnel ensures that all relevant information pertaining to accounting policy including details and documents are made available to the Directors for taking effective decision-making at the meetings.

35. RISK MANAGEMENT POLICY

The Company has adopted the measures concerning the development and implementation of a Risk Management System in terms of Section 134(3)(n) of the Companies Act, 2013 after identifying the elements of risks which in the opinion of the Board may threaten the very existence of the Company itself. The Company has an elaborate Risk Management process of identification, assessment and prioritization of risk followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Risk Management procedure is reviewed by the Audit Committee from time to time, to ensure that the executive management controls risks through means of a properly defined framework. Major risks identified are systematically addressed through mitigating actions on a continuing basis.

36. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

A Business Responsibility And Sustainability Report prepared in accordance with Regulation 34(2) of Listing Regulations, detailing the various initiatives taken by the Company on the environmental, social and the governance perspective for the year 2022-23 is set out in the **"Annexure I"** to this report.

37. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has formulated a Policy for Prevention of Sexual Harassment at Workplace which is in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to ensure prevention, prohibition and redressal against sexual harassment. Awareness programmes are organized by the Company to sensitize employees. During the year under review, no complaints of any nature were received under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

38. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of the knowledge and belief of the Directors of the Company and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3) (c) of the Companies Act, 2013. :

Directors' Report *(Contd.)*

(*a*) In the preparation of the annual accounts for the financial year 2022-23, the applicable accounting standards read with requirements set out under Schedule III to the Act, had been followed along with proper explanation relating to material departures;

(*b*) The directors have selected such accounting policies, 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 2022-23 and of the profit and loss of the company ended on that date;

(*c*) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(*d*) The directors have prepared the annual accounts on a going concern basis; and

(*e*) The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively.

(*f*) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

36. ACKNOWLEDGEMENTS

The Directors acknowledge with sincere gratitude, the cooperation and help extended by all the stakeholders of your Company including its esteemed shareholders, government departments and agencies, financial institutions and banks, customers, vendors and employees.

37. ANNEXURES

The following annexures form part of this Report:

a. Dividend Distribution Policy- Annexure 'A'

b. Corporate Governance Report- Annexure 'B'

c. Details of Financial of Joint Ventures and Associates- Annexure 'C'

d. Secretarial Audit Report- Annexure 'D'

e. Information under sub-rule (1) of Rule 5 of the Companies (Appointment And Remuneration of Managerial Personnel) Rules, 2014- Annexure 'E'

f. Nomination and Remuneration Policy- Annexure- 'F'

g. Corporate Social Responsibility Report- Annexure 'G'

h. Management Discussion and Analysis Report- Annexure 'H'

i. Business Responsibility and Sustainability Report – Annexure 'I'

For and on behalf of the Board of Directors
For Salasar Techno Engineering Limited

Alok Kumar
Chairman and Managing Director
DIN NO. 01474484
KL-46, Kavi Nagar
Ghaziabad-201001
Uttar Pradesh

Shashank Agarwal
Jt. Managing Director
DIN:00316141
B-166, Sector-50
Gautam Budh Nagar
Noida 201301 UP

Date: 12.08.2023
Place: New Delhi

Directors' Report *(Contd.)*

Annexure-A

DIVIDEND DISTRIBUTION POLICY

INTRODUCTION

As per Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, prescribed Listed Companies are required to frame a Dividend Distribution Policy.

PURPOSE

The purpose of this Policy is to regulate the process of dividend declaration and its pay-out by the Company which would ensure a regular dividend income for the shareholders and long term capital appreciation for all stakeholders of the Company.

AUTHORITY

This Policy has been adopted by the Board of Directors of Salasar Techno Engineering Limited ('the Company').

FORMS OF DIVIDENDS

The Companies Act provides for two forms of Dividend:

➢ **Final Dividend**

The final dividend is paid once for the financial year after the annual accounts are prepared. The Board of Directors of the Company has the power to recommend the payment of final dividend to the shareholders for their approval at the general meeting of the Company. The declaration of final dividend shall be included in the ordinary business items that are required to be transacted at the Annual General Meeting.

Process for approval of payment of Final Dividend:

- Board to recommend quantum of Final Dividend payable to Shareholders in its meeting in line with this policy;
- Based on the profits arrived at as per the audited financial statements;
- Shareholders to approve in Annual general Meeting;
- Once in financial year.

➢ **Interim Dividend**

This form of dividend can be declared by the Board of Directors one or more times in a financial year as may be deemed fit by it. The Board of Directors shall have the absolute power to declare interim dividend during the financial year, in line with this policy. The Board should consider declaring an interim dividend after finalization of quarterly/ half yearly financial results. This would be in order to supplement the annual dividend or to reward shareholders in exceptional circumstances.

Process for approval of payment of Interim Dividend:

- Board may declare Interim Dividend at its complete discretion in line with this policy;
- Based on profits arrived at as per quarterly (or half-yearly) financial statements including exceptional items;
- One or more times in a financial year.

QUANTUM OF DIVIDEND AND DISTRIBUTION

Dividend payout in a particular year shall be determined after considering the operating and financial performance of the Company and the cash requirement for financing the Company's future growth. In line with the past practice, the payout ratio is expected to grow in accordance with the profitable growth of the Company under normal circumstances.

DECLARATION OF DIVIDEND

Dividend shall be declared or paid only out of-

1) Current financial year's profit:

   a) after providing for depreciation in accordance with law;

   b) after transferring to reserves such amount as may be prescribed or as may be otherwise considered appropriate by the Board at its discretion

2) The profits for any previous financial year(s) after providing for depreciation in accordance with law and remaining undistributed; or

3) out of 1) & 2) both.

   The circumstances under which shareholders may not expect dividend/or when the dividend could not be declared by the Company shall include, but are not limited to, the following:

   a. Due to operation of any other law in force;

   b. Due to losses incurred by the Company and the Board considers it appropriate not to declare dividend for any particular year;

   c. Due to any restrictions and covenants contained in any agreement as may be entered with the Lenders and

   d. Due to any default on part of the company.

FACTORS AFFECTING DIVIDEND DECLARATION:

The Dividend pay-out decision of any company, depends upon certain external and internal factors-

External Factors:

• Legal/ Statutory Provisions and Regulatory concern:

Directors' Report *(Contd.)*

The Board should keep in mind the restrictions imposed by Companies Act, any other applicable laws with regard to declaration and distribution of dividend. Further, any restrictions on payment of dividends by virtue of any regulation as may be applicable to the Company may also impact the declaration of dividend.

- State of Economy: The Board will endeavor to retain larger part of profits to build up reserves to absorb future shocks in case of uncertain or recessionary economic conditions and in situation where the policy decisions of the Government have a bearing on or affect the business of the Company.
- Nature of Industry: The nature of industry in which a company is operating, influences the dividend decision. Like the industries with stable demand throughout the year are in a position to have stable earnings and thus declare stable dividends.
- Taxation Policy: The tax policy of a country also influences the dividend policy of a company. The rate of tax directly influences the amount of profits available to the company for declaring dividends.
- Capital Markets: In case of unfavorable market conditions, Board may resort to a conservative dividend pay-out in order to conserve cash outflows and reduce the cost of raising funds through alternate resources.

Internal Factors:

Apart from the various external factors, the Board shall take into account various internal factors including the financial parameters while declaring dividend, which inter alia will include -

- Magnitude and Stability of Earnings: The extent of stability and magnitude of company's earnings will directly influence the dividend declaration. Thus, the dividend is directly linked with the availability of the earnings (including accumulated earnings) with the company.
- Liquidity Position: A company's liquidity position also determines the level of dividend. If a company does not have sufficient cash resources to make dividend payment, then it may reduce the amount of dividend pay-out.
- Future Requirements: If a company foresees some profitable investment opportunities in near future including but not limited to Brand/ Business Acquisitions, Expansion / Modernization of existing businesses, Additional investments in subsidiaries/ associates of the Company, Fresh investments into external businesses, then it may decide for lower dividend payout and vice-versa.
- Leverage profile and liabilities of the Company.
- Any other factor as deemed fit by the Board.

RETAINED EARNINGS

The portions of profits not distributed among the shareholders but retained and used in business are termed as retained earnings. It is also referred to as ploughing back of profit. The Company should ensure to strike the right balance between the quantum of dividend paid and amount of profits retained in the business for various purposes. These earnings may be utilized for internal financing of its various projects and for fixed as well as working capital. Thus the retained earnings shall be utilized for carrying out the main objectives of the company and maintaining adequate liquidity levels.

PARAMETERS THAT SHALL BE ADOPTED WITH REGARD TO VARIOUS CLASSES OF SHARE

The Company does not have different classes of shares and follows the 'one share, one vote' principle.

REVIEW & AMENDMENT

The Policy shall be reviewed as and when required to ensure that it meets the objectives of the relevant legislation and remains effective. The Executive Management Committee has the right to change/amend the policy as may be expedient taking into account the law for the time being in force.

Annexure-B

Report on Corporate Governance

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's Corporate Governance philosophy encompasses not only regulatory and legal requirements in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), but also several inherent core values at a superior level of business ethics, effective supervision and enhancement of shareholders' value. These core values are central to the business philosophy of the Company and act as the guiding inspiration for the day-to-day business operations.

The Company believes that timely disclosures, transparent accounting policies and a strong independent Board go a long way in protecting the shareholders' interest while maximizing long term corporate values.

The Company has adhered to the requirements stipulated under Regulations 17 to 27 read with Para C and D of Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations as applicable including relaxations granted by the Securities and Exchange Board of India ("SEBI") in the wake of COVID-19 pandemic, with regards to Corporate Governance.

Your Company is fully compliant with all the provisions of Companies Act, 2013, Listing Regulations and other applicable rules & bye laws. The details of Compliances are as follows:-

2. BOARD OF DIRECTORS

A. Composition of Board:-

i) As on March 31, 2023, the Company has Eight Directors. Out of the Eight Directors four are Executive Directors and four are Non-Executive Independent Directors. The board of the Company duly constituted as per the requirements of Companies Act, 2013 read with rule made thereunder and Listing Regulations. The composition and category of Directors of the Company are as follows:

Name of Director(s)	Designation	Category
Mr. Alok Kumar	Managing Director	Promoter-Executive
Mr. ShashankAgarwal	Jt. Managing Director	Promoter-Executive
Mr. ShalabhAgarwal	Whole Time Director	Promoter-Executive
Ms. Tripti Gupta	Whole Time Director	Promoter-Executive
Mr. Sanjay Chandak	Independent Director	Non-Executive/Independent
Mr. Vijay Kumar Jain	Independent Director	Non-Executive/Independent
Mr. Mukesh Kumar Garg	Independent Director	Non-Executive/Independent
Mrs. Garima Dhamija	Independent Director	Non-Executive/Independent

ii) All the Directors have given disclosures of interest as required in the Companies Act, 2013 and rules made thereunder.

iii) Except Mr. Alok Kumar & Ms. Tripti Gupta who are related to each other as Father and Daughter and Mr. Shashank Agarwal & Mr. Shalabh Agarwal who are related to each other as Brothers, none of the Directors of our Company are related to each other.

iv) As per the requirement of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, all the Independent Directors on the Company's Board are Non-Executive.

Report on Corporate Governance *(Contd.)*

B. Details of Board Meetings held during the year ended 31st march 2023:-

The Board of Directors met 7 (Seven) times during the Financial Year 2022-23. The details of the meetings of the Board of Directors held during the year are as follows:

Sl. No.	Date of Meeting	No. of Directors present
1.	30.04.2022	8
2.	30.05.2022	8
3.	22.06.2022	8
4.	09.08.2022	8
5.	09.09.2022	8
6.	08.11.2022	8
7.	11.02.2023	7

-As stipulated, the gap between two consecutive Board Meetings did not exceed One Hundred and Twenty Days.

C. Attendance at Board Meeting and Last AGM:-

During the Financial Year 2022-23, 7 (Seven) Board Meetings were held and all the meetings of the Board were convened as per the requirements of Companies Act and other applicable laws. Director's attendance at the Board Meeting and in the last AGM is as follows:-

Name of Director(s)	No. of Board Meetings attended	Last AGM attended
Mr. Alok Kumar	7	Yes
Mr. Shashank Agarwal	7	Yes
Mr. Shalabh Agarwal	7	Yes
Ms. Tripti Gupta	7	Yes
Mr. Sanjay Chandak	6	Yes
Mr. Vijay Kumar Jain	7	No
Mr. Mukesh Kumar Garg	7	Yes
Mrs. Garima Dhamina	7	Yes

D. Number of other Board of Directors or committees in which Director is a member or chairperson:-

Detail of other directorship in other Companies and chairmanship/membership in other Committees are as follows:-

Name of Director (s)	No. of other Directorships and Committee Memberships/ Chairmanships		
	Other Directorships	Committee Memberships	Committee Chairmanships
Mr. Alok Kumar	1	-	-
Mr. Shashank Agarwal	2	3	-
Mr. Shalabh Agarwal	2	1	-
Ms. Tripti Gupta	-	2	1
Mr. Sanjay Chandak	-	3	2
Mr. Vijay Kumar Jain	1	-	-
Mr. Mukesh Kumar Garg	2	3	1
Mrs. Garima Dhamina	3	1	-

E. Details of Shareholding of Directors are as under:-

The details of Shareholding of Directors in the Company are as under:-

Sl. No.	Name of Director	*Shareholding
1.	Mr. Alok Kumar	17,880,000
2.	Mr. Shashank Agarwal	14,211,840
3.	Mr. Shalabh Agarwal	25,611,840
4.	Ms. Tripti Gupta	80,00,000
5.	Mr. Sanjay Chandak	Nil
6.	Mr. Vijay Kumar Jain	Nil
7.	Mr. Mukesh Kumar Garg	Nil
8.	Mrs. Garima Dhamija	Nil

F. Familiarization Programme for Directors:-

Upon appointment of new Independent Director, the Company undertakes an orientation exercise to familiarize the Director about the Company's Business operations, products, corporate objectives, financial performance, management structure, compliance etc., apart from explaining him/her about his/her role, responsibility, rights and duties. In order to familiarize the Independent Directors with the business of the Company. The Familiarization Programme Module of Independent Directors are available on the Company's website: www.salasartechno.com in the tab of investors.

G. Skill/Expertise/Competence of the Board of Directors

In the context of the business of the Company, your Board always recognize that a appropriate mix of skills/expertise/ competencies that are required by the Company to work effectively. This includes experience, knowledge of the Telecom industry, technical skills & specialist knowledge in various other areas which are essential for smooth working of the Company. The Board is of the opinion that all the Board members have significant experience and

Report on Corporate Governance *(Contd.)*

expertise in the Industry segments in which company operates and are having skills in the areas of corporate governance, planning, finance and investor relations. The Company working has significantly improved from the clear vision and guidance provided by the Directors of the Company.

H. The Board is of the opinion that all Independent Directors fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 and are independent of the management.

3. BOARD COMMITTEES

To focus effectively on the issues and ensure expedient resolution of diverse matters, the Board has constituted a set of Committees with specific terms of reference/scope. The Board has established various committees such as Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Risk Management Committee and Finance Committee.

A. Audit Committee:-

(i) Terms of Reference:-

The scope of functions and terms of references of the Audit Committee are as prescribed under Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. The terms of reference of the Audit Committee includes the following:

1. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
    a. Matters required being included in the Directors Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
    b. Changes, if any, in accounting policies and practices and reasons for the same.
    c. Major accounting entries involving estimates based on the exercise of judgment by management.
    d. Significant adjustments made in the financial statements arising out of audit findings.
    e. Compliance with listing and other legal requirements relating to financial statements.
    f. Disclosure of any related party transactions.
    g. Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly and annual financial statements before submission to the board for approval
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process.
8. Approval of any transactions of the Company with Related Parties, including any subsequent modification thereof.
9. Scrutiny of inter-corporate loans and investments.
10. Valuation of undertakings or assets of the Company, wherever it is necessary.
11. Evaluation of internal financial controls and risk management systems.
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors on any significant findings and follow up there on.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or

Report on Corporate Governance *(Contd.)*

irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

18. To review the functioning of the Whistle Blower mechanism, in case the same exists.

19. Approval of appointment of CFO or any other person heading the finance function or discharging that function after assessing the qualifications, experience & background, etc. of the candidate.

20. To overview the Vigil Mechanism of the Company and took appropriate actions in case of repeated frivolous complaints against any Director or Employee.

The Audit Committee shall mandatorily review the following information:

1. Management Discussion and Analysis of financial condition and results of operations.

2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management.

3. Management letters / letters of internal control weaknesses issued by the statutory auditors.

4. Internal audit reports relating to internal control weaknesses.

5. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

6. Statement of deviations:

   a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

   b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

Powers of the Audit Committee:

➢ Investigating any activity within its terms of reference;

➢ Seeking information from any employee;

➢ Obtaining outside legal or other professional advice; and

➢ Securing attendance of outsiders with relevant expertise, if it considers necessary.

(ii) Composition, Name of Members and Chairman:-

The Audit Committee presently comprises of four members with three Independent Directors and One Executive Director. Mr. Sanjay Chandak (independent Director) is the Chairman of the Committee. All the members are financially literate and posses sound knowledge of accounts, audit, finance etc.

The following directors are the present members of the Audit Committee:-

Sl. No.	Name	Category
1.	Mr. Sanjay Chandak	Chairman (Independent Director)
2.	Mr. Shashank Agarwal	Executive Director
3.	Mr. Mukesh Kumar Garg	Independent Director
4.	*Mr. Vijay Kumar Jain	Independent Director

*Mr. Vijay Kumar Jain, independent Director became part of the Audit Committee w.e.f. 27.05.2023.

(iii) Meeting and attendance:-

During the year under review, 5(Five) meetings of the Audit Committee were held on May 30, 2022, August 09, 2022, September 09, 2022, November 08, 2022 and February 11, 2023. The attendance of the members is as follows:-

S. No.	Name	Attendance
1.	Mr. Sanjay Chandak	5
2.	Mr. Shashank Agarwal	5
3.	Mr. Mukesh Kumar Garg	5
4.	*Mr. Vijay Kumar Jain	-

*Mr. Vijay Kumar Jain, independent Director became part of the Audit Committee w.e.f. 27.05.2023.

Chief Financial Officer Mr. Pramod Kumar Kala is a permanent invitee of the Audit Committee Meetings and Mr. Jitendra Kumar Sharma, Company Secretary acts as a secretary to the committee.

B. Nomination and Remuneration Committee:

(i) Terms of Reference

The Nomination and Remuneration Committee has been constituted pursuant to the provisions of Section 178 of the Companies Act, 2013, and Regulation 19 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. Terms of reference, Powers & Obligations of the committee are given below:

Report on Corporate Governance (Contd.)

Role of Nomination and Remuneration Committee are:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, Key Managerial Personnel and other employees.
2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
3. Devising a policy on diversity of Board of Directors.
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

(ii) Composition, Name of Members and Chairman:-

The following Directors are the present members of Nomination and Remuneration Committee:-

Sl. No.	Name	Category
1.	Mr. Mukesh Kumar Garg	Chairman (Independent Director)
2.	Mr. Sanjay Chandak	Independent Director
3.	Mrs. Garima Dhamija	Independent Director

(iii) Meeting and attendance:-

During the year under review, 2(two) meetings of the Nomination and Remuneration Committee were held on August 09, 2022, and February 11, 2023. The attendance of the members is as follows:-

S. No.	Name	Attendance
1.	Mr. Mukesh Kumar Garg	2
2.	Mr. Sanjay Chandak	1
3.	Mrs. Garima Dhamija	2

Mr. Jitendra Kumar Sharma, Company Secretary acts as a secretary to the committee.

(iv) Mechanism for Evaluation of Board, Committees and Individual Directors:-

The Nomination and remuneration committee during the year has done the performance evaluation of every Director on the Board, including the Executive and Independent Directors. The criteria which was selected by the Nomination and Remuneration Committee for evaluation includes attendance and preparedness for the meetings, contribution at meetings, effective decision making ability and providing strategic perspective. The committee also considered involvement of each director in their respective meetings and decision making thereof. The committee also take parameters such as attendance, level of engagement and contribution, independence of judgment, completion challenges and meeting the risk management compliances and due diligence, financial control, safeguarding the interest of the Company and its minority-shareholders.

The performance evaluation was carried out by the committee as per the criteria framed by it. The criteria framed by Nomination and remuneration committee were also duly adopted by the Board. The committee is also reviewed the declaration received from the independent Directors of the Company and confirmed that none of the directors become disqualified under the Companies Act, 2013, rules made thereunder and under Listing Regulations. The report on performance evaluation as prepared by the committee was submitted to the Board for adoption.

(v) Remuneration Policy and other terms of appointment Directors:

The Company has in place of remuneration policy which is guided by the principles and objectives as enumerated in Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015. The Managing Directors and Whole Time Directors are the Executive Directors on the board.

The Company has not paid any sitting fees to Executive Directors for any Board/Committee Meetings attended by them. All Non-Executive Directors were paid sitting fees for the Board/Committee Meeting attended by them. Apart from sitting fees they don't have any pecuniary relationship or transactions with the Company.

Details or remuneration paid/payable to Managing Directors, Whole Time Directors and all other Non-Executive Directors of the Company for the Financial Year ended 31st March, 2023 are as under:-

Report on Corporate Governance *(Contd.)*

(₹ In Lakh)

Sl No	Name of the Directors	Salary (Rs.)	Perquisites/ Benefits (Rs.)	Commission / Bonus (Rs.)	Sitting Fee (Rs.)	Total (Rs.)	Service Contracts
1.	Mr. Alok Kumar	91.08	-	-	-	91.08	Appointed as Managing Director upto the AGM to be held in the year 2025
2.	Mr. Shashank Agarwal	91.08	-	-	-	91.08	Appointed as Managing Director upto the AGM to be held in the year 2026
3.	Mr. Shalabh Agarwal	63.88	-	-	-	63.88	Appointed as Whole Time Director upto the AGM to be held in the year 2026
4.	Ms. Tripti Gupta	63.88	-	-	-	63.88	Appointed as Whole Time Director upto the AGM to be held in the year 2026
5.	Mr. Sanjay Chandak	-	-	-	2.20	2.20	Appointed as Independent Director upto 18.01.2025
6.	Mr. Vijay Kumar Jain	-	-	-	1.46	1.46	Appointed as Independent Director upto 10.02.2025
7.	Mr. Mukesh Kumar Garg	-	-	-	2.42	2.42	Appointed as Independent Director upto the date of AGM held in 2023
8.	Mrs. Garima Dhamija	-	-	-	1.67	1.67	Appointed as Independent Director upto the date of AGM held in 2024

Disclosures as required under Schedule V of Companies Act, 2013 & SEBI (LODR) Regulations, 2015

a) There are no benefit given to the Directors except the remuneration paid to Managerial Personnel's and Non-Executive Directors are mentioned above.

b) There are no notice period and severance fees to the Directors.

c) There are no performance based incentives given to the directors of the Company.

d) The Company has not issued any stock options during the Financial year under review.

C. Stakeholder Relationship Committee:

(i) Terms of Reference:-

The Stakeholder Relationship Committee has been constituted pursuant to the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. Terms of reference, Powers & Obligations of the committee are given below:

- Redressal of shareholders'/investors' complaints;
- Reviewing on a periodic basis the Approval of transfer or transmission of shares, debentures or any other securities made by the Registrar and Share Transfer Agent;
- Non-receipt of declared dividends, balance sheets of the Company; and
- Carrying out any other function as prescribed under the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015."

(ii) Composition, Name of Members and Chairman:-

The following Directors are the present members of Stakeholders Relationship Committee:-

Sl. No.	Name	Category
1.	Mr. Sanjay Chandak	Chairman (Independent Director)
2.	Ms. Tripti Gupta	Executive Director
3.	Mr. ShalabhAgarwal	Executive Director

The Stakeholders Relationship Committee shall oversee all matters pertaining to investors of our Company.

(iii) Meeting and attendance:-

During the year under review, 1(One) meeting of the Stakeholders Relationship Committee were held on March 15, 2023. The attendance of the members is as follows:-

S. No.	Name	Attendance
1.	Mr. Sanjay Chandak	1
3.	Ms. Tripti Gupta	1
4.	Mr. Shalabh Agarwal	1

Mr. Jitendra kumar Sharma, Company Secretary acts as a secretary to the committee.

During the year 2022-23, one complaint was received from Shareholders and there were no pending complaints

Report on Corporate Governance *(Contd.)*

as on 31st March, 2023. Other details pertaining to the Stakeholders Committee are given below:

a)	Name of Chairman heading the Committee	Mr. Sanjay Chandak (Non Executive Independent Director)
b)	Name & Designation of Compliance Officer	Mr. Jitendra Kumar Sharma (Company Secretary)
c)	Number of shareholders' complaints received so far	01
d)	Number not solved to the satisfaction of shareholders	0
e)	Number of pending complaints	0

D. Corporate Social Responsibility Committee:

(i) Terms of Reference:-

The Corporate Social Responsibility Committee has been constituted pursuant to the provisions of Section 135 of the Companies Act, 2013. Terms of reference, Powers & Obligations of the committee are given below:

a) To formulate and to recommend to the Board, a corporate social responsibility policy which shall indicate the activities to be undertaken by our Company as specified in Scheduled VII;

b) Recommend the amount of expenditure to be incurred on the activities referred to in clause (a)

c) Monitor the Corporate Social Responsibility policy of our Company from time to time.

(ii) Composition, Name of Members and Chairman:-

The following Directors are the present members of Corporate Social Responsibility Committee:-

Sl. No.	Name	Category
1.	Ms. Tripti Gupta	Chairman (Executive Director)
2.	Mr. Sanjay Chandak	Independent Director
3.	Mr. Shashank Agarwal	Executive Director

(iii) Meeting and attendance:-

During the year under review, 1(One) meeting of the Corporate Social Responsibility Committee were held on March 15, 2023. The attendance of the members is as follows:-

S. No.	Name	Attendance
1.	Ms. Tripti Gupta	1
3.	Mr. Sanjay Chandak	1
4.	Mr. Shashank Agarwal	1

Mr. Jitendra Kumar Sharma, Company Secretary acts as a secretary to the committee.

CSR policy was adopted by the Board on the recommendation of CSR committee. As per rule 9 of Companies (CSR policy) Rules, 2014 the CSR policy is available on the website of the Company at www.salasartechno.com under the tab of investor.

E. Risk Management Committee :-

(i) Terms of Reference: -

The Risk Management Committee has been constituted pursuant to provisions of Sections 134(3)(n), 177(4)(vii), 149(8) read with Schedule IV of the Companies Act, 2013 (as amended) (the "Act") and also Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To formulate and to recommend to the Board, a Risk Management policy which shall indicate the activities to be undertaken by our Company as below;

The board of directors shall define the role and responsibility of the Risk Management Committee and may delegate monitoring and reviewing of the risk management plan to the committee and such other functions as it may deem fit such function shall specifically cover cyber security

The role of the committee shall, interalia,include the following:

(1) To formulate a detailed risk management policy which shall include:

(a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

(b) Measures for risk mitigation including systems and processes for internal control of identified risks.

(c) Business continuity plan.

(2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics

Report on Corporate Governance (Contd.)

and evolving complexity;

(5) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

(6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors

(ii) Composition, Name of Members and Chairman:-

The following Directors are the present members of Corporate Social Responsibility Committee:-

Sl. No.	Name	Category
1.	Mr. Alok Kumar	Chairman (Managing Director)
2.	Mr. Shashank Agarwal	Joint managing Director
3.	Mr. Sanjay Chandak	Independent Director

(iii) Meeting and attendance:-

During the year under review, 2(two) meeting of the Risk Management Committee were held on August 09, 2022 and February 04, 2023. The attendance of the members is as follows:-

S. No.	Name	Attendance
1.	Mr. Alok Kumar	2
3.	Mr. Shashank Agarwal	2
4.	Mr. Sanjay Chandak	1

Mr. Jitendra Kumar Sharma, Company Secretary acts as a secretary to the committee.

4. SUBSIDIARY COMPANIES

Except one Subsidiary LLP i.e. Salasar Adorus Infra LLP as on March 31, 2023 the Company neither has any Indian nor Foreign Subsidiary Company.

5. GENERAL BODY MEETINGS

a) Details of last three Annual general Meetings and Special Resolutions passed therein:

Meeting	Date	Venue of AGM	Time	Special Resolution passed
19th AGM	26th September 2020	through Video Conferencing/Other Audio Visual Means	11:30 a.m.	Re-appointment of Mr. Alok Kumar (DIN: 01474484), as a Managing Director
20th AGM	18th September 2021	through Video Conferencing/Other Audio Visual Means	11:30 a.m.	1. Re-appointment of Mr. Shashank Agarwal (DIN: 00316141), as a Joint Managing Director 2. Re-appointment of Mr. Shalabh Agarwal (DIN: 00316155), as a Whole Time Director 3. Re-appointment of Ms. Tripti Gupta (DIN: 06938805), as a Whole Time Director 4. Re-appointment of Mr. Sanjay Chandak (DIN: 07663328), as an Independent Director 5. Appointment of Mr. Mukesh Kumar Garg (DIN:08936325), as an Independent Director 6. Appointment of Mrs. Garima Dhamija (DIN:02155303), as an Independent Director
21st AGM	24th September 2022	through Video Conferencing/Other Audio Visual Means	11:30 a.m.	-

b) Resolution passed through Postal Ballot

There were three special resolutions passed through Postal Ballot during the last year One Special Resolution was passed for Split of Equity Shares (10:1) on 07rd June, 2022 and another for Fund Raising upto Rs. 200 Crore and Borrowing upto Rs. 700 Crore on 27th July, 2022.

Further one special resolution passed on 10.12.2022 for Creation of charge on company's assets/properties.

6. MEANS OF COMMUNICATION

The Company from time to time and as may be required, communicates with its investors through multiple channels of communications such as dissemination of information on the website of the Stock Exchanges, the Annual Reports, Press Releases and uploading relevant information on its website.

The Company is publishing quarterly unaudited/ annual audited financial results, notice, advertisement

Report on Corporate Governance *(Contd.)*

and other official news in the "Business Standard" (Vernacular language) regularly. The results have also displayed/ uploaded on the Company's Website: www.salasartechno.com

7. GENERAL SHAREHOLDER INFORMATION

a)	AGM Date, time and venue	23rd September 2023, at 11:30 a.m. at through Video Conferencing / Other Audio Visual Means
b)	Financial Year	01st April, 2023- 31st March, 2024
c)	**Financial Calendar (Tentative Schedule):** First Quarter Results Second Quarter Results Third Quarter Results Results for the year ending March 2024	 By Second week of August 2023 By Second week of November 2023 By Second week of February 2023 By the end of May 2024
d)	Book Closure Date	The Register of Members and the Share Transfer Books of the Company shall remain closed from Sunday, September 17, 2023 to Saturday, September 23, 2023 (both days inclusive) for the purpose of 22nd AGM and for payment of Dividend for the Financial Year 2022-23
e)	Dividend Payment Date	The Dividend if declared at Annual General Meeting shall be paid within 30 days from the date of AGM i.e. September 23, 2023.
f)	Listing on Stock Exchange	**National Stock Exchange of India Limited (NSE)** Exchange Plaza, Plot No. C/1, Bandra - Kurla Complex, Bandra(E), Mumbai- 400001 **BSE Limited (BSE)** PhirozeJeejeebhoy Towers, Dalal Street, Mumbai- 400001 Note: your Company has already paid the Listing Fees to both the Stock Exchanges.
g)	**Stock Code:** National Stock Exchange India Limited BSE Limited	 SALASAR 540642

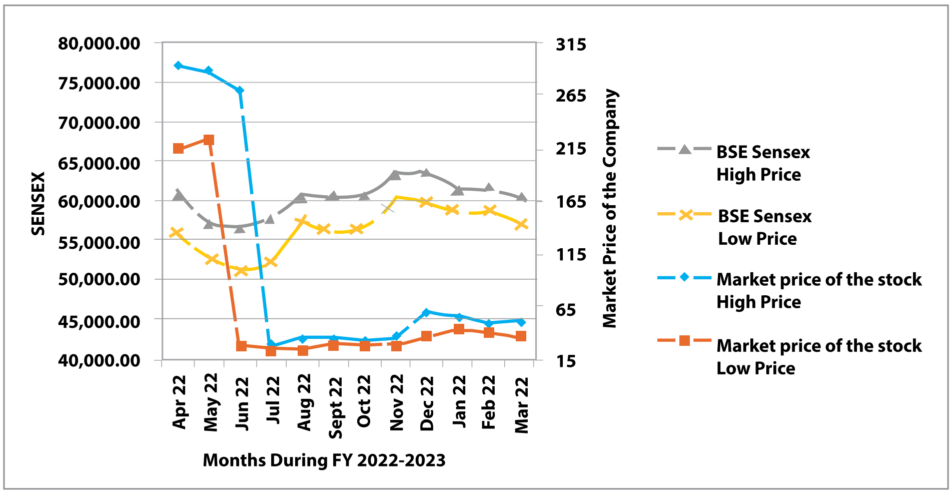
h) Market Price Data for the year 2022-23

- Market Price Data - BSE & NSE — **Source: www.nseindia.com and www.bseindia.com**

Month	SALASAR NSE PRICE		SALASAR BSE PRICE		BSE SENSEX	
	High (₹)	Low (₹)	High (₹)	Low (₹)	High	Low
April 2022	295.00	215.00	294.85	215.95	60,845.10	56,009.07
May 2022	287.90	224.00	288.00	224.00	57,184.21	52,632.48
June 2022 (Subdivision/split of shares in ratio 10:1) record date was 28.06.2022	289.40	26.70	270.00	26.75	56,432.65	50,921.22
July 2022	28.80	23.80	29.00	23.65	57,619.27	52,094.25
August 2022	34.00	24.50	34.00	24.50	60,411.20	57,367.47
September 2022	35.00	29.25	34.95	29.30	60,676.12	56,147.23
October 2022	31.45	28.00	31.50	27.75	60,786.70	56,683.40
November 2022	36.00	27.70	36.00	27.60	63,303.01	60,425.47
December 2022	58.50	35.60	58.30	35.80	63,583.07	59,754.10
January 2023	55.25	44.00	55.20	43.55	61,343.96	58,699.20
February 2023	48.95	40.15	48.60	40.10	61,682.25	58,795.97
March 2023	50.40	36.25	50.29	36.00	60,498.48	57,084.91

Report on Corporate Governance *(Contd.)*

Performance of Company's Equity Share's price in comparison to BSE Sensex
Salasar Closing Price Vs Sensex



Note: Due to sub-division/split of Shares in ratio 10:1 (record date 28-06-2022) share price has fallen from Rs. 270 to Rs. 27.

i)	Suspension from Trading	There was no suspension of Trading of equity shares of the Company ordered by BSE & NSE
j)	Registrar and Share Transfer Agents (for physical & demat shares)	BIGSHARE SERVICES PRIVATE LIMITED 302 Kaushal Bazar, 32-33, Nehru Place, New Delhi- 110019 Tel: 011-42425004 Email id: bssdelhi@bigshareonline.com Website: www.bigshareonline.com
k)	Share Transfer system	Share transfer are registered and returned within a period of 15 days from the date of receipt, if the documents are complete in all respects.

L) Distribution of Equity Shareholding as on 31st March, 2023

i) Distribution of shares according to size of holding as on March 31, 2023

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholding
1-500	24494	75.2781	31,67,590	1.0033
501-1000	3018	9.2753	2546617	0.8066
1001-2000	2024	6.2204	3238187	1.0257
2001-3000	1042	3.2024	2652147	0.8401
3001-4000	377	1.1586	1395607	0.4421
4001-5000	318	0.9773	1521170	0.4818
5001-10000	561	1.7241	4402918	1.3946
10001& above	704	2.1636	296781044	94.0057
Total	**32538**	**100**	**2,85,70,528**	**100**

Report on Corporate Governance *(Contd.)*

ii) Categories of Shareholders as on March 31, 2023

Category	No. of Shares held	% of Shareholding
Promoter and Promoter Group	19,91,26,000	63.07
Clearing Members	12,15,456	0.38
Other Bodies Corporate	2,25,01,085	7.12
Financial Institutions/Banks	96,200	0.03
Foreign Institutional Investors	-	
Mutual Funds	-	
Hindu Undivided Family	38,66,730	1.22
General Public	5,92,05,295	18.75
Non Resident Indians	11,71,550	0.37
Trusts	-	
Foreign Portfolio Investors	2,85,22,964	9.03
TOTAL	**31,57,05,280**	**100**

m)	Dematerialization of Shareholding and liquidity	As on March 31, 2023, 1110 Equity Shares of the Company (0.000389% of total issued Equity Capital) were held in physical form and 31,57,04,170 Equity Shares (99.99962% of total Equity Capital) were held in dematerialized form. The shares of the Company are listed on BSE and NSE, which provide sufficient liquidity to the investors.
n)	Dividend	The Board of Directors at their meeting held on May 27, 2023, recommend Dividend payout, subject to the approval of shareholders at the ensuing Annual Genral Meeting of Rs. 0.10/- per share (10%) of face value of Rs. 1/- each, on equity shares of the Company for whole of the Financial year 2022-23. The Dividend will be paid to those members whose names appear as beneficial Owners as per the details to be furnished by National Securities Depositories limited (NSDL) and Central Depository Services (India) Ltd. (CDSL) as at the close of business hours on September 16, 2023. The Dividend if declared at the AGM shall be paid within 30 days from the date of AGM i.e. September 23, 2023.
o)	Outstanding GDRs/ADRs/ Warrants or any convertible instruments	Not Applicable
p)	Commodity price risk or foreign exchange risk	Nil
q)	Plant locations	**Unit-I** Khasra No. 265, 281-283, Vill- Parsaun-Dasna, P.O.- Jindal Nagar, Distt Hapur- 201313 (U.P.) **Unit-II** Khasra No. 1184, 1185, Vill-Khera, P.O. Pilkhuwa, Teshil Dhaulana, Distt. Hapur- 245304 (U.P.) **Unit-III** Khasra No. 686/6, Vill-Khera, P.O. Pilkhuwa, Teshil Dhaulana, Distt. Hapur- 245304 (U.P.)
r)	Address for correspondence	**Registrar & Share Transfer Agent** (For Dematerialization and Share Transfer related query) BIGSHARE SERVICES PRIVATE LIMITED 302 Kaushal Bazar, 32-33, Nehru Place, New Delhi- 110019 Tel: 011-42425004 Email id: bssdelhi@bigshareonline.com, Website: www.bigshareonline.com **Company** (For Annual Report and any other related matters) Company Secretary, Salasar Techno Engineering Limited E-20, South Extension, New Delhi-110049
s)	List of Credit Ratings Obtained from Rating Agencies	The Company has been rated 'IVR/A stable for Long Term Borrowing and IVRA 1 for Short Term Borrowing by M/s infomerics valuation and rating pvt. Ltd. During the FY 2022-23.

Report on Corporate Governance *(Contd.)*

8. RECONCILATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository limited (NSDL) and Central Depository Services (India) limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchange where the Company's Shares are listed. The Audit confirms that the total listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

9. INDEPENDENT DIRECTORS

The Board of the Company has been duly constituted with optimum combination of Executive Directors, Non-Executive and Independent Directors. The Board of the Company comprises of following Independent Directors:-

i. Mr. Sanjay Chandak

ii. Mr .Vijay Kumar Jain

iii. Mr. Mukesh Kumar Garg

iv. Mrs. Garima Dhamija

Meeting of Independent Directors

As required by the code of Independent Directors under the Companies Act, 2013 and the Listing Regulations, a meeting of the Independent Directors of the Company was convened on 15th March, 2023 to overlook and review the performance of Non Independent Directors and of the Board as a whole. In the meeting members has also done performance evaluation of Managing Director of the Company.

Declaration by Independent Directors

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

10. Management Discussion and Analysis

A separate chapter on Management Discussion and Analysis is given in this Annual report.

11. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditor is Rs. 6,00,000 p.a. excluding all taxes as applicable.

12. Adoption of Requirements as specified in Part E of Schedule II

As specified in Part E of Schedule II of SEBI (listing Obligation and Disclosure Requirements) Regulations, 2015 following requirement has been adopted by the Company:

i. The Internal Auditor may report directly to the Audit Committee

ii. Submission of Financial Statements with Unmodified Audit Opinion.

12. CEO/CFO certification

Mr. Alok Kumar, Managing Director, Mr. Shashank Agarwal, Jt. Managing Director and Mr. Pramod Kumar Kala, Chief Financial Officer, have furnished a certificate relating to financial statements and internal control systems as per the format prescribed under Regulation 17(8) of the SEBI (LODR) Regulations, 2015 and the Board took the same on record.

13. Compliance Certification

Compliance Certificate for Corporate Governance obtained from a practicing Company Secretary is annexed herewith.

14. CODE OF CONDUCTS

Details of various policies and codes required to be framed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 are given under the head "Investors" on the website of the company i.e. www.salasartechno.com

14. DISCLOSURE

a) Non-Compliance by the Company, penalties and strictures imposed, if any,-

There have been no instances of non-compliance with any of the legal provisions of law made by the Company and no penalty or strictures imposed by the stock exchange or SEBI or any other statutory authority on any matter related to the capital markets during the last three years.

b) Vigil Mechanism/Whistle Blower Policy-

The Company has in place of vigil mechanism and whistle blower policy under which employees can report any violations of applicable laws and regulations and the code of conduct of the Company. Vigil Mechanism of the Company provides adequate safeguards against victimization of persons who use such mechanism and no personnel have been denied access to the Audit Committee.

c) Compliance with Governance framework-

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

d) Disclosure of Transactions with Related Parties-

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015, during the Financial Year were in the ordinary course of Business and on arm's length basis.

Report on Corporate Governance *(Contd.)*

The Company has in place policy for Related Party Transaction and the same is place on the Company's Website i.e. www.salasartechno.com under the tab of Investors There are no materially significant related party transactions made by the Company that may have potential conflict with the interests of the Company at large.

e) The Company has duly complied with all the Corporate Governance requirements as specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

f) **Commodity Price Risk and Commodity hedging activities-**

Presently, the Company is not dealing in commodities and commodity hedging activities. So, information pertaining to the disclosure of commodity price risks and commodity hedging activities is not applicable to the Company.

g) **Disclosure with respect to demat suspense account/ unclaimed suspense account-**

The Company does not have any shares in demat suspense account/ unclaimed suspense account.

For and on behalf of the Board of Directors
For Salasar Techno Engineering Limited

Alok Kumar	**Shashank Agarwal**
Chairman and Managing Director	**Jt. Managing Director**
DIN NO. 01474484	**DIN:00316141**
KL-46, Kavi Nagar	B-166, Sector-50
Ghaziabad-201001	Gautam Budh Nagar
Uttar Pradesh	Noida 201301 UP

Date: 12.08.2023
Place: New Delhi

Certificate on Corporate Governance

To the Members of
Salasar Techno Engineering Limited
E-20, South Extension
New Delhi-110049

We have examined the compliance of conditions of Corporate Governance by Salasar Techno Engineering Ltd. for the financial year ended on 31st March, 2023 as stipulated in Regulation 27(1) & (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (earlier Clause 49 of the Listing Agreement).

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above-mentioned Listing Regulations.

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

For Deepika Madhwal & Associates

Deepika Madhwal
Company Secretary
Membership No: 31234
UDIN: A031234E000824686

Place: Ghaziabad
Date: 18th August, 2023

Certificate on Corporate Governance *(Contd.)*

DECLARATION

Compliance with the Code of Business Conduct and Ethics

As provided under Regulation 26(3) of the SEBI (LODR) Regulations, 2015, all Board Members and Senior Management personnel have affirmed compliance with Salasar Techno Engineering Limited code of business conduct and ethics for the year ended March 31, 2023.

For Salasar Techno Engineering Limited

Alok Kumar
Managing Director
DIN: 01474484

Date: 12.08.2023
Place: New Delhi

CEO/CFO Certification

CEO/CFO CERTIFICATION- FINANCIAL YEAR ENDED 31.03.2023

[Pursuant to Regulation 17(8) of the SEBI (LODR) Regulations, 2015]

We, Alok Kumar, Managing Director, Shashank Agarwal, Jt. Managing Director & Pramod Kumar Kala, Chief Financial Officer of Salasar techno Engineering Limited hereby certify that :-

(a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief, we state that:

   i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) We further state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.

(c) We are responsible for establishing and maintain internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicating to the Auditors and the Audit Committee:

   i) significant changes, if any, in internal control over financial reporting during the year.

   ii) significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   iii) instance of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Salasar Techno Engineering Limited

(Alok Kumar)	**(Shashank Agarwal)**	**(Pramod Kumar Kala)**
Managing Director	Jt. Managing Director	Chief Financial Officer
DIN: 01474484	DIN: 00316141	PAN: AALPK4692F

Certificate on 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)

To
The Members of
Salasar Techno Engineering Limited
New Delhi

As required by item 10 (i) of para C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, we certify that none of the directors on the board of **Salasar Techno Engineering Limited** have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority.

For Deepika Madhwal & Associates

Deepika Madhwal
Company Secretary
Membership No: 31234
UDIN: A031234E000824642

Place: Ghaziabad
Date: 18th August, 2023

Annexure to the Directors' Report *(Contd.)*

ANNEXURE-C

Details of Joint Venture as per AOC-1:

(₹In Lakh)

1	Name of the Joint venture	Sikka-Salasar-JV	Salasar- HPL-JV	Salasar- REW-JV
2	**Reporting period for the Joint Venture- Latest Audited Balance sheet date**	31.03.2023	31.03.2023	31.03.2023
3	**Shares of the Joint Venture held by the Company**	NIL	Nil	NIL
	Number	-	-	-
	Amount	0.49	0.10	0.51
	Extent of % of holding	49%	100%	51%
4	**Reserves & surplus**	(540.29)	26.17	61.87
5	**Total assets**	2422.57	43.91	117.54
6	**Total Liabilities**	2961.86	17.74	55.68
7	**Investments**	Nil	Nil	Nil
8	**Turnover**	454.46	2.14	353.15
9	**Profit before taxation**	(346.00)	(0.54)	23.02
10	**Provision for taxation**	0	0.57	7.18
11	**Profit after taxation**	(346.00)	(1.11)	15.84
12	**Proposed Dividend**	NIL	NIL	NIL

For and on behalf of the Board of Directors
For Salasar Techno Engineering Limited

Alok Kumar
Chairman and Managing Director
DIN NO. 01474484
KL-46, Kavi Nagar
Ghaziabad-201001
Uttar Pradesh

Shashank Agarwal
Jt. Managing Director
DIN:00316141
B-166, Sector-50
Gautam Budh Nagar
Noida 201301 UP

Date: 12.08.2023
Place: New Delhi

Annexure to the Directors' Report *(Contd.)*

ANNEXURE-C

Details of Subsidiary LLP:

(Rs. In Lakh)

1	Name of Subsidiary LLP	Salasar Adorus Infra LLP(31.03.2023)
2	Reporting period for the Subsidiary LLP- If different from the holding's company's reporting period	-
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	-
4.	Capital Account	10.00
5	Total assets	322.03
6	Total Liabilities	301.82
7	Investments	Nil
8	Turnover	132.14
9	Profit before taxation	1.25
10	Provision for taxation	0.02
11	Profit after taxation	1.23
12	Proposed Dividend	NIL
13	Share of Profit transferred to the Capital Accounts (51%)	0.63

For and on behalf of the Board of Directors
For Salasar Techno Engineering Limited

Alok Kumar
Chairman and Managing Director
DIN NO. 01474484
KL-46, Kavi Nagar
Ghaziabad-201001
Uttar Pradesh

Shashank Agarwal
Jt. Managing Director
DIN:00316141
B-166, Sector-50
Gautam Budh Nagar
Noida 201301 UP

Date: 12.08.2023
Place: New Delhi

Annexure to the Directors' Report *(Contd.)*

ANNEXURE- 'D'

FORM NO. MR- 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 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
Salasar Techno Engineering Limited
CIN: L23201DL2001PLC174076
E- 20, South Extension- I
New Delhi- 110049

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

Based on our verification of the 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 31 March 2023 ("Audit Period") 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:

Board processes:

We further report that:

The constitution of the Board of Directors of the Company (the Board) during the year was in compliance with the applicable provisions of the Act and LODR.

a. As on 31st March 2023, the Board has:

- 4 (Four) Executive Directors; and
- 4 (Four) Non-Executive Independent Directors including a woman Independent Director.

b. The processes relating to the following changes in the composition of the Board during the year were carried out in compliance with the provisions of the Act and LODR:

- Re-appointment of the retiring director at the 21St Annual General Meeting (AGM) held on 24th September 2022;

c. Adequate notice was given to all the directors to enable them to plan their schedule for the Board meetings. Notices of the Board meetings held during the year were sent to all the directors at least seven days in advance.

d. Agenda and detailed notes on agenda were sent to the directors at least seven days before the Board meetings. Agenda and detailed notes on agenda for the following items were either circulated separately less than seven days before or at the Board meetings and consent of the Board for such circulations them was duly obtained as required under SS-1:

- Supplementary agenda notes and annexures in respect of unpublished price sensitive information such as audited financial statement/ results, unaudited financial results and connected papers; and
- Additional subjects/ information/ presentations and supplementary notes.

e. The Company has a system which facilitates directors to seek and obtain further information and clarifications on the agenda items before the meetings and for their meaningful participation at the meetings.

f. We are informed that, at the Board meetings held during the year:

- Majority decisions were carried through; and
- No dissenting views were expressed by any Board member on any of the subject matters discussed, that were required to be captured and recorded as part of the minutes.

Compliance mechanism

We further report that:

There are adequate systems and processes in the Company, commensurate with the Company's size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We have examined the books, papers, minute books, forms

Annexure to the Directors' Report *(Contd.)*

and returns filed and other records maintained by the Company for the audit period ended on 31 March 2023 according to the provisions of:

I. The Companies Act, 2013 (the Act) and the Rules made thereunder;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

III. The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder:

IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings:

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 (Issue of Capital and Disclosure Requirements) Regulations, 2009 and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;

d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999**(Not applicable to the Company during the Audit Period under review);**

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009**(Not applicable to the Company during the Audit Period under review);** and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998**(Not applicable to the Company during the Audit Period under review);**

i) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ; and

j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

Other laws applicable specifically to the Company, namely:

a. Labour laws and other incidental laws related to employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc.

b. Acts prescribed under Environmental Protection

c. Acts as prescribed under Direct Tax and Indirect Tax

d. Labour Welfare Act of respective States

e. Laws prescribed under Trademarks, Copyright and Patent Acts

f. Local Laws as applicable to various offices and plants

g. Air (Prevention and Control of Pollution) Act, 1981 and the rules and standards made thereunder.

h. Water (Prevention and Control of Pollution) Act, 1974 and Water (Prevention and Control of Pollution) Rules, 1975

i. Environment Protection Act, 1986 and the rules, notifications issued thereunder.

j. Factories Act, 1948 and allied State Laws.

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

a. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings;

b. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

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

We further report that:-

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

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

Decisions at the Board Meetings, as represented by the management, were taken unanimously.

Annexure to the Directors' Report *(Contd.)*

We further report that based on review of compliance mechanism established by the Company and on the basis of Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that as per the requirements of Companies Act, 2013 and applicable rules and regulations/ guidelines, the Company has formulated and adopted various policies including:-

a. Corporate Social Responsibility policy;

b. Code of conduct for Board of Directors and senior management;

c. Dividend Distribution Policy

d. Criteria for making payment to Non-Executive Directors;

e. Policy on materiality of Related party Transactions and on dealing with Related party Transactions;

f. Policy for determining material subsidiaries;

g. Role of Independent Directors and terms & conditions for their appointment;

h. Vigil Mechanism/Whistle Blower policy;

and have placed them on the website of the Company wherever needed.

We further report that during the year under review The Board of Directors on 30th April, 2022 has recommend Sub-division of Equity Shares in (10:1) ratio which was approved by the shareholders by Postal Ballot on 07th June, 2022. Accordingly the paid up share capital of the Company is Rs. 28,57,05,280 divided in to 28,57,05,280 Equity Shares of Re. 1/- each

The Company Issue QIP as further issue of 3 crores equity shares during the year. Therefore, the paid up share capital of the Company increased from Rs. 28,57,05,280 (divided into 28,57,05,280 Equity shares of Rs. 1 each) to Rs. 31,57,05,280 (divided into 31,57,05,280 Equity shares of Rs. 1 each)

Except mentioned above the Company has not taken any major activities during the year like;

(i) Public/Right/debentures/ borrowing/sweat equity/ ESOP etc.

(ii) Redemption/ buy-back of securities

(iii) Major decisions has not been taken by the members in pursuance to section 180 of the Companies Act, 2013

(iv) Foreign technical collaborations/Joint Ventures etc.

(v) Merger/amalgamation/reconstruction, etc

For Deepika Madhwal & Associates

Deepika Madhwal
Company Secretary
Membership No: 31234
UDIN: A31234E0000793151

Place: Ghaziabad
Date: 12th August, 2023

Annexure- A

[Annexure to the Secretarial Audit Report of Salasar Techno Engineering Limited for the Financial Year ended 31st march, 2023]

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 not verified the correctness and appropriateness of Financial Records and Books of Accounts of the Company.

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

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

5. Wherever required, we have obtained the management representation about the Compliance of Laws, rules and regulations and happening of events etc.

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

For Deepika Madhwal & Associates

Deepika Madhwal
Company Secretary
Membership No: 31234

Place: Ghaziabad
Date: 12th August, 2023

Annexure to the Directors' Report *(Contd.)*

ANNEXUERE- 'E'

DETAILS OF REMUENRATION

[Details pertaining to remuneration as required under section 197(12) read with rule 5(1) of companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial year 2022-23, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2022-23 are as under:

Sr. No.	Name of Director/KMP	Designation	Remuneration of Director/KMP for the Financial Year 2022-23 (Rs. In Lakh)	% increase in Remuneration in the Financial Year 2023-23	Ratio of Remuneration of each Director to median remuneration
A	B	C	D	E	F
1.	Mr. Alok Kumar	Managing Director	91.08	10.00%	60.58
2.	Mr. Shashank Agarwal	Jt. Managing Director	91.08	10.00%	60.58
3.	Mr. Shalabh Agarwal	Whole Time Director	63.89	10.00%	42.49
4.	Ms. Tripti Gupta	Whole Time Director	63.89	10.00%	42.49
5.	Mr. Sanjay Chandak	Independent Director	*2.20	NA	NA
6.	Mr. Vijay Kumar Jain	Independent Director	*1.46	NA	NA
7.	Mr. Mukesh Kumar Garg	Independent Director	*2.42	NA	NA
8.	Mrs. Garima Dhamija	Independent Director	*1.67	NA	NA
9.	Mr. Pramod Kumar Kala	Chief Financial Officer	39.22	6.5%	26.08

* All the Independent Directors in the Board take only sitting fees for attending meeting.

1. **The ratio of remuneration of each director to the median remuneration of the employees of the company for the Financial Year:**

   The median remuneration of employees of the Company during the Financial Year was Rs. 1.5032 Lakh per annum and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year is provided in the column F of table given above.

   *Independent Directors were paid only sitting fees during the financial year under review. Hence, their ratio to Median Remuneration has been shown as **Not Applicable**. The percentage increase in their remuneration is based on their attendance in the Board and Committee Meetings held during the financial year.

2. **Percentage increase in remuneration of each director, Chief Financial Officer, Company Secretary or Manager, if any, in the Financial Year:**

   Details provided in the column E of table I given above.

3. **The percentage increase in the median remuneration of Employees in the Financial Year 2022-23:**

   The median remuneration of employees of the Company during the Financial Year was Rs. 1.5032 Lakh per annum as compare to previous year where the median remuneration of employee was 1.2986 Lakh per annum.

   Hence there is 15.75% increase in the median remuneration of employees as compared to previous financial year 2022-23.

4. **The number of permanent Employees on the rolls of the Company as on March 31, 2023:**

   The number of permanent Employees on the rolls of the Company as on March 31, 2023 was 1417.

5. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

   There is increase of approx. 9.00% in average salary of employees other than the managerial personnel during the financial year as compared to previous year. Increase in average salary of managerial personnel during the financial year as compared to previous year was 9.3%. The increase in the remuneration of Managerial Remuneration was keeping in view the limits as laid down in the Companies Act, 2013 read with relevant rules.

6. **Affirmation that the remuneration is as per the remuneration policy of the Company:**

   It is hereby affirmed that the remuneration paid is as per the Policy for Remuneration of the Directors, Key Managerial Personnel and other Employees.

Annexure to the Directors' Report *(Contd.)*

Particulars of employees

[Statement as per provisions of sec 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.]

a) Name of top ten employees in terms of salary drawn are mentioned below:

S. No.	Employee Name	Designation, Nature of employment	Educational Qualification	Age (in Years)	Experience (in years)	Date of Joining	Remuneration p.a. (Rs. In Lakh)	Previous Employer	Equity Shares Held
1.	Mr. Alok Kumar	Managing Director	B.Sc from Punjab University, Chandigarh	68	48	Since 2006	91.08	-	17880000
2.	Mr. Shashank Agarwal	Jt. Managing Director	B.E. (Mech.) from MIT, Manipal	55	33	Since 2006	91.08	-	14211840
3.	Mr. Shalabh Agarwal	Whole Time Director	B.tech from MIT, Manipal	50	28	Since 2006	63.89	-	25611840
4.	Ms. Tripti Gupta	Whole Time Director	Commerce Graduate from Shri Ram College of Commerce, Delhi and MBA in Finance from IMT, Nagpur	39	9	Since 2014	63.89	-	8000000
5.	*Mr. Shikhar Gupta	Vice President	B.B.A from Amity University and Marketing and Environmental Economics from LSE	34	11	Since 2016	46.80	-	5520000
6.	Mr. Pramod Kumar Kala	CFO	Chartered Accountant	52	28	Since 2019	39.22	M/s Jagatjit Industries Limited From 1995 to 2015 and in PMV group from October 2015 to 2018	-
7.	Mr. Thota Pradeep Kumar Swamy	CEO of Unit-III	ME (Mechanical)	58	36	Since 2020	35.87	M/s Atmastco Ltd. Bilhai	-
8.	Mr. Pankaj Sharma	GM	MBA from Sikkim Manipal University	39	18	Since 2021	27.37	Jaguar Overseas Limited	-
9.	Pushkar Gupta	GM of Transmission Project	Bachelor of Technology from Lucknow	36	12	Since 2021	22.11	KEI Industries Limited	-
10.	*Raghav Agarwal	Vice President	MBA from Oxford university	30	1	Since 2022	18.00	-	-

* Mr. Shikhar Gupta is son of Mr. Alok Kumar and Mr. Raghav Agarwal is son of Mr. Shashank Agarwal.

b) Employees employed for part of the year and in receipt of Rs. 8.5 Lakhs or more a month:

None of the employee was in receipt of remuneration amounting to Rs. 8.5 Lakhs per month or more for part of the year.

c) There are no Employees employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole time director or manager and who holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

Annexure to the Directors' Report *(Contd.)*

ANNEXURE- F

NOMINATION AND REMUNERATION POLICY

Salasar Techno Engineering Limited considers human resources as its invaluable assets. The Nomination and Remuneration Committee of the Company formulated "Nomination and Remuneration Policy" of Directors, Key Managerial Personnel (KMPs) and other employees as per the provisions of the Companies Act, 2013 and the listing agreement.

NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors of the Company constituted the committee to be known as the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half are independent directors. The Chairman of the Committee is an independent Director.

OBJECTIVE

The scope and function of the Nomination and Remuneration Committee is in accordance with Section 178 of the Companies Act, 2013. The objective of this policy is to lay down a framework in relation to remuneration of directors, KMP's, and other employees. The Key objectives of the Committee include the following:

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy, relating to the remuneration of the directors, executive directors key managerial personnel and other employees;
2. Formulating of criteria for evaluation of the independent directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who qualify to become directors or who may be appointed in one level below the key managerial personnel in accordance with the criteria laid down, recommending to the Board their appointment and removal, and carrying out evaluations of every director's performance;
5. Analyzing, monitoring and reviewing various human resource and compensation matters;
6. Determining our Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;
7. Determining compensation levels payable to the key managerial personnel and other staff (as deemed necessary) which shall be market-related, usually consisting of a fixed and variable component;
8. Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;
9. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:
   (i) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2014; or
   (ii) The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003.
10. Performing such other activities as may be delegated by the Board of Directors and/or are statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.

DEFINITIONS

"Act" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.

"Board" means Board of Directors of the Company.

"Directors" mean Directors of the Company.

"Key Managerial Personnel" means

i. Chief Executive Officer or the Managing Director or the Manager;

ii. Whole-time director;

iii. Chief Financial Officer;

iv. Company Secretary; and

v. such other officer as may be prescribed.

"Senior Management" means Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTORS, KMP'S AND SENIOR MANAGEMENT

1. General

a) Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his /her appointment.

b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

c) The Company shall not appoint or continue the employment of any person as Whole-time

Annexure to the Directors' Report *(Contd.)*

Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

d) A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board of Director of Salasar Techno Engineering Limited.

2. TERM / TENURE

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Managing Director or Whole-time Director for a term not exceeding five years at a time. No reappointment shall be made earlier than one year before the expiry of term.

b) Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's Report.
- No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a Listed company or such other number as may be prescribed under the Act.

3. Evaluation of performance

The Committee will make recommendations to the Board on appropriate performance criteria for the Directors. Also it will formulate the criteria and framework for evaluation of performance of every director on the Board of the Company, Senior Management Personnel at regular intervals (yearly).

4. Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

5. Retirement

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY ON REMUNERATION OF DIRECTORS, KMP'S AND SENIOR MANAGEMENT

1. Remuneration of Managing Director/Whole-time Director, KMP and Senior Managerial Personnel

The Remuneration/ Compensation/ Commission etc. to Directors will be determined by the committee and recommended to the Board for approval. The Remuneration/ Compensation/

Commission etc. to be paid to Director /Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

2. Remuneration to Non- Executive / Independent Director:

The Non-Executive Independent Director may receive remuneration / compensation /commission as per the provisions of Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

DUTIES OF COMMITTEE RELATING TO NOMINATION

The duties of the Committee in relation to nomination matters include:

i. Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;

Annexure to the Directors' Report *(Contd.)*

ii. Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;

iii. Identifying and recommending Directors who are to be put forward for retirement by rotation.

iv. Determining the appropriate size, diversity and composition of the Board;

v. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;

vi. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;

vii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;

viii. Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service Contract.

ix. Delegating any of its powers to one or more of its members or the Secretary of the Committee;

x. Recommend any necessary changes to the Board; and

xi. Considering any other matters, as may be requested by the Board.

DUTIES OF COMMITTEE RELATING TO REMUNERATION

Duties of the Committee in relation to remuneration matters include:

i. to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.

ii. to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.

iii. to delegate any of its powers to one or more of its members or the Secretary of the Committee.

iv. to consider any other matters as may be requested by the Board.

v. Professional indemnity and liability insurance for Directors and senior management.

REVIEW

i. The Nomination and Remuneration Committee or the Board may review the Policy as and when it deems necessary.

ii. The Nomination and Remuneration Committee may issue the guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this Policy, if it thinks necessary.

iii. This Policy may be amended or substituted by the Nomination and Remuneration Committee or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.

Annexure to the Directors' Report *(Contd.)*

ANNEXURE- 'G'

Annual Report on CSR Activities for Financial Year 2022-23

1. Brief outline on CSR policy of the Company:

The company has framed the corporate social responsibility (CSR) policy which encompasses its philosophy for delivering its responsibility as citizen and laid down process, guidelines and mechanism for undertaking socially useful programmes for welfare and sustainable development of the community at large.

Role of CSR Committee:

(a) To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in schedule VII of the Companies Act, 2013;

(b) To recommend the amount of expenditure to be incurred on the activities referred to in clause (a) in a financial year;

(c) To monitor the Corporate Social Responsibility of the Company from time to time;

(d) Any matter/ thing may be considered expedient by the members in furtherance of and to comply with the CSR policy of the Company.

The CSR Activities covered the following area as per CSR policy of the Company:

1. Promoting preventive health care;
2. Promotion of Education.
3. Empowering Women, and works with communities to prevent everyday violence.
4. Eradicating hunger, poverty and malnutrition Livelihood enhancement

2. Composition of CSR Committee:

Sl. No	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Ms. Tripti Gupta, Chairperson	Whole Time Director	1	1
2.	Mr. Shashank Agarwal, Member	Managing Director	1	1
3.	Mr. Sanjay Chandak, Member	Independent Director	1	1

3. Web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company:

   https://www.salasartechno.com/csr.php

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).

   Not Applicable.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be setoff for the financial year, if any (in Rs)
NIL			

6.	Average net profit of the company as per section 135(5):	3572 Lakhs
7.	(a) Two percent of average net profit of the company as per section 135(5):	71.44 Lakhs
	(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:	Nil
	(c) Amount required to be set off for the financial year, if any:	Nil
	(d) unspent amount (Previous Year)	15.88 Lakhs
	(d) Total CSR obligation for the financial year (7a+7b-7c):	87.34 Lakhs

Annexure to the Directors' Report *(Contd.)*

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (Rs. In Lakhs)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
87.34 Lakhs	NA	NA	NA	NA	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the Project		Project Duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1	Healthy people from families of Leprosy colony prepare food for 200 poor people and in return earn their livelihood and support 55 families.	Eradicating hunger, poverty and malnutrition Livelihood enhancement	Yes	Delhi		3 Years	15,89,000	15,89,000	-	No	Ammucare Charitable Trust	CSR00003485

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
SL. No	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/ No	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR Registration No.
1.	Counselling and Legal Aid for survivors of Domestic Violence	Empowering Women	Yes	Delhi	NA	20,00,000	No	Shakti Shalini	CSR00012640
2.	Sponsored Prosthetic limbs and hands free of cost to underprivileged population	Promoting Healthcare	Yes	U.P.	Noida	5,00,000	Yes	Rotary Noida Research and Social Welfare Trust (Blood Bank)	CSR00007793
3.	Sponsoring OPD Eye Centre at Verdaan Multi Specialty Hospital for free cataract surgeries	Promoting Healthcare	Yes	U.P.	Ghaziabad	22,00,000	No	ROTARY FOUNDATION (INDIA)	CSR00007793
4.	Education for 200 students from LKG-Std. 8th includes Computer Education and Vocational centre for tailoring skills.	Promoting Education	Yes	U.P.	Ghaziabad	8,52,117	No	Sewa Samarpan Kalyan Samiti	CSR00012803
5.	Sponsored Eye Camps in Rural Areas around Meerut, U.P.	Promoting Healthcare	Yes	U.P.	Meerut	650000	No	Vinayak Charitable Eye healthcare Trust	CSR00035770

Annexure to the Directors' Report *(Contd.)*

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
SL. No	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/ No	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR Registration No.
6.	Sponsored 350 household kits against community development project near Bhilai, M.P.	Community development	Yes	M.P.	Bhilai	700000	No	Goonj	CSR00000291
7.	Livelihood & healthcare	Upliftment of the Disabled	Yes	Delhi	Delhi	1,80,000	No	Planet Abled India Foundation	CSR00000898
8.	Others	Promoting Education	Yes	Delhi	Delhi	42500	No		
	TOTAL					**7124617**			

d) Amount spent in Administrative Overheads: Rs. 20,763

e) Amount spent on Impact Assessment, if applicable: Not Applicable

f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 87.34

g) Excess amount for set off, if any:

Sl. No.	Particulars	Amount (Rs. In Lakh)
i.	Two percent of average net profit of the company as per section 135(5)	71.44
ii..	Total amount spent for the Financial Year	87.34
iii.	Excess amount spent for the financial year [(ii)-(i)]	0.005
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
				NOT APPLICABLE			

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): 15.89 Lakhs

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details). Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Nil

Tripti Gupta
DIN: 06938805
Chairperson of CSR Committee

Shashank Agarwal
DIN: 00316141
Joint Managing Director

Management Discussion and Analysis Report

COMPANY OVERVIEW

Founded in the year 2007, Salasar Techno Engineering is one of the leaders in the Indian market for advanced steel fabrication and infrastructural solutions. The Company's expertise lies in Telecommunication Towers, Transmission Towers, Railway Towers and Substation Structures, and Solar Module Mounting Structures and heavy steel structures. The Company offers overarching solutions inclusive of engineering, designing, fabrication, galvanizing, and deploying of products. The Company's diverse product portfolio incorporates Telecommunication Towers, Power Transmission Line Towers, Railway Towers, Smart Lighting Poles, Monopoles, Guard Rails, Substation Structures, Solar Module Mounting Structures. Additionally, we provide Customized Galvanized and Non-galvanized Heavy Steel Structures such as Bridges and Heavy Industrial Structure. Alongside this, the Company also deliver extensive engineering, procurement, and control services (EPC) for projects. These services are integral to several sectors and projects such as rural electrification, Railway OHE power transmission lines, and solar power plants.

The Company possess 3 manufacturing facilities with a total capacity of 1,15,000 MTPA. These facilities are packed with the latest technology, in-house designs certified by the esteemed Indian Institute of Technology (IIT), along with the proven "Ramboll" designs and tools that augment the proficiency and quality offering by the Company. Today the Company is catering to more than 600 clients not only on a pan India basis but also at 25 countries across the globe. The Company's team comprises of supremely skilled professionals committed to delivering projects within committed timelines and budgets. Today, the Company quest for perfection in its offering has made it achieve a zero-defect production record and with a record fastest delivery times.

GLOBAL ECONOMY

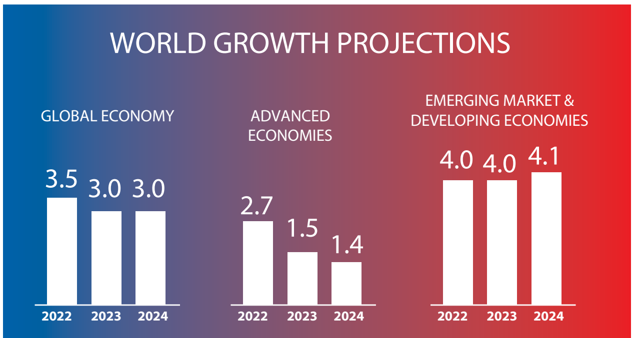
In 2022, the global economy witnessed a slowdown, marked by a significant surge in inflation. This slowdown stemmed from a combination of factors, including geopolitical uncertainties, supply chain disruptions, and the enduring effects of the COVID-19 pandemic.

Albeit facing the peak of inflationary pressure, global inflation is expected to fall from 8.8% in 2022 to 6.6% in 2023 and 4.3% in 2024, still above pre-pandemic (2017-19) levels of about 3.5%. The balance of risks remains tilted to the downside, but adverse risks have moderated since October 2022. With this, the global economy also took a positive turn early in the year. Inflationary pressures began to ease, with global energy prices back at levels last seen prior to the invasion of Ukraine. In addition, base effects from the rise in energy prices following the invasion are now coming off, putting further downward pressure on inflation for the rest of this year. Prices of other commodities as well as global food prices have also eased. This moderating effect is a result of the measures undertaken by the major central banks worldwide. For instance, the Federal Reserve raised interest rates to control inflation in the US, projecting a peak rate of 5.75% (Source: KPMG). Similar actions were taken by the Bank of England, the European Central Bank and the Reserve Bank of India, which have resulted in tighter financial conditions in these economies. Although these actions have led to a slower economic growth, the intended outcome of cooling inflation has been realized. This is expected to ease some of the challenges faced previously and provide some respite to the global economy.

Management Discussion and Analysis Report *(Contd.)*

Outlook

According to the International Monetary Fund (IMF), global growth is projected to fall from an estimated 3.5% in 2022 to 3% in both 2023 and 2024. Recent tensions in the banking system, which were triggered by the collapse of Silicon Valley Bank and Signature Bank in the U.S. could have complicated matters for central banks, but the recent resolution of the US debt ceiling standoff and, earlier this year, strong action by authorities to contain turbulence in US and Swiss banking reduced the immediate risks of financial sector turmoil. Nevertheless, some positive growth momentum is expected this year from the relatively smooth reopening of the Chinese economy following the lifting of Covid-19 related restrictions in December last year. The pressure on global supply chains has eased significantly in recent months, while shipping costs have dropped too. This should help alleviate some inflationary pressures and improve supply capacity. Consumer demand is also expected to pick up this year, with excess savings – money saved during the pandemic when spending on certain services was not possible – still relatively high in China and Europe which could potentially be deployed once confidence returns.



(Source : IMF Outlook July 2023)

INDIAN ECONOMY

The effects of the slowdown in global economic growth resulting from high inflation and the continuing war between Russia and Ukraine are seen to be impacting the finances of many nations. But in midst of all these, during FY 2022-23, the country's nominal GDP growth is projected to be 7.0%. Certain demand indicators continue to bolster economic growth. For instance, the passenger vehicles sector reported record sales of 3.8 million in 2022. In addition, the year also saw robust growth in tractor sales and an increase in domestic air travel. The growth was driven by a combination of factors, including strong consumption, increased investment activity supported by government policies, and a push to enhance transport infrastructure, logistics, and the overall business ecosystem. These measures stimulated demand and private consumption, contributing to the country's economic growth. Despite global economic challenges, India achieved a significant milestone by becoming the world's fifth-largest economy with a nominal GDP of US$ 3.5 Trillion.

INDIA GROWTH PROJECTIONS

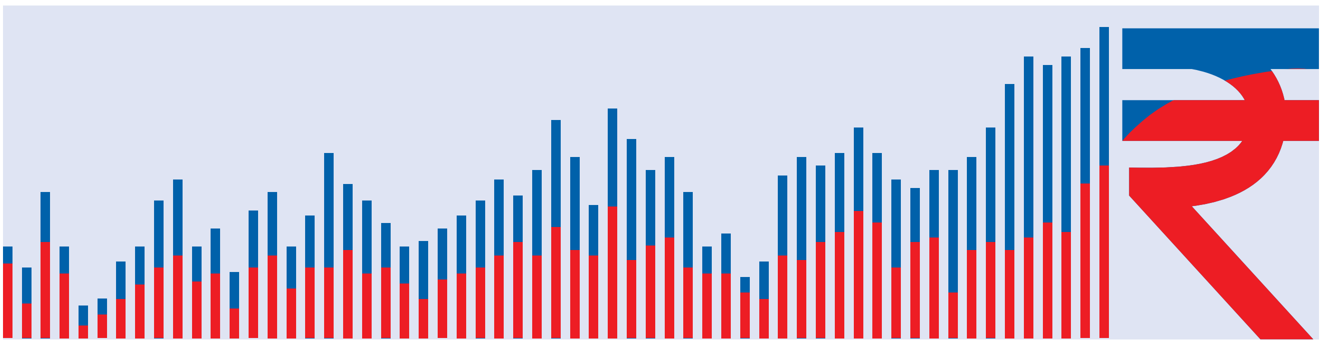
	2022	2023	2024
GDP	7.0	6.4	6.9
Inflation	6.5	5.3	4.4
Unemployment rate	7.5	6.0	5.4

(Source: Ministry of Statistics and Programme Implementation, CMIE, KPMG forecasts)

Note: The years represent the April-March period, for instance, 2022 spans from April 2022 to March 2023.

Outlook

India to be one of the major beacons of growth in 2023, driven by strong domestic demand and government expenditure. The efforts of the Union Budget 2023-24 to improve the disposable income of taxpayers in the country is expected to boost consumption via an increase in discretionary spending. In addition, the strong capital expenditure push provided by the Union Budget, with an increased outlay of 37.4% in comparison to the fiscal year 2022-23, is expected to drive growth, investments, and job creation. The government's reduction of over 39,000 compliances and decriminalization of over 3,400 legal provisions will also foster the ease of doing business in the country. Strong credit growth and resilience in financial markets are further expected to create an environment that supports investments. A high unemployment rate, however, remains a concern for India. As per the RBI, inflation is projected at 6.5% for 2022-23 and 5.3% for 2023-24. A robust domestic demand and favourable government initiatives are expected to help India remain as one of the fastest growing major economies globally.



Management Discussion and Analysis Report *(Contd.)*

INDUSTRY OVERVIEW

TELECOM INDUSTRY

Overview

The Telecom industry in India is the second largest in the world with a subscriber base of 1.17 bn as of September 2022 (wireless + wireline subscribers). India has an overall tele-density of 84.86%, of which, the tele-density of the rural market, which is largely untapped, stands at 58.01% while the tele-density of the urban market is 134.62%. According to the count of mobile towers provided on the Department of Telecommunications Dashboard, the four operators running the telecom network utilised 7.37 lakh towers and 23.7 lakh base stations as of November 2022. Since 2017, the country has seen approximately 45,000–55,000 year-on-year addition on the telecom tower side and 50,000–65,000 net adds on the BTS side.

The Government of India, under the Union Budget 2023, has allocated Rs. 975.79 billion for the Department of Telecommunications. As per the Budget, Bharat Sanchar Nigam Limited (BSNL), which is expected to roll out 4G and 5G services during the current year, is expected to get Rs. 529.37 billion capital infusion from the government in 2023-24. The Government plans to set up one hundred labs for developing applications using 5G services in engineering institutions to realize a new range of opportunities, business models, and employment potential. The DoT is targeting a combination of 100% broadband connectivity in the villages, 55% fiberisation of mobile towers, average broadband speeds of 25 mbps and 30 lakh kms of optic fibre rollouts by December 2022. Broadband connections rose to 816 million in September 2022. By December 2024, DoT is looking at 70% fiberisation of towers, average broadband speeds of 50 Mbps and 50 lakh kms of optic fibre rollouts at a pan-India level. In the current budget, the government has also allocated Rs. 21.58 billion for optical fibre cable-based network for defence services and Rs. 7.16 billion for telecom projects in the north-eastern states.

The industry's exponential growth over the last few years is primarily driven by affordable tariffs, wider availability, roll-out of Mobile Number Portability (MNP), expanding 4G and 5G coverage, evolving consumption patterns of subscribers, Government's initiatives towards bolstering India's domestic telecom manufacturing capacity, and a conducive regulatory environment.

Challenges

With providing infrastructural support and being the backbone of the communications sector, the telecom tower industry faces challenges such as restricting the installation of towers in the residential or nearby residential areas due to distrusts regarding its effects on health, this sometimes leads to authorities taking disruptive actions by halting

Management Discussion and Analysis Report *(Contd.)*

the operational sites, frequent fiber cuts, etc. the situation gets challenging with the reduction in the trained and skilled workforce which requires the technicians to climb the tower for maintenance purposes. Also, the prolonged weakness in the credit profile of some telecom service providers has resulted in the working capital cycle of tower companies stretching, impacting the liquidity profile of the downstream tower manufacturers and EPC players in the industry.

Outlook

Today, with data growth and the launch of next gen 5G technology taking center stage, plenty of new opportunities are arising for tower companies due to shift of attention by leading telcos and towercos from a macro tower focused business, towards new business models hinged on fiber, small cells, data centers, Wi-Fi, smart cities and beyond. Also the Bharat 6G vision document aims to facilitate R&D, design and development of 6G technologies by Indian start-ups and enable India to become a leading global supplier of IP, products and solutions for affordable 6G telecom solutions. Thus on back of these domestic prospects, the next decade holds exciting new prospects for tower manufacturing and EPC players.

Company overview

The Company is operating in the telecommunications towers sector for over a decade, providing exceptional telecommunication towers designed to international standards. Alongside this, the Company also provide Towers & Poles, smart city tech solutions, portable towers, and various other accessories. The Company's technical collaboration with Danish design giant Ramboll along with its prowess in EPC, guarantees state-of-the-art Monopoles capable of enduring all types of soil and wind conditions. As testament to the capabilities of the Company, it has manufactured over 50,000 towers since its inception.

POWER TRANSMISSION AND DISTRIBUTION INDUSTRY

Overview

India's power transmission market is a crucial component of the country's energy sector, which is growing rapidly to meet the rising electricity demand. The country's transmission system plays an important role in supply of power to the consumers through the vital link between the generating stations and the distribution system. The energy resources like coal, hydro and renewable have a skewed distribution in the country This skewed distribution of resources necessitated development of robust transmission system including establishment of inter-regional corridors for seamless transfer of power from surplus to deficit regions/areas. In this process, it enables access to power generation from anywhere in the country to various consumer spread throughout the country. The progressive integration of regional grids started in 1992, and on 31st December 2013, our country achieved 'ONE NATION'-'ONE GRID'-'ONE FREQUENCY' with synchronous interconnection of Southern Region Grid with rest of the Indian Grid with the commissioning of 765kV Raichur-Solapur Transmission line. The Central Government has given emphasis to have congestion free transmission network, so that there is no constraint in flow of power from surplus region to deficit region. Accordingly, transmission system in the country has been continuously strengthened with addition of transmission lines and inter-regional capacity. During FY 22-23 the country added 14,625 ckm of transmission lines and added 75,902 MVA in its transformation capacity. With this the country has become one of the largest synchronous interconnected electricity grids in the world with 4,71,817 ckm of transmission line and 11,85,058 MVA of transformation capacity (as on Apr'23). Besides, the country's inter-regional capacity also increased by whopping 212% to 1,12,250 MW since 2014.The above transmission capacity addition has benefitted in development of power sector in the country.

Management Discussion and Analysis Report *(Contd.)*

With the greater focus on the transmission sector, the importance of critical infrastructure in this space has become even more significant, particularly with regard to lines/cables and towers. India has emerged as the second largest transmission market after China. India accounts for 15% of the global transmission tower market. Further, India will be consuming 1.8 trillion units by 2025. The Central Government's vision of a $5 trillion economy will require an estimated investment of Rs. 5 trillion in the transmission sector over the next few years. As per the National Infrastructure Pipeline, a capital expenditure of Rs. 3,040 billion is expected in the transmission segment from 2020 to 2025. The transmission tower market exceeded $17 billion in 2021 and is expected to grow over a compound annual growth rate (CAGR) of 4% from 2022 to 2028 (Source: Global Market Insights). Furthermore, the market size valuation is expected to reach $24 billion by 2028. There have been significant improvements in transmission tower designs and these developments have reduced the RoW requirement, minimised the visual impact, enabled faster execution and provided ease of installation. With new designs it has become easier to expand the transmission network to remote areas. There have been significant improvements in transmission tower designs and these developments have reduced the RoW requirement, minimised the visual impact, enabled faster execution and provided ease of installation. With new designs it has become easier to expand the transmission network to remote areas.

Challenges

Critical transmission projects are not simple to commission. In India, it is hard to acquire land and to secure rights-of-way (ROW) for a transmission projects. It is getting equally difficult to negotiate new corridors in metropolitan areas and densely populated cities. Thus, most of the transmission tower projects and EHV sub-stations projects in India are grossly delayed.

The industry ascribes the cause of these delays to the necessity of extensive co-ordination and co-operation between various stakeholders like state owned companies, individual landowners and contractors. This leads to stand-offs on critical issues like ROW (right of way), design, land acquisition, environmental approvals etc. and consequently to unpredictable time overruns.

Outlook

The expansion potential in the transmission sector is chiefly fueled by an increased focus on grid reliability and the development of new urban and rural power grids resulting from urbanization and rural electrification. In addition, the renewable energy sector will create new opportunities for the transmission sector, contributing to rising demand for transmission towers in upcoming years. Given the large distances between energy generation sites and consumers, especially in remote areas, there will be substantial requirements for transmission lines and substations infrastructure. Growth in the transmission tower market correlates directly with the expansion of transmission lines nationally. Therefore, factors such as growing energy demand, the need to replace worn-out infrastructure, and the establishment of new transmission and distribution infrastructure, are anticipated to propel the transmission tower market's growth. However, varying raw material prices, especially steel, and export and import restrictions may hinder the future potential of this market.

Company overview

Being a leader in Transmission & Distribution Line Towers, the Company manufactures various categories of such towers approved by PGCIL and other power utilities and corporations, with long durability, aesthetic design, and excellent functionality. The Company also manufactures and source components as required for the installation of sub-stations and are also experienced at planning, and carrying out turnkey projects in any terrain and geographical condition. Additionally, the Company also manufactures Monopoles for overhead DC/AC transmission lines.

RAILWAY ELECTRIFICATION INDUSTRY

Overview

The Indian Railways has committed itself to achieving 100% electrification, as a part of its goal of becoming a net zero carbon emitter before 2030. This is in tandem with the Indian government's stated mission of achieving Net Zero carbon emissions by 2070 as pledged to at the COP26 in Glasgow. On successfully completing this journey, the Indian Railways will achieve the remarkable feat of becoming the world's largest green railway system. This large-scale effort is also in line with the United Nation's Sustainable Development Goals which is an urgent and collaborative call for action by all countries. By modernizing its infrastructure and electrifying its lines, the railways are covering SDG 9 – which is a push towards building resilient infrastructure and fostering innovation. Further, this will help the Railways in substantially reducing their carbon emissions, tying it to SDG 13 which emphasizes the need to take urgent action to battle climate change and its adverse impacts. On average, the Indian Railways with track length spanning 126,366 km contains 7,335 stations operate 11,2831 trains daily and had transported 1512 MT

Management Discussion and Analysis Report *(Contd.)*

of freight during 2022-23. Given that the operations are this widespread, the energy needs of the railways are also equally massive. As opposed to the high-emitting diesel engines, country-wide electrification would then introduce a more efficient and centralized power system. Indian Railways has planned to electrify a total of 28,810 km of broad-gauge route by December 2023. As of March 2023, 100% electrification has been completed in 14 states & UTs including Haryana, Uttrakhand, Meghalaya, and Uttar Pradesh. In line with the Centre's seven priorities or Saptarshi, as called out during the Union Budget – a significant milestone was the completion of railway track electrification in the Union Territory of Jammu and Kashmir.

Challenges

Completely electrifying involves high capital costs that may be uneconomic on lightly trafficked routes, a relative lack of flexibility (since electric trains need third rails or overhead wires), and a vulnerability to power interruptions. As said earlier, electrification of the Indian Railways is a massive undertaking that requires significant financial resources. The cost of electrification is estimated to be around Rs. 12 Lakh Crores (approximately $162 billion). Securing funding for such a large-scale project is a significant challenge. Electrification of the Indian Railways requires the acquisition of land for laying down the electrical infrastructure, including overhead electrification lines and substations. The acquisition of land is a complex and time-consuming process in India.

Outlook

First and foremost, being able to achieve 100% Railway electrification in India would mean eliminating emissions of 7.5 million tonnes of CO_2 equivalent each year, about the same as two coal power plants, according to the United Nations Environment Programme (UNEP). Further, electrification on such a large scale is bound to bring forth various cross-sectoral opportunities. Rolling stock companies, particularly electric locomotives will also benefit from this wide-scale transformation. With railway electrification, electric locomotives can draw power directly from the electric grid, resulting in lower operating costs. In 2024, the annual requirement for electricity to enable electrification will be approximately 30 billion units. This presents excellent opportunities for renewable power generation. Agreements for direct power purchases are also likely to go up with wind and solar power installations. With a strategic and coordinated approach, the electrification of the Indian Railways can transform the railway network into a world-class system that meets the demands of the 21st century.

Company Overview

The Company provide end-to-end solutions from designing the engineering plan to supply, erection, testing and commissioning of railway electrification projects including Overhead Equipment ("OHE") and Traction Sub Station ("TSS") installations. The Company's Railway Overhead Electrification structures are manufactured under expert guidance and strict quality control for top notch functionality and endurance and are approved by Central Organization for Railway Electrification (CORE).

RENEWABLE INDUSTRY

Overview

India stands 4th globally in Renewable Energy Installed Capacity (including Large Hydro), 4th in Wind Power capacity & 4th in Solar Power capacity (as per REN21 Renewables 2022 Global Status Report).The country has set an enhanced target at the COP26 of 500 GW of non-fossil fuel-based energy by 2030. This has been a key pledge under the Panchamrit. This is the world's largest expansion plan in renewable energy. The country's installed non-fossil fuel capacity has increased 396% in the last 8.5 years and stands at more than 179.322 Giga Watts (including large Hydro and nuclear), about 43% of the country's total

Management Discussion and Analysis Report *(Contd.)*

capacity. The Country saw highest year-on-year growth in renewable energy additions of 9.83% in 2022.The installed solar energy capacity has increased by 24.4 times in the last 9 years and currently stands at 67.07 GW. The installed Renewable energy capacity (including large hydro) has increased by around 128 % since 2014. India has set a target to reduce the carbon intensity of the nation's economy by less than 45% by the end of the decade, achieve 50 percent cumulative electric power installed by 2030 from renewables, and achieve net-zero carbon emissions by 2070. India aims for 500 GW of renewable energy installed capacity by 2030 and aims to produce five million tonnes of green hydrogen by 2030. This will be supported by 125 GW of renewable energy capacity. 57 solar parks with an aggregate capacity of 39.28 GW have been approved domestically. The Government has also set an off-shore target of 30 GW by 2030 through Wind Energy.

Challenges

Fluctuations in sunlight levels and wind mean that supplies are less consistent than those derived from fossil fuel plants. Owners, therefore, require batteries to store energy for later. And to even out discrepancies in the energy supply. Another big challenge faced by the renewable energy sector is economics. Specifically, the financial issues involved in bringing renewable technologies and renewable energy to the masses. Over the last few years, investment in renewables has resulted in a surge of innovation and emerging technologies. But economic pressures do still stifle innovation. With these challenges for renewable energy in mind, it may seem difficult to foresee a future with clean energy. However, it is possible if the governments and organisations all take a collaborative approach then a pathway can be achieved through a transition to the clean energy.

Outlook

For the GDP growth to be sustainable and robust, there, clearly, is a need to install power plants to meet a heavy power requirement that ensues. And to balance GDP growth with environment, the need is to install renewable power plants. Therefore, to enhance energy security becomes renewable power plants. Therefore, to enhance energy security becomes a vital requirement for India. Given this, solar and wind come in as promising agents.

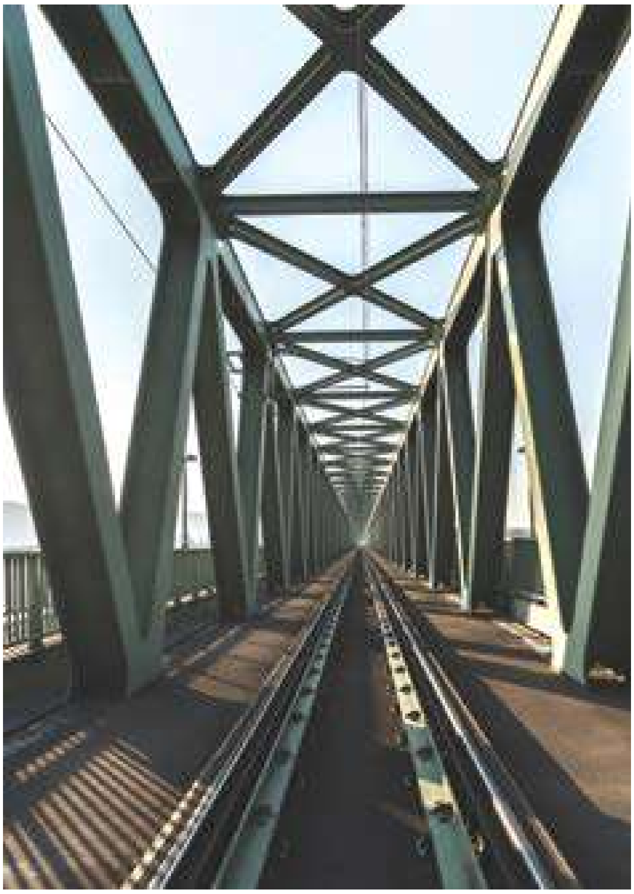
Company overview

The Company is passionately working towards creating a sustainable and environmentally-friendly future through the development of innovative green solutions. With over a decade of experience in the industry and a diverse client base, the Company now provides comprehensive solutions for wind and solar energy projects. Due to our commitment to delivering high-quality products and services, we have cultivated strong relationships with our clients and are contributing to creating a more sustainable future.

HEAVY STEEL STRUCTURE INDUSTRY

Overview

Heavy Steel Structural segment Mainly includes Bridges, pre-engineered buildings and other Heavy Industrial Structure. Structural Steel Fabrication Market was valued at $ 6.111 Billion in 2020 and is projected to reach $ 9.78 Billion in 2028, growing at a CAGR of 5.36% from 2021 to 2028. The Indian structural steel market is expected witness significant growth during the forecast period, owing to factors, such as the increasing demand from manufacturing sector, the rising preference toward pre-engineered buildings and components, and government initiatives for infrastructure development activities. Additionally, the booming commercial building sector, along with Indian government's initiatives, such as increasing the construction of green buildings, smart cities, and make in India scheme, is expected to boost the structural steel fabrication market in India. Currently global manufacturing companies' are focusing to diversify their production by setting-up low-cost plants in countries other than China, is expected to drive the India's manufacturing sector to grow more than six times by 2025, to USD 1 trillion. Thus, this is driving the demand in the structural steel fabrication market in the country. Government initiatives, such as the construction of metro stations, new no frill airports, international terminals, industry corridors, power plants, and ports, require heavy steel structures. Also, in renewable energy generation like Wind and Nuclear Energy, structural steel finds its use. This is further increasing the demand of the market.



Management Discussion and Analysis Report *(Contd.)*

Challenges

Any expected increase in steel prices due to the increase in the price of coking coal (primary raw material used to manufacture steel) or any other raw material and the governmental regulations and restrictions on the manufacturing of steels to reduce adverse effects on the environment have been identified to be few of the major challenges faced by the structural steel fabrication market in India.

Outlook

After demolition, pre-engineered buildings and components, which are 90% recyclable, do not have a significant impact on the environment to that of wastages, like asphalt, concrete, brick, and dust. Further the expected infrastructure & industrial growth in coming years will increase demand of Rail Bridges and complex industrial structure. Thus, these factors are expected to drive the growth of the structural steel fabrication market in India and create a sustainable future.

Company overview

Structural steel is widely used in large-scale construction projects. The Company has set up a dedicated facility to contribute towards the development of national infrastructure powered by technology. The Company is also approved by the Research Designs and Standards Organisation (RDSO) and always relentlessly strives towards accelerating the pace of infrastructure development in India with its reliable and meticulously crafted heavy steel structures. Additionally, the Company incorporates new technologies to provide smart solutions for customized steel fabrication and infrastructural development in India. One of USP of the Company's Heavy Steel Structure comes through its manufacturing facility which complies to rigorous industry standards, and thus infrastructure built with its steel structures can are also poised to withstand adverse weather conditions; it requires low maintenance, and these structures also supports reuse and recycling.

OPERATIONAL AND FINANCIAL OVERVIEW

During the year, the Company received two orders from PVVNL for Development of Distribution Infrastructure for loss reduction worth Rs.75,000 Lakhs. During the year, the Company also Secured a Letter of Intent worth Rs.14,300 Lakhs From Nepal Electricity Authority (NEA) for procurement Of material, equipment's, associated accessories, and necessary installation services including design, erection, testing, and commissioning of 33/11 KV substations and 33 KV, 11 KV, 400 V Line and Distribution System Network in Dang, Rukum East and Baitadi districts of Nepal. Currently, the Company's Order Book consists of work of various domestic and international EPC orders and manufacturing of various Poles, Monopoles, Telecom towers and Heavy Steel Structure worth Rs.1,52,200 Lakhs.

During the year, Revenue from Operations generated by the Company stood at Rs. 1,00,489.50 Lakhs registering a growth of 39.79%. This growth was led by an increase in demand for its diversified EPC solutions services and efficient execution of the order book. The Company's EBIDTA stood at Rs. 9181.20 Lakhs thereby registering a growth of 33.19%. During the year, the Company also achieved an EBIDTA margin of 9.14%, PAT margin of 4% and its Profit after Tax (PAT) stood at Rs. 4017.50 Lakhs.

Currently the Company is also setting up a new zinc plant at its existing Unit-3 with a total capex of around Rs. 5,000 Lakhs out of which Rs. 3,700 Lakhs are funded through term loans and rest is being funded through internal accruals. This expansion will be a two way benefit to the Company, firstly it will help in saving on account of more of zinc consumption and secondly the company will be able to manufacture the monopoles of upto 3 meter diameter (as of now company can only manufacture monopoles of upto 1.6 meter diameter) which are used in high KVA transmission line which will give additional revenue to the company. This expansion is expected to be completed in third quarter of FY2023.

During the year, Informerics Valuation and Rating Private Limited (IVR) has assigned Issuer rating of IVR A (Is) with a Stable outlook to the Company due to its established track record of operations and experienced management, diversified product portfolio and geographical presence, healthy order book, reputed clientele with low counterparty risk and improved financial risk profile and profitability.

Its brief financial performance of consolidated basis for 2022-23 is given below:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Revenue from Operations	1,00,489.50	71,886.20
PBDIT	9,181.20	6,893.10
Interest and Financial Charges	3,156.10	2,181.00
Depreciation and amortization	795.00	709.70
Tax expenses	1,380.10	1,079.50
Net Profit	4,025.40	3,145.70

RISKS AND CONCERNS

The Company works predominantly in the Steel Fabrication, EPC services and Infrastructure construction services and has developed robust risk management processes. With widespread operations both domestically and internationally as well, the Company faces various risks, the long-term success of which largely depends on the existence of a robust risk identification and management system that helps identify and mitigate various risks. The Company's risk management framework works at various

Management Discussion and Analysis Report *(Contd.)*

levels across the business. It reviews its systems periodically to ensure they are in line with current internal and external environments. Some of the enterprise-level risks identified by the Company and the mitigation measures being implemented are:

Economy Risk

A slowdown in the economy can potentially impact the growth of the Company.

Company's response:

Over the past few years, the Indian economy has been posting strong growth. India is the fastest-growing trillion-dollar economy and the fifth-largest with a nominal GDP of USD 3.5 trillion. India is poised to become the third-largest economy as per the ambitious vision laid down by the Prime Minister of India.

Business Risk

Infrastructure investment slowdown can lead to lower order intake and lower sales.

Company's response:

The company's strong presence across multiple geographical areas assists in mitigating the effects of a downturn in investments in any particular country or region. The Company has a notable domestic and international presence, where investments in infrastructure is regarded as one of the essential drivers for sustainable growth. Further, the Company has diversified its business portfolio to include manufacturing of transmission line towers including monopoles, telecom towers, railway electrification projects, heavy steel structure, all of which provide ample growth opportunities in the future. With more than Fifteen years of sectorial experience, the Company enjoys deep terrain familiarity. The Company's integration measures which includes fabrication and galvanisation has enhanced business competitiveness.

Foreign Currency Risk

Foreign exchange risk arises on future commercial transactions and on all recognised monetary assets and liabilities, which are denominated in a currency other than the functional currency of the Company.

Company's response:

The Company's management has set a policy wherein exposure is identified, a benchmark is set and monitored closely, and accordingly suitable hedges are undertaken. The policy also includes mandatory initial hedging requirements for exposure above a threshold.

Credit risk

The Company's customer profile include public sector enterprises, state owned companies and large private corporates. Accordingly, the Company's customer credit risk is low.

Company's response:

The Company's average project execution cycle is around 18 to 36 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45-90 days and certain retention money to be released at the end of the project. The Company has a detailed review mechanism of overdue customer receivables at various levels within the organisation to ensure proper attention and focus for realisation.

Execution risk

The Company faces execution challenges such as geological surprises, land acquisition, pending approvals and clearances from Government agencies, working in difficult weather conditions, manpower issues, etc.

Company's response:

The Company closely monitors the risks for each project and deploys suitable strategies to effect timely mitigation.

Management Discussion and Analysis Report *(Contd.)*

INTERNAL CONTROL AND THEIR ADEQUACY

The board of directors at the company manages an extensive internal control system. This includes all company plans and policies designed to ensure smooth and effective business operations. The company demonstrates a firm commitment to an all-encompassing and robust risk management framework, reinforced by a carefully planned internal control system. This commitment is a key feature of the company's corporate culture and signifies a deep commitment to excellence and foresight. At the heart of this robust risk management strategy is the creation of a highly skilled internal audit committee, comprised of respected independent directors. This committee works diligently to maintain transparency and robustly protect the organization from any potential manipulations. The committee reports its findings to the board conscientiously, allowing stakeholders to make informed decisions in a constantly changing risk environment.

Complementing this structure, the Company conducts executive committee meetings at regular intervals, where visionary leaders collaborate harmoniously, and devising ingenious strategies to proactively mitigate emerging risks. This collective genius enables the Company to anticipate challenges, pre-empt threats, and navigate complexities with unparalleled acumen. The committee's dedication extends to addressing compliance concerns, fortifying the Company's operational resilience. This commitment to ethics, responsible governance, and sagacious decision-making is woven into the fabric of the organization.

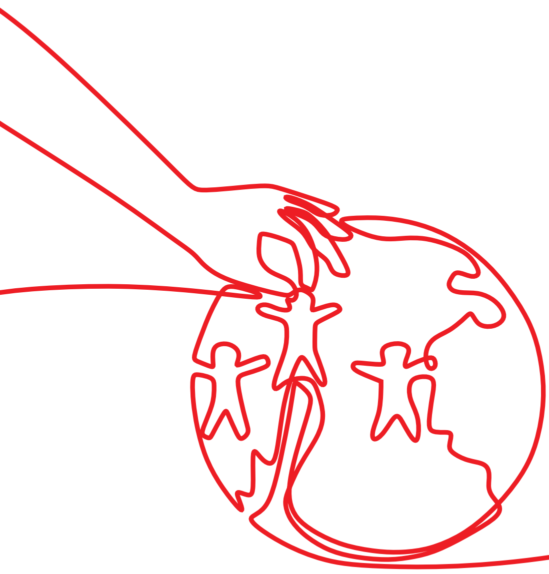
MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

At **Salasar Techno Engineering Limited**, the Company always take pride in upholding its diverse workforce of about 1,417 team members. The Company's diversified, harmonious work culture is nurtured by an open and transparent environment. The Company's recruitment, reward, and recognition procedures are all based on merit, which enables it to consistently attract and retain world-class talent. Today the Company place significant emphasis on promoting growth through continuous learning, and inspiring its employees to align their personal ambitions with the company's objectives. To ensure strong communication and engagement, even the top management regularly interacts with its global team through various communication sessions held throughout the year. This direct link between management and staff demonstrates its dedication to maintaining transparency within the organization.

The Company also encourages open dialogue within its organization via employee feedback. Strictly compliant with the highest standards of ethical, moral, and legal conduct in its business undertaking, the Company have a firm commitment to its moral values and standards. Moreover, the Company have also introduced a Whistle Blower Policy. This policy provides an accessible platform for the esteemed directors, staff, and stakeholders, allowing the reporting of any probable breaches of legal or regulatory standards, inaccuracies on financial reports, or other important issues. The Company also prioritise the safety and well-being of its employees. It conducts adequate trainings, workshops for the personal development of the employees, and also creates awareness programmes to prevent sexual harassment at the workplace.

CAUTIONARY STATEMENT

Statements in this report on 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 or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability, changes in Government regulations, tax regimes, economic developments within India and other factors such as litigation and industrial relations. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.



Business Responsibility & Sustainability Reporting

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	:	L23201DL2001PLC174076
2.	Name of the Listed Entity	:	Salasar Techno Engineering Limited
3.	Year of incorporation	:	2001
4.	Registered office address	:	E-20, , South Extension I, New Delhi, Delhi-110049
5.	Corporate address	:	Unit-1, Khasra No. 265, 281-283, Village- Parsaun, Dasna, P.O. Jindal Nagar, District, Hapur, Gaziabad, Uttar Pradesh-245304
6.	E-mail	:	compliance@salasartechno.com
7.	Telephone	:	+91-9027828618
8.	Website	:	www.salasartechno.com
9.	Financial year for which reporting is being done	:	April 01, 2022 to March 31, 2023
10.	Name of the Stock Exchange(s) where shares are listed	:	NSE & BSE
11.	Paid-up Capital	:	31,57,05,280
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	:	Jitendra Kumar Sharma co.secy@salasartechno.com +91-9027828618
13.	Reporting boundary (Type of Reporting)	:	Standalone

II. Products/services

14. Details of business activities *(accounting for 90% of the turnover):*

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing and Trading in Steel Items	Steel Structure	66.05%
2.	Turnkey Projects (Excluding steel structure)	EPC, Transmission	33.95%

15. Products/Services sold by the entity *(accounting for 90% of the entity's Turnover):*

S. No.	Product/Service	NIC Code	% of total Turnovercontributed
1.	Steel Structure	2511(Manufacture of Structural Metal Products)	66.05%
2.	EPC Projects	4220(Construction of Utility Projects)	33.95%

Business Responsibility & Sustainability Reporting *(Contd.)*

III Operations

16. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	03	17	20
International	-	-	-

17. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	16
International (No. of Countries)	-

b. What is the contribution of exports as a percentage of the total turnover of the entity? – 12.62%

c. A brief on types of customers-

The Company is Engaged in the Manufacturing of Steel Structures such as telecom towers, railway and transmission towers, Monopoles and poles which is supply in India & abroad. The company is also into EPC segment which mainly includes EPC projects for Railways and Transmission and Distribution entities. Therefore, the customers of the company mainly includes the leading Telecom/Tower Companies of India, Indian Railways and state power corporations. Company also supplies to leading EPC companies such as Larsen & Turbo Ltd etc.

IV. Employees

18. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	EMPLOYEES					
1.	Permanent (D)	1077	1069	99.25%	8	0.75%
2.	Other than Permanent (E)	-	-	-	-	-
3.	**Total employees (D + E)**	1077	1069	99.25	8	0.75%
	WORKERS					
4.	Permanent (F)	340	340	100%	-	-
5.	Other than Permanent (G)	969	969	-	-	-
6.	**Total workers (F + G)**	1309	1309	100%	-	-

b. Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)	-	-	-	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	**Total differently abled employees (D + E)**	-	-	-	-	-
	DIFFERENTLY ABLED WORKERS					
4.	Permanent (F)	-	-	-	-	-
5.	Other than permanent (G)	-	-	-	-	-
6.	**Total differently abled workers (F + G)**	-	-	-	-	-

Business Responsibility & Sustainability Reporting *(Contd.)*

19. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	2	25%
Key Management Personnel*	6	1	16.67%

*This also includes MD and Whole time Directors.

20. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	FY 2022-23 (Turnover rate in current FY)			FY 2021-22 (Turnover rate in previous FY)			FY 2020-21 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	25.72%	-	25.72%	18.20%	-	18.20%	18.07%	-	18.07%
Permanent Workers	32.45%	-	32.45%	17.15%	-	17.15%	19.63%	-	19.63%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

21. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Salasar Adorus Infra LLP	Subsidiary entity	51%	No
2.	Salasar-HPL JV	Subsidiary entity	100%	No
3.	Salasar-REW JV	Subsidiary entity	51%	No
4.	Sikka-Salasar JV	Joint-Venture	49%	No

VI. CSR Details

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: **Yes**

(ii) Turnover (in Rs.) **1000.05 Crores**

(iii) Net worth (in Rs.) **399.89 Crores**

VII. Transparency and Disclosures Compliances

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) *(If yes, then provide web-link for grievance redress policy)*	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes CSR Policy (https://salasartechno.com/csr/	0	0	Nil	0	0	Nil
Investors (other than shareholders)	Yes Code of Conduct (https://salasartechno.com/wp-content/uploads/2022/03/code-of-conduct-Policy.pdf)	0	0	Nil	0	0	Nil

Business Responsibility & Sustainability Reporting *(Contd.)*

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) *(If yes, then provide web-link for grievance redress policy)*	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Shareholders	Yes Dividend Distribution Policy (https://salasartechno.com/wp-content/uploads/2022/01/Dividend-Distribution-Policy.pdf)	01	0	No Complaint Pending for resolution	0	0	Nil
Employees and Workers	Yes Grievances Redressal https://salasartechno.com/wp-content/uploads/2023/07/inv.pdf)	0	0	Nil	0	0	Nil
Customers	Yes https://salasartechno.com/wp-content/uploads/2022/01/Vigil-Mechanism-Whistle-Blower-Policy.pdf	0	0	Nil	0	0	Nil
Value Chain Partners	Yes https://salasartechno.com/wp-content/uploads/2022/01/Vigil-Mechanism-Whistle-Blower-Policy.pdf	0	0	Nil	0	0	Nil

24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identifiedw	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Health & Safety	Risk	In the Steel structure manufacturing Industry can impact people.	The company always emphasis on health & safety of the of the employees by conducting regular safety training & programs. The company also have health and safety monitoring committee in place to monitor and promote safety & health of its employees	Negative
2.	Business Ethics	Risk	This may impact brand and trust of stakeholders	Salasar Code of Conduct Monitoring Mechanism to ensure ethical conduct	Negative

Business Responsibility & Sustainability Reporting *(Contd.)*

S. No.	Material issue identifiedw	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Employee Development	Opportunity	This may improve employee competence, skill and knowledge which is key for organizational growth	Learning and Development opportunities for Various Level of Employees	Positive
4.	Regulatory issues and Compliances	Risk	Non-compliance may impact the brand image and customer trust and engagement	Adherence to compliance monitoring system	Negative
5.	Energy Efficiency	Opportunity	This may minimize the greenhouse gas (GHG) emission, Improve resource efficiency, cost saving, cleaner environment etc.	Energy Saving assessments, key initiative to optimize energy efficiency. Focus on renewable source of energy etc.	Positive

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	No	Yes	Yes	Yes	No	Yes	Yes	No
c. Web Link of the Policies, if available	https://salasartechno.com/investors-newsroom/								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4. Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Truste a) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	All the policies are compliant with respective principles of NGRBC guidelines, the Companies Act, 2013, and comply to international standards of ISO 9001:2015, ISO 14001:2015, ISO 45001:2018, ISO 3824-2:2021 & BS EN 1090-1:2009 as applicable to respective policies.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	The company is committed to the principles of NGRBCs. Specifically on climate change, the company has taken several initiatives to conserve water and adopt efficient waste management practices. However, a detailed goal setting exercise on various parameters is underway.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The performance shall be reported once the targets are fixed, while the initiatives during the year resulted in reduction in Green Houses Gases (GHG) intensity, and reduction in the intensity of electricity usage.								

Business Responsibility & Sustainability Reporting *(Contd.)*

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements.

We are committed to implementing innovative approaches to adapt the methodologies and techniques for sustainable development.

Our ultimate goal is to contribute to making the world a better place by implementing impactful actions that are relevant to our business and the communities we operate in. We continually assess our performance in relation to these objectives and strive to achieve the systematic implementation of circular economy principles, safe work practices, the well-being of our employees and workers with social security, and the application of digital innovations to enhance process efficiency and effectiveness.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Alok Kumar Managing Director DIN: 01474484
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, The Company has a well-defined ESG Department who seeks the decision from the MD on various aspects of the environmental and social issues of the Company.

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	All the policies of the Company are either approved by the Board or MD of the Company. Such policies are reviewed periodically or on a need basis by the board/ boad committee / MD. During the review, the effectiveness of the policies is evaluated and necessary amendments to policies and procedures are implemented.																	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Company complies with the applicable rules and regulations and principles as are applicable.																	

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
	The Company's Quality, Environment, Occupational Health & Safety Management Systems are audited and certified as per ISO 9001:2015, 14001:2015 & 45001:2018 Standards. The Company's Tower Manufacturing Plants/process are certified by with ISO 3824-2:2021 and EN ISO 1090-1:2009.								

Business Responsibility & Sustainability Reporting *(Contd.)*

12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)	All principles are covered by policies.								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available forthe task (Yes/No)									
It is planned to be done in the next financialyear (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1 BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE.

Essential Indicators

1. Percentage coverage by training and awareness programs on any of the principles during the financial year:

Segment	Total No. of training and awareness programs held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness program
Board of Directors	04	Business, Strategy, risks and Legal Compliances	100%
Key Management Personnel	03	Anti-bribery and anti-corruption, Salasar code of Conduct etc.	100%
Employees other than BODs and KMPs	13	Occupational health and Safety, Ethical Conduct, Human Rights, Customer Support, Environmental Management System etc.	82%
Workers	24	Fire Emergency and classification of Fire, Motivating for Safe work, social conditions etc.	100%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format:-

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies / judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding Fee	Nil	Nil	Nil	Nil	Nil

Non-Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies / judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil

Business Responsibility & Sustainability Reporting *(Contd.)*

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Nil	**Nil**

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

   Yes. The Company has in place the Anti-Bribery Anti-Corruption Policy in its code of conduct and code of conduct for customers and suppliers which provides for measures to detect and prevent corruption activities. The policy applicable on the employees, subsidiaries, joint ventures, Suppliers and Contractors working with SALASAR and all other individuals or entities with which SALASAR deals or enters transactions in India or abroad. It emphasizes critical areas of the business where corruption, specifically bribery, is likely to occur, such as gifts, hospitality, political & charitable donations etc. The Company has implemented the Anti Bribery Anti-Corruption Policy (AAC)) policies to provide a framework for identifying and managing the risks associated with bribery and corruption, particularly in the context of interactions with government/public officials. The policies are available at the web-link i.e Investors & Newsroom - Salasar Techno Engineering Ltd.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY-2022-23 (Current Financial Year)	FY-2021-22 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	FY-2022-23 (Current Financial Year)		FY-2021-22 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest. **Nil**

Leadership Indicators

1. Awareness programs conducted for value chain partners on any of the principles during the financial year:

Total No. of awareness programs held	Topics/ principle covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programs
-	-	-

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? **(Yes/ No)** If yes, provide details of the same.

   Yes. Conflict of interest refers to a situation of conflict between Board Members' personal interests (which may be financially or otherwise) and his / her duty as a Director of the Company. The Company does have a practice to obtain signed Annual Disclosure from each director at the beginning of the financial year. Further, each director is duty-bound to give signed disclosure to the Company with respect to any change in his / her interest during the financial year. As a process, the interested director is not allowed to participate in the discussion and vote on the business item taken up for approval in which the concerned director remains present.

Business Responsibility & Sustainability Reporting *(Contd.)*

PRINCIPLE 2 BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively

	Current financial year	Previous financial year	Details of improvements in environmental and social impacts
R&D	-	-	-
Capex	-	-	-

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes. The company has a well-defined Supplier Code of Conduct, which incorporates different areas of what is expected of SALASAR suppliers in accordance with the company's Values. The Company has laid adequate emphasis on sustainable sourcing practices such as consolidation of requirements, coordination with the planning team to reduce material wastage, optimize inventory, maximize equipment efficiency, and manage the life cycle cost of procured items. These steps are reinforced in the supply chain processes right from requirement gathering, vendor development, value engineering, awarding of the order, successful order execution, and a periodic vendor evaluation mechanism. The Supplier Code of Conduct covers anti-bribery requirements. The Company also conforms to responsible sourcing with respect to emissions, safety, human rights, and ethics, apart from the economic considerations as part of the sourcing procedure. Conformity to labor principles and related laws are mandatory qualification requirements for all supplies and services.

b. If yes, what percentage of inputs were sourced sustainably?

The company's main material suppliers are well-known companies that have obtained essential ISO certifications related to environmental protection, product quality, and human rights protection within their organization.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for

(a) Plastics (including packaging)	NA*
(b) E-waste	NA*
(c) Hazardous waste	NA*
(d) other waste.	NA*

*(NA - Not Applicable): Since the company is not a consumer goods company, it is a Manufacturing of steel structure & EPC company involved in Power Transmission & Distribution, Railways, steel structure. Hence, there is no specific product to reclaim at the end of its life. However, appropriate measures are implemented to recycle, reuse and dispose the waste generated during the course of manufacturing, maintenance and execution on the project sites, ensuring compliance with the regulatory requirements.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

No.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

LCA has not been conducted as of now. However, the Company plans to carry out LCA for some products/service in the portfolio in the upcoming year.

NIC Code	Name of Product /Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/ No) If yes, provide the web-link.
-	-	-	-	-	-

Business Responsibility & Sustainability Reporting *(Contd.)*

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product/Service	Descriptions of the risk/ concern	Action taken
N/A	N/A	N/A

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input Material	Recycled or re-used input material to total material	
	FY-2022-23 (Current financial Year)	FY-2021-22 (Previous Financial Year)
NA	NA	NA

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
Plastic (Including Packaging)	-	-	-	-	-	-
E-waste	-	-	-	-	-	-
Hazardous Waste	-	-	-	-	-	-
Other Waste	-	-	-	-	-	-

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
NA	NA

PRINCIPLE 3 BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

Essential Indicators

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefit		Paternity Benefit		Day Care Facility	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number D	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	1069	648	60.62%	1069	100%	-	-	-	-	-	-
Female	8	-	-	05	62.5%	8	100%	-	-	-	-
Total	1077	648	60.62	1074	99.72%	-	-	-	-	-	-
Other than permanent employee											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-

Business Responsibility & Sustainability Reporting (Contd.)

b. Details of measures for the well-being of workers:

Category	% of Workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefit		Paternity Benefit		Day Care Facility	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number D	% (D/A)	Number (B)	% (B/A)	Number (C)	% (C/A)
Permanent Workers											
Male	340	340	100%	340	100%	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	340	340	100%	340	100%	-	-	-	-	-	-
Other than Permanent Workers											
Male	969	592	61.09%	969	100%	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	969	592	61.09%	969	100%	-	-	-	-	-	-

2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF*	67%	100%	Yes	73%	100%	Yes
Gratuity	100%	100%	NA	100%	100%	NA
ESI*	52%	100%	Yes	60%	100%	Yes

***Applicable to employees as per the threshold limit prescribed under the specific Act.**

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes, The Company has conducted a detailed survey/study of requirements for accessibility for differently abled people at our necessary measures have been implemented at offices and other locations.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

The Company abides by its Equal Opportunity Policy, which emphasizes its dedication to providing equal opportunities to all, including individuals with disabilities.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent Employee		Permanent Workers	
	Return to Work Rate	Retention Rate	Return to Work Rate	Retention Rate
Male	NA	NA	NA	NA
Female	NA	NA	NA	NA
Total	NA	NA	NA	NA

Business Responsibility & Sustainability Reporting *(Contd.)*

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of mechanism in brief)
Permanent Workers	**Yes**
Other than Permanent Workers	Salasar Techno Engineering Limited has implemented a) Grievance Redressal Policy, b) Whistle Blower Policy, among others. The employees / workers can raise their grievances under respective policies based on subject matter. Employees / Workers can report any grievances related to their association with the Company by sending an email to HR Department- mstyagi@salasartechno.com. For any whistleblower complain, it can be reported by calling on helpline number at +91-7830285494 or by sending a complaint letter on the company address – Salasar Techno Engineering Limited, Unit-I, Khasra No. 265, 281-283, Vill. Parsaun, Dasna, Hapur, UP-201313.
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity:

	FY 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Total employees / workers in respective category (A)	No. of employees /workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees/ Workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-
Total Permanent Workers						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-

8. Details of training given to employees and workers:

Category	FY 2022-23 (Current Financial Year)					FY 2021-22 (Previous Financial Year)				
	Total (A)	On health and safety measure		On Skill upgradation		Total (D)	On health and safety measure		On Skill upgradation	
		No. (B)	% (B/A)	No.(C)	% (C/A)		No. (E)	% (E/D)	No. F	% (F/D)
Employees										
Male	1069	683	63.89%	590	55.09	892	544	60.98%	490	54.93%
Female	8	-	-	-	-	5	-	-	-	-
Total	1077	683	63.41%	590	54.78%	897	544	60.64%	490	54.62%
Workers										
Male	340	285	83.23%	235	69.11	466	363	77.89%	320	68.66%
Female	0	0	0	0	0	0	0	0	0	0
Total	340	285	83.23%	235	69.11%	466	363	77.89%	320	68.66%

Business Responsibility & Sustainability Reporting *(Contd.)*

9. Details of performance and career development reviews of employees and worker:

Category	FY 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
EMPLOYEES						
Male	1069	783	73.24%	892	592	66.36%
Female	8	5	62.5%	5	4	80.00%
Total	1077	788	73.16	897	596	66.44%
WORKERS						
Male	340	340	100%	466	466%	100%
Female	-	-	-	-	-	-
Total	340	340	100%	466	466	100%

10. Health and safety management system:
   a. Whether an occupational health and safety management system has been implemented by the entity? ***(Yes/ No).*** If yes, the coverage such system? - The Company has implemented Occupational Health and Safety Management system implemented across the organization.
   b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

      All business units have a systematic activity conducted for identification of hazards originating from occupational activities regularly. The risks are categorised based on frequency and severity. The risks which are rated high in terms of severity, are considered critical and actions are taken to minimise/eliminate the risks. In certain cases, irrespective of lower probability of any risk if they are perceived critical, actions are taken to mitigate them.
   c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

      Yes, we have a defined process. The workers are provided with awareness trainings at all stages right from identification of hazardous activities, risk associated and the outcome of such activities. Workers are provided with appropriate communication channels to help them report any work-related hazards such as daily meetings, weekly safety committee with the head of the department and project leadership teams. Monthly safety committee meetings are conducted to discuss the performance and issues, which may affect EHS performance
   d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? ***(Yes/ No)***

      Yes, they are provided with the facility as per need basis
11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	0.58	0.58
Total recordable work-related injuries	Employees	-	-
	Workers	-	-
No. of fatalities	Employees	-	-
	Workers	2	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

12. Describe the measures taken by the entity to ensure a safe and healthy work place:

    All conditions of the workplaces are assessed thoroughly. It is ensured that workplaces have safe and conducive environment. Whenever, workplace (sites/plant areas) are found unfit to work, those areas are prohibited to work until repaired. Frequent internal audits, safety walk downs are undertaken. The company ensures in staying updated of the occupational / contagious diseases to maintain healthy workplace and preventive measures are implemented. Workers

Business Responsibility & Sustainability Reporting *(Contd.)*

are also provided with safety induction during the joining process.

13. Number of Complaints on the following made by employees and workers

	FY 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	-	-	NIL	-	-	NIL
Health & Safety	-	-	NIL	-	-	NIL

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	-
Working Conditions	-

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

    1) All incidents are duly investigated, lesson learnt are disseminated and corrective actions are initiated immediately.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of

   (A) Employees (Y/N) : **YES**

   (B) Workers (Y/N).: **YES**

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

   The Company conducts statutory compliance reviews and due diligence assessments on a regular basis to ensure strict adherence to the regulations governing dues deduction. The Company ensures all applicable clauses regarding statutory dues are incorporated in agreement with value chain partners.

3. Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable Employment	
	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Employees	-	-	-	-
Workers	2	-	-	-

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? ***(Yes/ No)***

   Yes, subject to requirements, The company provides opportunity for engagement on specific projects/assignments across the company.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	-
Working Conditions	-

Business Responsibility & Sustainability Reporting *(Contd.)*

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners. – Significant Risks/concerns if any related to health & safety practices & working conditions are evaluated during the assessment.

   No such assessment done during FY 2022-23.

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

   Stakeholders are groups of individuals that have an influence or can be influenced by the Company, directly or indirectly. SALASAR has identified its internal stakeholders like employees, leadership team, senior executives, workers, etc. by conducting multiple interaction sessions as well as reviewing key documents of the Company like the charter and organizational chart. The external stakeholders like customers, regulatory authorities, suppliers, communities etc. were identified with the help of some business cases or understanding the entire value chain of the company and listing them out.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	Engagement surveys, notices, training and development initiatives, get-togethers, cultural events.	As an when required	Employee engagement, employee capability development, career progression, Reward and Recognition, enabling work culture and work life balance.
Investors and Shareholders	No	Quarterly earing calls, investors presentation, Press Release and Financial Reports, communication of financial results via prominent newspaper.	Quarterly (In case of AGM Annually)	Financial performance, Protection of right of all stakeholders, robust strategy for long-term value creation.
Customers	No	Client Meetings, Periodic Project review meetings.	Quarterly	Product Pricing, IT Deployment, Customer privacy and data protection, customized solution.
Suppliers	No	Site Visit and inspection, Suppliers Annual Visit, Regular interaction	Annually	On-time settlement of invoices, fair registration and procurement process.
Communities	Yes	Community projects, Awareness workshop.	Ongoing	Transparency, Advancing sustainability, ethical, contribution to community welfare.
Government and regulatory authorities	No	Responding to government circulated notifications, statutory filling and disclosures.	As per when required	Disclosure corporate governance, adequacy of solvency fair and transparent reporting, timely compliances.

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

Business Responsibility & Sustainability Reporting *(Contd.)*

The Company conducts a thorough assessment of its material issues by consulting with its key stakeholders to determine the importance of environmental, social, and governance issues to the Company. This evaluation involves a systematic approach where the inputs of stakeholders are gathered, and the feedback is then compiled and presented to the Business Heads. The board of the Company has several committees, including the Stakeholder Relationship Committee, Corporate Social Responsibility Committee, and Risk Management Committee. Accordingly, during the quarterly management review meetings annual general meetings and other board – level meetings, these committees review the inputs provided by the stakeholders are discussed and devise an action plan is devised to address them. These inputs from stakeholders also help the Company to develop its business strategy. The relevant updates are provided to the board/respective committees of the board on a periodic basis

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

   Yes. SALASAR undertook a materiality assessment and proactively engaged with the organization's important external and internal stakeholders. Their inputs were considered in identification of the key ESG topics for the Company

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

   No instances occurred.

PRINCIPLE 5 BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total (A)	No. of employees/ workers covered (B)	% (B / A)	Total (C)	No. of employees/ workers covered (D)	% (D / C)
Employees						
Permanent	1077	1077	100%	897	897	100%
Other than permanent	-	-	-	-	-	-
Total Employees	1077	1077	100%	897	897	100%
Workers						
Permanent	340	340	100%	466	466	100%
Other than permanent	-	-	-	-	-	-
Total Workers	340	340	100%	466	466	100%

Business Responsibility & Sustainability Reporting *(Contd.)*

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2022-23 Current Financial Year					FY 2021-22 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B /A)	No. (C)	% (C /A)		No. (E)	% (E /D)	No. (F)	% (F /D)
Employees										
Permanent	1077	147	13.64	930	86.35%	897	80	8.91%	817	91.08%
Male	1069	147	13.75	922	86.25%	892	80	8.97%	812	91.03%
Female	08	-	-	08	100%	05	-	-	05	100%
Other Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Workers										
Permanent	340	340	100%	-	-	466	466	100%	-	-
Male	340	340	100%	-	-	466	466	100%	-	-
Female	-	-	-	-	-	-	-	-	-	-
Other Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-

3. Details of remuneration/salary/wages, in the following format:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	03	₹ 246.05 Lakhs	01	₹63.89 Lakhs
Key Managerial Personnel	02	₹ 47.29 Lakhs	00	-
Employees and Workers other than BoD and KMP	1405	₹ 3,945.95 Lakhs	06	₹37.39 Lakhs

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? **(Yes/No)**

   Yes, SALASAR is dedicated to safeguarding human rights throughout its entire value chain, including its workers, employees, and other key stakeholders involved in its operations. To ensure transparency, fairness, and equality, SALASAR has established systems and practices. SALASAR's Corporate Human Rights Policy provides guidelines for parties to follow when conducting business with SALASAR. These guidelines include adhering to all applicable human rights laws and national laws, avoiding human rights abuses, respecting the rights of people in communities impacted by business activities, and treating everyone fairly and without discrimination. SALASAR's Corporate Human Rights Policy extends to its subsidiaries, joint ventures, suppliers, vendors, and contractors. The Human Rights policy is available internally for the stakeholders of the company. There is a dedicated officer of SALASAR for addressing human rights issues. If any employees have concerns or complaints regarding the violation of human rights, they can report them to mstyagi@salasartechno.com.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

   We have a grievance redressal policy that deals with such issues, for redressing grievances related to human rights issues. If any employees have concerns or complaints regarding the violation of human rights, they can report them on mstyagi@salasartechno.com.

Business Responsibility & Sustainability Reporting *(Contd.)*

6. Number of Complaints on the following made by employees and workers:

	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	No Complaint Received	Nil	Nil	No Complaint Received
Discrimination at workplace	Nil	Nil	No Complaint Received	Nil	Nil	No Complaint Received
Child Labour	NA	NA	NA	NA	NA	NA
Forced Labour/Involuntary Labour	Nil	Nil	No Complaint Received	Nil	Nil	No Complaint Received
Wages	Nil	Nil	No Complaint Received	Nil	Nil	No Complaint Received
Other human rights related issues	Nil	Nil	No Complaint Received	Nil	Nil	No Complaint Received

7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

   The Company has an institutionalized mechanism of dealing with complaints of sexual harassment through a formal POSH committee constituted in line with the Company's Policy on the 'Anti Sexual Harassment policy'. The Company has complied with provisions under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the same.

8. Do human rights requirements form part of your business agreements and contracts?

   YES

9. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100% assessed by Company.
Forced/involuntary labour	100% assessed by Company.
Sexual harassment	100% assessed by Company.
Discrimination at workplace	100% assessed by Company.
Wages	100% assessed by Company.
Others – please specify	-

10. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

    No concerns were raised during the reporting period.

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

   The company has processes to address any human rights grievances or complaints, e.g., Grievance redressal policy, Prevention of Sexual Harassment at Workplace policy, corporate Human rights policy etc.

2. Details of the scope and coverage of any Human rights due-diligence conducted.

   Human Rights Due Diligence was not conducted during the reporting year.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

   Yes, Most of our company premises are accessible to differently abled employees and visitors.

Business Responsibility & Sustainability Reporting *(Contd.)*

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	-
Discrimination at workplace	-
Child Labour	-
Forced Labour/Involuntary Labour	-
Wages	-
Others – please specify	-

Note: Value chain partners such as material suppliers, contractors are evaluated periodically. However, major material suppliers including raw material, capital machineries and high value suppliers are assessed based on Salasar Code of Conduct and parameters such as child labour, forced labour, sexual harassment, discrimination.

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

   No concerns were raised during the reporting year.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2022-23 *(Current Financial Year)*	FY 2021-22 *(Previous Financial Year)*
Total electricity consumption (A)(TJ)	12.12	9.76
Total fuel consumption (B)(TJ)	46.88	37.62
Energy consumption through other sources (Solar Energy) (C)(TJ)	1.69	2.02
Total energy consumption (A+B+C)(TJ)	60.69	49.41
Energy intensity per rupee of turnover *(Total energy consumption/ turnover in rupees)*	6.05×10^{-9}	7.12×10^{-9}

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

   No.

Business Responsibility & Sustainability Reporting *(Contd.)*

3. Provide details of the following disclosures related to water, in the following format:

Water withdrawal by source (in kilolitres)		
Parameter	**FY 2022-23 *(Current Financial Year)***	**FY 2021-23 *(Previous FinanciaIYear)***
(i) Surface water	-	-
(ii) Groundwater	25707.5	10425.5
(iii) Third party water	-	-
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	25707.5	10425.5
Total volume of water consumption (in kilolitres)	25707.5	10425.5
Water intensity per rupee of turnover *(Water consumed / turnover)*	0.0000025	0.0000015

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

   Yes, Company is having three plants situated in hapur, UP, the company is having Zero Liquid Discharge mechanism in its plant-I, being flux regeneration system is used. In Plant-II and Plant III, ETP is used to treat the discharged water. Treated water is again used in GI Plant. The water discharged in shape of sludge is sold to government authorized recycler.

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	***Please specify unit***	***FY 2022-23 (Current Financial Year)***	***FY 2021-22 (Previous Financial Year)***
NOx	mg/Nm3	11.5	12.6
SOx	mg/Nm3	9.7	4.8
Particulate matter (PM)	PM	40	38
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Others – please specify	-	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Environmental monitoring is done by the agency Global Enviro Laboratories, at various plants and project site locations.

Business Responsibility & Sustainability Reporting *(Contd.)*

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	*Unit*	*FY 2022-23 (Current Financial Year)*	*FY2021-22 (Previous Financial Year)*
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	*Metric tonnes of CO2 equivalent*	No Assessment Conducted during the period.	
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	*Metric tonnes of CO2 equivalent*		
Total Scope 1 and Scope 2 emissions per rupee of turnover			
Total Scope 1 and Scope 2 emission intensity *(optional)* – the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

7. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

   As a Company that focuses on environment-friendly practices, the company recognizes the need to implement measures to reduce emissions caused using fuel. SALASAR has at various office and manufacturing locations, the company is replacing conventional light fittings with energy efficient LED lights. We have replaced light diesel oil (LDO) with alternate fuel LPG to reduce GHG emissions. The company installed the Solar Power Plant to utilize the green energy instead of Fuel Energy.

8. Provide details related to waste management by the entity, in the following format:

Parameter	*FY 2022-23 (Current Financial Year)*	*FY 2021-22 (Previous Financial Year)*
Total Waste generated (in metric tonnes)		
Plastic waste ***(A)(in MT)***	-	-
E-waste ***(B)(In MT)***	0.12	-
Bio-medical waste ***(C)(in MT)***	-	-
Construction and demolition waste ***(D)***	-	-
Battery waste ***(E)***	-	-
Radioactive waste ***(F)***	-	-
Other Hazardous waste. Please specify, if any. ***(G)(in MT)***	9.825	7.075
Other Non-hazardous waste generated ***(H).*** *Please specify, if any.* (Break-up by composition i.e. by materials relevant to the sector) Process Waste Zinc Ash	 5070.67 455.79	 5348.67 411.66
Total (A+B + C + D + E + F + G + H)	5536.40	5767.40
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	5526.58	5760.33
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total		

Business Responsibility & Sustainability Reporting *(Contd.)*

Parameter	*FY 2022-23 (Current Financial Year)*	*FY 2021-22 (Previous Financial Year)*
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste	-	-
(i) Incineration	-	-
(ii) Landfilling	9.825	7.075
(iii) Other disposal operations	-	-
Total	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

   The waste generated is segregated and collected at our manufacturing plants. Effluents are treated through ETP, While ETP sludge is disposed to authorized recycler from plants and sites. Other hazardous waste is also disposed to approved and authorized recyclers. Metallic waste like structural steel, Mild stainless steel, zinc ash and E-waste generated from plants is sold to the authorized recycler.

10. the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
The Company does not have any plants and offices in the above-mentioned areas. Where EPC operations are carried out at the projects sites environmental approval and clearance are obtained by the clients/owner of the project.			

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
In Case of EPC operations of company environmental impact assessment of project are undertaken by the client/owner of the project.					

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

The entity is compliant with the environmental laws.

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Nil				

Business Responsibility & Sustainability Reporting *(Contd.)*

Leadership Indicators

1. Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

Parameter	FY2022-23 *(Current Financial Year)*	FY 2021-22 *(Previous Financial Year)*
From renewable sources		
Total electricity consumption (A)(In TJ)	**1.69**	2.02
Total fuel consumption (B)(In TJ)	**-**	-
Energy consumption through other sources (C)(in TJ)	**-**	-
Total energy consumed from renewable sources (A+B+C)(TJ)	**1.69**	2.02
From non-renewable sources		
Total electricity consumption (D)(In TJ)	**12.12**	**9.76**
Total fuel consumption (E)(In TJ)	**46.88**	**37.62**
Energy consumption through other sources (F)	**-**	**-**
Total energy consumed from non-renewable sources (D+E+F)(TJ)	**59.00**	**47.38**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

2. Provide the following details related to water discharged:

Parameter	FY2022-23 *(Current Financial Year)*	FY 2021-22 *(Previous Financial Year)*
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	**-**	-
- No treatment	**-**	-
- With treatment – please specify level of treatment	**-**	-
(ii) To Groundwater	**-**	-
- No treatment	**-**	-
- With treatment – please specify level of treatment	**-**	-
(iii) To Seawater	**-**	-
- No treatment	**-**	-
- With treatment – please specify level of treatment	**-**	-
(iv) Sent to third-parties	**-**	-
- No treatment	**-**	-
- With treatment – please specify level of treatment	**-**	-
(v) Others	**-**	-
- No treatment	**-**	-
- With treatment – please specify level of treatment	**-**	-
Total water discharged (in kilo litres)	**-**	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

Business Responsibility & Sustainability Reporting *(Contd.)*

3. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres): Not Applicable

For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area

(ii) Nature of operations

Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2022-23 *(Current Financial Year)*	FY 2021-22 *(Previous Financial Year)*
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	**25707.53**	10425.05
(iii) Third party water	-	-
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres)	-	-
Total volume of water consumption (in kilolitres)	-	-
Water intensity per rupee of turnover *(Water consumed / turnover)*	**0.0000025**	0.0000015
Water intensity *(optional)* – the relevant metric may be selected by the entity	-	-
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) Into Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) Into Seawater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	-	-

Currently, the company does not have an assessment of operations that could be in water stressed area, same would be done in the coming years

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

Business Responsibility & Sustainability Reporting *(Contd.)*

4. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	*Unit*	*FY 2022-23 (Current Financial Year)*	*FY2021-22 (Previous Financial Year)*
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	*Metric tonnes of CO2 equivalent*	No Assessment conducted.	
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission intensity *(optional)* – the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

5. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

   NA.

6. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1.	Installation of a 535 KW rooftop solar plant at the Unit 3 Plant.	SALASAR has installed a 535 KW rooftop solar plant at a factory situated in Hapur, U.P. which generates 5.62 Lakh units	This project has resulted in an emissions savings of GHG reduction and using potential to save natural resourses.

7. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

   Yes, the company has implemented emergency preparedness plans at each project site to effectively handle emergency situations. These plans include response procedures aimed at preventing and mitigating hazards, risks, and environmental impacts associated with emergencies. The plans also encompass provisions for first aid. In the event of an emergency, a thorough investigation will be conducted, and appropriate preventive measures will be taken to prevent future recurrences. We ensure that relevant information and training on emergency preparedness and response are provided to all stakeholders. Additionally, the duties and responsibilities of all workers are regularly communicated.

8. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

   We have received no reports of any major adverse impacts from our partners in the value chain. Our vendors and service providers are expected to adhere to a SALASAR Supplier/customer Code of Conduct that covers compliance with environmental regulations, health and safety standards, labor practices, human rights, minimum wage requirements, freedom of association, the prohibition of child labor and forced labor, ethical behavior, transparent business processes, and environmental conservation.

9. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

   The company endeavors that all its value chain partners comply with the policies of the company. The certification of SALASAR Supplier Code of Conduct is obtained from all major material suppliers which covers the need for compliance including environmental regulations. We are working towards bettering our evaluation and auditing mechanism and making it more specific to Sustainability requirements as well as our material points.

Business Responsibility & Sustainability Reporting *(Contd.)*

PRINCIPLE 7 BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations:- 04

   b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to: Total 04

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	IEEMA	National
2	Project Export Promotion Council of India	National
3	EEPC India	National
4	Federation of Indian Export organization	National

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities

Name of Authority	Brief of The Case	Corrective action taken
Nil	Nil	Nil

Leadership Indicators

1. Details of public policy positions advocated by the entity:

   SALASAR does not engage in any form of lobbying activities. However, it actively works for improvement of public good and therefore engages with business forums and trade associations. SALASAR's senior executives are active members of industry bodies that participate in the development of public policy that addresses issues affecting industry, business, and clients.

S. No.	Public Policy Advocated	Method resorted for such advocacy	Whether information available in public domene (Y/N)	Frequency of review by board (Annually/ Half yearly/ Quarterly/ Other-please specify	Web Link, if Available
	NA	NA	NA	NA	NA

Business Responsibility & Sustainability Reporting *(Contd.)*

PRINCIPLE 8 BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and Brief Details of Project	SIA Notification No.	Date of Notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web link)
NIL					

2. provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of project affected families (PAFs)	% of PAFs covered by R&R	Amount paid in the FY (In INR)
No rehabilitation and resettlement were undertaken by the entity during the reporting year						

3. Describe the mechanisms to receive and redress grievances of the community.
   The CSR team and Projects/Plant teams are in regular connection with the community in and around the Plant as well as Project site locations. This regular engagement with the key community stakeholders ensures that the grievances are addressed at the local level. The Plant & Site location teams are the first point of contact for the local communities and the redressal takes place mostly on one-on-one basis.
4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Directly sourced from MSMEs/ small producers	19.20%	8.59%
Sourced directly from within the district and neighbouring districts	-	-

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above): Not Applicable

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S.No.	State	Appraisal District	Amount Spent (In INR)
1.	Uttar Pradesh	Ghaziabad	30,94,617
2.	Uttar Pradesh	Meerut	6,50,000
3.	Uttar Pradesh	Noida	5,00,000
4.	Delhi	Delhi	21,80,000
5.	Madhya Pradesh	Bhilai	7,00,000

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

   No

   (b) From which marginalized /vulnerable groups do you procure?

   Not Applicable

   (c) What percentage of total procurement (by value) does it constitute?

   Not Applicable

Business Responsibility & Sustainability Reporting *(Contd.)*

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

   Not Applicable

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

   Not Applicable

6. Details of beneficiaries of CSR Projects.

S.No.	CSR Project	No. of Persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1.	Shakti Shalini	162	All The CSR projects include beneficiaries from vulnerable and marginalized backgrounds including women, children, persons with disabilities, the elderly, Scheduled Caste, Scheduled Tribe, Other backward classes, etc. No bifurcation of such data was done in this financial year.
2.	Rotary Foundation (India)	2000	
3.	Seva Samarpan Kalyan Samiti	200	
4.	Vinayak Charitable Eye Hospital Trust	1500	
5.	Rotary Noida	337	
6.	Goonj	350	
7.	Planet abled India foundation	4	

PRINCIPLE 9 : BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

   The Company does not provide/sell its products or services to end consumers. The products and services supplied by SALASAR are generally industrial inputs that are used for commercial purposes and not by end consumers. The company is also executing infrastructure projects, in such case it receives satisfactory project completion report which signifies its quality of work, project execution skills, ethical business dealings and compliance with agreed specifications and contractual requirements in a manner that results in high degree of customer satisfaction.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Type	As a percentage to total turnover
Environment and Social parameters relevant to the product	Not Applicable
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

	FY 2022-23 (Current financial Year)		FY 2021-22 (Previous Financial Year)	
	Received during the Year	Pending resolution at the end of the year	Received during the Year	Pending resolution at the end of the year
Data Privacy	Nil	Nil	Nil	Nil
Advertising	Nil	Nil	Nil	Nil
Cyber-security	Nil	Nil	Nil	Nil
Delivery of essential services	Nil	Nil	Nil	Nil
Restrictive trade practices	Nil	Nil	Nil	Nil
Unfair trade practices	Nil	Nil	Nil	Nil
Others	Nil	Nil	Nil	Nil

Business Responsibility & Sustainability Reporting *(Contd.)*

4. Details of instances of product recalls on account of safety issues.

	Number	Reason for recall
Voluntary Recalls	NA	NA
Forced Recalls	NA	NA

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? **(Yes/No)** If available, provide a web-link of the policy.

   Yes. Cyber security practices are being implemented under the guidance of Risk Management Committee of the Company. These Practices are grouped into people, process, and technology control areas under the Company-wide Cyber Security Assurance Framework. Employee awareness on cybersecurity is being enhanced through initiatives such as online cyber security awareness campaign on phishing and e-mail securities. Network devices, server operating system and hardware are upgraded periodically. The Company also actively monitors security logs to detect any malicious attempt and takes the necessary to mitigate the risk. Adequate data safety is ensured during its creation, storage, transit, and retrieval. The policy is available in the internal portal of the company.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services: None

Leadership Indicators

Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available):- Website – www.salasartechno.com.

1. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

   Not Applicable.

2. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

   Not Applicable.

3. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

   Yes. the towers manufactured by SALASAR carry adequate labeling and codes thereby providing adequate information to Clients. The Company also displays Client specified information viz. Client name, the project name for which the tower is being supplied etc. SALASAR seeks feedback from its clients on the completion on of project. In EPC business, Customer satisfaction is noted at "Project Completion Certificate" and various clients across all businesses have issued satisfactory project Completion Certificate during FY 2022-23.

4. Provide the following information relating to data breaches:

   a. Number of instances of data breaches along-with impact

      Nil

   b. Percentage of data breaches involving personally identifiable information of customers

      Nil

Financial Section

Independent Auditor's Report

To the Members of

SALASAR TECHNO ENGINEERING LIMITED

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **SALASAR TECHNO ENGINEERING LIMITED** ("the Company"), which comprise 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 flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (the"Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its profits, total 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 Companies Act, 2013. 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(" ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone 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 financial statements of the current period.

We have not determined any matters to be the key audit matters to be communicated in our report.

Information other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report thereon which is expected to be made available to us after that date.

Our opinion on the Standalone Financial Statements does not cover the other information and we will 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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge

obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information and if we conclude that there is a material misstatement therein, we will communicate the matter to those charged with governance and take necessary action as per applicable laws and regulations.

Management's Responsibility 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 IND AS and other accounting principles generally accepted in India.

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 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

Independent Auditor's Report *(Contd.)*

operations, or has no realistic alternative but to do so.

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

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

(a) 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.

(b) As part of an audit in accordance with SAs, we exercise professional judgement 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 financial controls system in place and the operating effectiveness of such controls.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

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

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

(e) 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.

(f) 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 be reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

Independent Auditor's Report *(Contd.)*

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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 31st March, 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its director during the year is in accordance with the provisions of section 197 of the Act.

h) 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 Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements (See Note 45 to the Standalone Financial Statements).

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whetherrecorded in writing or otherwise, that the Intermediary shall, whether, 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 has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that theCompany 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 the audit procedures that have been considered reasonable and appropriatein the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(d) (A) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(B) No interim dividendhas been declared and paid by the Company during the year and until the date of this report.

(C) The Board of Directors of the Company have proposed final

Annexure A to the Independent Auditor's Report

dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

v. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

2. 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 Companies Act, 2013, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For VAPS & Company
Chartered Accountants
ICAI Firm Registration Number: 003612N

Praveen Kumar Jain
Partner
Membership Number: 082515
UDIN: 23082515BGWJSX4220

Place: Noida
Date : May 27, 2023

Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Salasar Techno Engineering Limited of even date)

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

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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 Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent 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 over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence obtained by us are sufficient and appropriate to provide a basis for our audit

Annexure A to the Independent Auditor's Report *(Contd.)*

opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone 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 Standalone Financial Statements.

Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For VAPS & Company
Chartered Accountants
ICAI Firm Registration Number: 003612N

Praveen Kumar Jain
Partner
Membership Number: 082515
UDIN: 23082515BGWJSX4220

Place : Noida
Date: May 27, 2023

Annexure B to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of SALASAR TECHNO ENGINEERING LIMITED of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

(a) (A) The Company has maintained proper records showing full particulars, includingquantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

Annexure B to the Independent Auditor's Report *(Contd.)*

(c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the Standalone Financial Statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date except the following:

Particulars of the Land and Building	Gross Block as at March 31, 2023 (INR in Lakhs)	Net Block as at March 31,2023 (INR in Lakhs)	Remarks
Khasra No 688, 686/6, 1202, 1202/1, 1240, 1254, 1253, 687, 1231, 1231, 1241,1241, 1247, 1248, 1249, 1250, & 1252 Village – Khera Pilkhua, Tehsil Dhaulana, Distt – Hapur – 245304 (UP)	622.47	622.47	The conveyance deed is in the name of Salasar Stainless Ltd, erstwhile Company that was merged with the Company under Section 230 and Section 232 of the Companies Act, 2013 in terms of the approval of the Honorable National Company Law Tribunal, Special bench, New Delhi

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) According to the information, available to us, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies have been noticed on physical verification.

(b) The Company has been sanctioned working capital limits in excess of ₹ 5 crore,in aggregate, during the year , from banks or financial institutions on the basis of security of current assets. Quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of accounts.

iii. In respect of investments madein, companies, firms, Limited Liability Partnerships, and unsecured loans granted to other parties:

(a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.

(b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.

(c) The Company has not provided any loans or advances in the nature of loans, during the year, and hence reporting under clause 3(iii)(c) of the Order is not applicable.

(d) The Company has not provided any loans or advances in the nature of loans, during the year, and hence reporting under clause 3(iii)(d) of the Order is not applicable.

(e) The Company has not provided any loans or advances in the nature of loans, during the year, and hence reporting under clause 3(iii)(e) of the Order is not applicable.

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

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. 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. We have not made a detailed examination of the records with a view to determine

Annexure B to the Independent Auditor's Report *(Contd.)*

whether they are accurate or complete.

vii. In respect of statutory dues:

(a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There are no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes are given below:

Nature of theStatute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount (₹ in Lakhs)
Uttar Pradesh Value Added Tax Act, 2008	Value Added tax	High Court of Allahabad	Financial Year 2012-13	1.15
Goods and Service Tax Act, 2017	Goods and Services Tax, 2017	Additional Commissioner, Grade-2 (Appeal) Ghaziabad, Uttar Pradesh	Financial Year 2017-18	25.59

viii. There are no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix. (a) According to the records of the Company examined by us and the information and explanation given to us, the company has not defaulted in repayment of loans or borrowings to any bank. Further, there were no dues payable to financial institution or Government or debenture holders as at Balance Sheet date

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) According to the records of the Company examined by us and the information and explanation given to us, the term loans obtained by the Company have been applied for the purpose for which the loans were obtained.

(d) On an overall examination of the Standalone Financial Statements of the Company, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries. Joint ventures or associate companies and hence reporting on clause 3(ix)(f) of the Order is not applicable.

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

(b) During the year, the company has allotted 3,00,00,000 equity shares of INR 1.00 each on preferential basis in compliance with the requirements of Section 42and Section 62 of the Act and the funds raised have been used for the purposes for which they were raised.

xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the Standalone Financial

Annexure B to the Independent Auditor's Report *(Contd.)*

Statements as required by the applicable accounting standards.

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

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

xv. In our opinion during the year the Company has not entered into any non-cash transactions withits Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

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

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors of the Company during the year.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and 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 reportindicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We furtherstate 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.

xx. (a) There are no amount remaining unspent in respect of other than ongoing projects, requiring transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) There are no amounts remaining unspent in respect of ongoing projects, that are required to be transferred to a Special account in compliance with the provision of section 135(6) of the Act.

For VAPS & Company
Chartered Accountants
ICAI Firm Registration Number: 003612N

Praveen Kumar Jain
Partner
Membership Number: 082515
UDIN: 23082515BGWJSX4220

Place : Noida
Date: May 27, 2023

Balance Sheet as at 31st March, 2023

(₹ in Lakh)

Particular	Note No.	As at 31 March 2023	As at 31 March 2022
ASSETS			
Non-current Assets			
Property, Plant and Equipment	2	15,921.59	12,491.52
Capital Work-in-Progress	3	2,140.90	551.91
Right of Use Assets	4	1,260.07	88.26
Intangible Assets	5	29.09	35.61
Financial Assets			
(a)Investments	6	6.20	6.20
(b) Other Financial Asset	7	1,478.34	2,232.11
Other Non-current Assets	8	376.25	1,045.08
Current Assets			
Inventories	9	26,274.44	15,182.15
Financial Assets			
(a)Investments	10	5.16	5.42
(b)Trade Receivables	11	32,726.34	29,032.93
(c)Cash and Cash Equivalent	12	34.37	12.38
(d)Bank balances other than (c) above	13	2,078.46	1,026.19
(e)Other Financial Assets	14	5,369.54	2,531.83
Other Current Assets	15	3,354.42	3,034.05
Current Tax Assets (net)			-
TOTAL ASSETS		**91,055.17**	**67,275.63**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	16	3,157.05	2,857.05
Other Equity	17	36,832.42	25,288.89
Liabilities			
Non-current Liabilities			
Financial Liabilities			
(a) Borrowings	18	3,880.55	3,790.82
(b) Lease Liabilities	19	132.50	13.48
Provisions	20	367.93	324.34
Deferred Tax Liabilities (net)	21	510.05	498.33
Other Non-current Liabilities	22	8.46	9.22
Current Liabilities			
Financial Liabilities			
(a)Borrowings	23	23,163.99	20,523.34
(b)Trade Payables			
(i) Dues of micro and small enterprises (MSME)	24	438.26	270.83
(ii)Dues of creditors other than MSME		6,698.40	4,733.11
(c) Other Financial Liabilities	25	2.18	2.44
Provisions	26	47.30	29.42
Other Current Liabilities	27	15,597.39	8,934.23
Current Tax Liability (Net)	28	218.69	0.12
TOTAL EQUITY AND LIABILITIES		**91,055.17**	**67,275.63**

Notes referred to above and notes attached there to form an integral part of Balance Sheet
This is the Balance Sheet referred to in our Report of even date.

For VAPS & CO.
Chartered Accountants
Firm Registration No : 003612N

For and on behalf of the Board

Praveen Kumar Jain
(Partner)
Membership No. 082515

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN : 00316141

Place : Noida (U.P.)
Date : 27-May-2023
UDIN : 23082515BGWJSX4220

Pramod Kr. Kala
Chief Financial Officer

Jitendra Kr. Sharma
Company Secretary

Statement of Profit and Loss for the year ended 31st March, 2023

(₹ in Lakh)

Particulars	Note No.	For the year ended 31st March, 2023	For the year ended 31st March, 2022
REVENUES			
Revenue from operations	29	1,00,005.66	69,089.98
Other Income	30	236.35	218.75
Total Income		**1,00,242.01**	**69,308.73**
EXPENSES			
Cost of revenue operations	31	87,871.59	57,149.60
Changes in inventories of finished goods, work-in-progress and others	32	(6,611.23)	(2,245.63)
Employee benefits expenses	33	4,637.34	3,801.01
Finance Costs	34	3,123.00	2,061.76
Depreciation and amortization expenses	35	794.97	709.68
Other Expenses	36	4,980.01	3,578.63
Total Expenses		**94,795.68**	**65,055.05**
Profit before Exceptional Items & Taxes		5,446.33	4,253.68
Exceptional Items	37	(64.49)	–
Profit before Tax		**5,381.84**	**4,253.68**
Tax Expenses	38		
(a)CurrentTax		1,357.97	1,096.16
(b)Deferred Tax		14.40	(23.90)
		4,009.47	**3,181.42**
Other Comprehensive Income (OCI)			
(A)Items that will not be classified to profit or loss			
Remeasurements of the defined benefit plans		(10.61)	97.08
Income tax relating to items that will not be classified to profit or loss		2.67	(24.43)
(B)Items that will be classified to profit or loss		–	–
Total Comprehensive Income for the year		**4,001.53**	**3,254.06**
Earning per Equity share of Re. 1 each			
(1)Basic (in ₹)		1.32	1.11
(2)Diluted (in ₹)		1.32	1.11

Notes referred to above and notes attached there to form an integral part of Profit & Loss Statement
This is the Profit & Loss Statement referred to in our Report of even date.

For VAPS & CO.
Chartered Accountants
Firm Registration No : 003612N

For and on behalf of the Board

Praveen Kumar Jain
(Partner)
Membership No. 082515

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN : 00316141

Place : Noida (U.P.)
Date : 27-May-2023
UDIN : 23082515BGWJSX4220

Pramod Kr. Kala
Chief Financial Officer

Jitendra Kr. Sharma
Company Secretary

Cash Flow Statement for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Cash Flow from Operating Activities		
Profit Before Tax	5,381.84	4,253.68
Adjustment for:		
Depreciation and amortisation expenses	794.97	709.68
Finance costs	3,123.00	2,061.76
Dividend income	-	(0.94)
Interest income	(228.36)	(132.20)
(Gain)/ loss on property, plant and equipment	(7.99)	(0.62)
Loss on Discard of Plant, Property and Equipment	64.49	-
Bad debts written off	32.74	2.31
Provision for doubtful debts	86.07	-
Electricity duty refundable	(9.83)	1.25
Provision for employee benefits expense	50.86	95.56
(Gain)/ loss on fair valuation of assets	0.26	(0.16)
Gain on sale of current investment	-	(84.83)
Operating profit before working capital changes	**9,288.05**	**6,905.49**
Adjustments for working capital		
Adjustment for (increase)/ decrease in operating assets		
Inventories	(11,092.29)	(3,363.82)
Trade receivables	(3,812.22)	(5,543.52)
Other financial assets	(2,757.61)	(1,116.17)
Other non-current assets	668.83	(636.59)
Other current assets	(320.37)	(145.57)
Adjustment for increase/ (decrease) in operating assets		
Trade payables	2,132.72	2,276.57
Other current liabilities	6,868.25	2,898.32
Other financial liabilities	(1.03)	(0.04)
Other non-current liabilities		
Cash generated from operations	**974.33**	**1,274.67**
Income Tax Paid	1,357.97	1,096.16
Net cash generated from operating activities (A)	**(383.64)**	**178.52**
Cash Flow from Investing Activities		
Sale (purchase) of current investments	(0.00)	1,098.63
Interest Income	148.26	117.96
Dividend income	-	0.94
Purchase of property, plant and equipment	(5,877.72)	(2,582.21)
Acquisition of right -of-use assets	(1,070.18)	(76.67)
Bank balance (not consider as cash and cash equivalents)	(1,052.27)	(547.12)
Proceeds from sale of property, plant and equipment	34.36	57.49
Net Cash Flow from other financial assets	763.60	(727.59)
Net cash used in investing activities (B)	**(7,053.96)**	**(2,658.57)**

Cash Flow Statement for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Cash Flow from Financing Activities		
Proceeds from issue of share capital	8,157.72	-
Proceeds from non-current borrowings	89.73	731.65
Proceeds from current borrowings	2,640.64	4,085.85
Dividend paid	(315.71)	(285.71)
Finance costs	(3,112.79)	(2,060.76)
Net Cash Flow from Financing Activities (C)	**7,459.60**	**2,471.04**
Net Changes in Cash & Cash Equivalents (A + B + C)	21.99	(9.02)
Add : Opening Cash & Cash Equivalents	12.38	21.40
Closing Cash & Cash Equivalents	**34.37**	**12.38**

This is the Cash Flow Statement referred to in our Report of even date.

For VAPS & CO.
Chartered Accountants
Firm Registration No : 003612N

Praveen Kumar Jain
(Partner)
Membership No. 082515

Place : Noida (U.P.)
Date : 27-May-2023
UDIN: 23082515BGWJSX4220

For and on behalf of the Board

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN : 00316141

Pramod Kr. Kala
Chief Financial Officer

Jitendra Kr. Sharma
Company Secretary

Statement of Changes in Equity for the year ended 31st March, 2023

(₹ in Lakhs)

A. Equity Share Capital (Refer Note -16)

Particulars	Balance as at 1st April, 2021	Changes during the year ended 31st March, 2022	Balance as at 31st March, 2022	Changes during the year ended 31st March, 2023	Balance as at 31st March, 2023
Equity Share Capital	1,428.53	1,428.53	2,857.05	300.00	3,157.05

B. Other Equity (Refer Note - 17)

Particulars	Reserves and Surplus		Other Comprehensive Income	Total
	Securities Premium Reserve	Retained Earnings		
Balance as at March 31, 2021	**7,098.89**	**16,657.42**	**(7.26)**	**23,749.05**
Profit for the period	-	3,181.42	-	3,181.42
Other comprehensive income (loss) for the year, net of tax	-	-	72.64	72.64
Total Comprehensive Income for the year	**-**	**3,181.42**	**72.64**	**3,254.06**
Issue of Equity Shares (net of transition cost)	-	-	-	-
Transfer on conversion of Warrants	-	-	-	-
Issue of Bonus Shares	(1,428.53)	-	-	(1,428.53)
Dividend paid		(285.71)	-	(285.71)
Balance as at March 31, 2022	**5,670.37**	**19,553.13**	**65.38**	**25,288.89**
Profit for the period		4,009.47		4,009.47
Other comprehensive income (loss) for the year, net of tax			(7.94)	(7.94)
Total Comprehensive Income for the year	**-**	**4,009.47**	**(7.94)**	**4,001.53**
Issue of Equity Shares (net of transition cost)	7,857.72			7,857.72
Transfer on conversion of Warrants				-
Issue of Bonus Shares				-
Dividend paid		(315.71)		(315.71)
Balance as at March 31, 2023	**13,528.09**	**23,246.89**	**57.44**	**36,832.43**

Securities Premium Account: This Reserve represents the premium on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013

Retained Earnings: This Reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

The above statement of changes in equity should be read in conjunction with the accompanying notes

For VAPS & CO.
Chartered Accountants
Firm Registration No : 003612N

Praveen Kumar Jain
(Partner)
Membership No. 082515

Place : Noida (U.P.)
Date : 27-May-2023
UDIN: 23082515BGWJSX4220

For and on behalf of the Board

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN : 00316141

Pramod Kr. Kala
Chief Financial Officer

Jitendra Kr. Sharma
Company Secretary

Significant Accounting Policies and Notes to Standalone Financial Statements

Note -1 : Significant Accounting Policies

A. CORPORATE INFORMATION

Salasar Techno Engineering Limited (the 'Company') is a public limited company domiciled in India. Its shares are listed on two stock exchanges in India viz, the Bombay Stock Exchange ('BSE') and the National Stock Exchange ('NSE').The Company has three manufacturing facilities one at Jindal Nagar, Hapur (UP) and two at Khera Dehat, Hapur (UP).

The Company is engaged in the business of manufacturing and sale of Galvanized Steel Structure including Telecom Towers, Transmission Line Towers and Solar Panels.

The Company is also engaged in execution of Engineering, Procurement and Construction projects (EPC) for survey, supply of materials, design, erection, testing & commissioning on a turnkey basis.

B. SUMMARY OF BASIS OF COMPLIANCE, BASIS OF PREPARATION AND PRESENTATION, CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGMENTS AND SIGNIFICANT ACCOUNTING POLICIES

(i) Basis of compliance

The financial statements comply in all material aspects with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the 2013 Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

(ii) Basis of Preparation of Financial Statement

The financial statements have been prepared under the historical cost convention using the accrual method of accounting basis, except for certain financial instruments that are measured at fair values at the end of each reporting period as explained in the significant accounting polices below.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the 2013 Act.

(iii) Critical accounting estimates, assumptions and judgements

The preparation of the financial statements requires management to make estimates, assumptions and judgments that affect the reported balances of assets and liabilities and disclosures as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

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 considering different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Impact on account of revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying values of assets and liabilities within the next financial year are discussed below :

(i) Useful life of Property, Plant and Equipment

The cost of property, plant and equipment is depreciated over the useful life, which is based on expected usage of the assets, expected physical wear and tear, the repair and maintenance program and technoligical obsolescence arising from changes and residual value

(ii) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

(iii) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/ litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

(iv) Allowance for uncollectable accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

(iv) Use of estimates

The preparation of Financial Statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities as at the date of the Financial Statements and the reported amount of revenues and expenses during the reporting period/year.

The difference between the actual results and estimates are recognised in the year in which the results are known/materialise.

All Assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the schedule III

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities

(v) Global health pandemic on COVID-19

The Company has evaluated the impact of COVID pandemic on the operations of the Company, revenue, inventories, investments, property, plant & equipment, current borrowings and trade payables. The management has considered the possible effects, if any, on the carrying amounts of these assets and liabilties up to the date of approval of these results. As per the management's current assessment, no significant impact on carrying amounts of inventories, tangible assets, trade receivables, investments and other financial assets is expected, and management continue to monitor changes in future economic conditions.

(vi) Fair Value Measurement

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or liability acting in their best economic interest. The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

(vii) Property, Plant & Equipment

On transition to IND AS, the Company has adopted optional exception under IND AS 101 to measure Property, Plant and Equipment at fair value. Consequently the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently, Property, Plant and Equipment, other than land, are carried at cost less accumulated depreciation and accumulated impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation on PPEis calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives. However,vehicles, being part of PPE are depreciated on a straight-line method over the shorter of their respective useful lives as prescribed in Schedule -II to the Companies Act, 2013 . Freehold land is not depreciated.

Schedule II to the Companies Act 2013 ('Schedule') prescribes the useful lives for various class of assets. For certain class of assets, based on technical evaluation and assessment, Management believes that, the useful lives adopted by it reflects the periods over which these assets are expected to be used. Accordingly for those assets, the useful lives estimated by the management are different from those prescribed in the Schedule. Management's estimates of the useful lives for various class of fixed assets are as given below:

Assets	Useful Life
Lease hold Land	Over the lease period
Plant & Machinery	15 years
Factory Buildings	30 years
Furniture and Fittings and Office Equipment	3-10 years
Vehicle	8 years

Useful lives and residual values of assets are reviewed at the end of each reporting period.

Losses arising from the retirement of, and gains or losses arising from disposal of PPE are recognised in the Statement of Profit and Loss.

Leasehold land is amortised on a straight line basis over the period of lease.

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Intangible Asset under development includes cost of development of new intangible assets to complete the assets as at the balance sheet date.

Capital Expenditure on tangible assets for research and development is classified under property, plant and equipment and is depreciated on the same basis as other property, plant and equipment.

(viii) Intangible Assets

Intangible assets that are acquired by the Company, which have finite useful lives, are measured at cost less accumulated amortization and accumulated impairment losses (if any). Costs include expenditure that is directly attributable to the acquisition of the intangible assets.

Subsequent Expenditure:

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, are recognized in profit or loss as incurred.

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

Amortization of intangible assets with finite useful lives:

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use.

Computer Softwares are amortised on stright line basis over the estimated useful lives of 6 years.

(ix) Impairment of Non Financial Assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment and additionally whenever there is a triggering event for impairment. Assets that are subject to amortisation and depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount of cash generating units exceeds its recoverable amount.

(x) Inventories

(1) Inventories are valued at the lower of cost or net realisable value.

Costs incurred in bringing each product to its present location and condition is accounted for as follows:

- Raw materials: are valued at cost on FIFO basis or net realisable value, whichever is lower.
- Finished goods and work in progress and stores, spare parts and packing materials: are valued at cost or net realisable value, whichever is lower. In the case of finished goods and work in process cost comprises of material, direct labour and applicable overhead expenses.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. These are valued at cost or net realisable value, whichever is lower.

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

(2) Cost of Inventory of services being provided by the company

The company measures its inventory of services at the costs of their production. These costs consist primarily of the labour and other costs of personnel directly engaged in providing the service, including supervisory personnel, and attributable overheads. Labour and other costs relating to sales and general administrative personnel are not included but are recognized as expenses in the period in which they are incurred. The cost of inventories of a service does not include profit margins or non-attributable overheads that are often factored into prices charged by service providers.

(xi) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

(a) Initial recognition and measurement:

All financial assets are recognised initially at fair value and, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

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

(b) Subsequent measurement

For purposes of subsequent measurement financial assets are classified in two broad categories:

•Financial assets at fair value

•Financial assets at amortised cost

(c) Classification:

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

(d) Financial assets measured at amortised cost:

Financial assets are measured at amortised cost when asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are solely for payments of principal and interest. Such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. The losses arising from impairment are recognised in the Statement of profit and loss. This category generally applies to trade and other receivables.

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

Financial assets under this category are

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income.

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

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognised in profit or loss.

(g) Investment in Equity Instruments:

Equity instruments which are held for trading are classified as at FVTPL. All other equity instruments are classified as FVTOCI. Fair value changes on the instrument, excluding dividends, are recognized in the other comprehensive income. There is no recycling of the amounts from other comprehensive income to profit or loss.

(h) Derecognition of Financial assets:

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset, if an entity transfers a financial asset in a transfer that qualifies for derecognition in its entirety and retains the right to service the financial asset for a fee, it shall recognise either a servicing asset or a servicing liability for that servicing contract. If the fee to be received is not expected to compensate the entity adequately for performing the servicing, a servicing liability for the servicing obligation shall be recognised at its fair value. If the fee to be received is expected to be more than adequate compensation for the servicing, a servicing asset shall be recognised for the servicing right at an amount determined on the basis of an allocation of the carrying amount of the larger financial asset.

(i) Impairment of Financial assets:

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments and trade receivables. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition.

Financial Liabilities

(a) Initial recognition and measurement:

All financial liabilities are recognised initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs. Financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

(b) Classification & Subsequent measurement:

If a financial instrument that was previously recognised as a financial asset is measured at fair value through profit or loss and its fair value decreases below zero, it is a financial liability measured in accordance with IND AS. Financial liabilities are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term.

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss.

(c) Loans and Borrowings:

Interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. After initial recognition Gain and Liabilities held for Trading are recognised in statement of profit and Loss Account.

(d) Derecognition of Financial Liabilities:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

(e) Financial guarantee contract

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial Guarantee contracts issued by a company are intially measured at their fair values and,if not designated as FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109' Financial Instruments'; and

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS ' Revenue'

Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis to realise the asset and settle the liability simultaneously.

Subsequent recoveries of amounts previously written off are credited to Other Income.

(xii) Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(xiii) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash to be cash equivalents.

(xiv) Borrowing Costs

Borrowing costs directly attributable to the acquisition, production or construction of qualifying assets is capitalized as part of the cost of such qualifying asset still the date of being ready for intended use. Other borrowing cost is recognized as expenditure in the period in which they are accrued.

(xv) Investments

Investments that are readily realisable and are intended to be held for not more than one year from the Reporting Date, are classified as Current Investments. All other investments are classified as Non Current Investments. Current Investments are valued at lower of Cost and Fair value. Non Current Investments are valued at cost, except in the case of other than temporary decline in value, in which case necessary provision is made.

(xvi) Foreign Currency Transactions

Transactions in foreign exchange are accounted for at exchange rate ruling at transaction date. Monetary assets and liabilities denominated in foreign currency are translated at the rates of exchange at the balance sheet date and the resultant gain or loss is recognized in the Statement of Profit and Loss. Exchange difference arising on payment or translation of liabilities and receivables is recognized as income or expense in the year in which the same arises.

(xvii) Provisions , Contingent Liabilities, Contigent Assets and Commitments

(a) General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, the amount of a provision shall be the present value of expense expected to be required to settle the obligation Provisions are therefore discounted, when effect is material, The discount rate shall be pre-tax rate that reflects current market assessment of time value of money and risk specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

(b) Contingencies

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

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity, Contingent assets are not recognised, but are disclosed in the notes. However, when

Significant Accounting Policies and Notes to Standalone Financial Statements *(Contd.)*

the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

(xviii) Share capital and Share Premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

(xix) Revenue Recognition

(a) Sale of goods and Services

Revenue from sale of manufactured goods is recognised on stisfaction of performance obligation upon transfer of control of promised productsto customers in an amount that reflects the consideration the Company expects to receive in exchange for those products.

Revenue from rendering of services (other than EPC business) is recognised over time as and when the customer receives the benefit of the Company's performance and the Company has an enforceable right to payment for services transferred.

Contract revenue, i.e. revenue from EPC business,is recognised over time to the extent of performance obligation satisfied and control is transferred to the customer. Contract revenue is recognised at allocable transaction price (net of variable considerations) which represents the cost of work performed on the contract plus proportionate margin, using the percentage of completion method. Percentage of completion is the proportion of cost of work performed to-date, to the total estimated contract costs. The transaction price of good sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Unbilled revenue represents value of goods and services performed in accordance with the contract terms but not billed.

The amount of retention money held by the customers pending completion of performance milestone is disclosed as part of contract asset termed as "Security Deposits" and is reclassified as trade receivables when it becomes due for payment.

(b) Other Income

-Interest income

Interest income is recognised on a time proportion basis using the effective interest method. When a receivable is impaired, the Company reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

- Dividends

Dividend is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

(xx) Taxation

Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively

Current tax

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act,1961 that have been enacted or subsequently enacted at the end of the reporting period.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when it relates to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities simultaneously.

During the year ended 31 March, 2020, the Government of India vide taxation Laws (Amendment) Tax Ordinance , 2019 has allowed an option to the domestic companies to switch to a lower tax rate structure of 22 % (25.168 % including surcharge and cess) from the earlier 30 % (34.944 % including surcharge and cess) subject to the condition that the Company will not avail any of the specified deductions/ incentives under the Income Tax Act, 1961. The Company has opted for this new rate structure and made current tax/deferred tax Provision with the new rates.

(xxi) Provisions

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate of the amount can be made. Provisions are determined based on best estimate required to settle the obligation at the Balance Sheet date. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of the money is material). The increase in the provisions due to passage of time is recognised as interest expense. Provisions are reviewed as at each reporting date and adjusted to reflect the current best estimate

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

(xxii) Earnings per Share

As per Ind AS 33, Earning Per Share, Basic earnings per share are computed by dividing the net profit for the year attributable to the shareholders' and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments. Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

(xxii) Employee Benefits

Employee benefits include provident fund, employee state insurance scheme, gratuity, compensated absences and performance incentives.

Provident Fund:

The Company has Defined Contribution plan for the post employment benefits namely Provident Fund which is recognised by the income tax authorities. These funds are administered through the Regional Provident Fund Commissioner and the Company's contributions thereto are charged to Statement of Profit and Loss every year.

Compensated Absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

Gratuity:

The Company has Defined Benefit plan, namely gratuity for employees (unfunded), the liability for which is determined on the basis of an actuarial valuation (using the Projected Unit Credit method) at the end of each annual reporting period. Remeasurements, comprising actuarial gains and losses, the effect of

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

the changes to the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur.

(xxiii) Disclosure in respect of operating leases as per IND AS 116'Leases'

The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term

(xxiv) Related Party Transactions

Disclosure is being made separately for all the transactions with related parties as specified under IND AS 24 "Related Party Disclosure" issued by the Institute Chartered Accountants of India.

(xxv) Dividend

Final dividend on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

(xxvi) Segment Reporting

The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the Managing Director(who is the Company's Chief Operating Decision Maker) in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in conformity with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'.

(xxvi) Recent Accounting Developments

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, as below.

Ind AS 16 – Property Plant and equipment - The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022. The Company has evaluated the amendment and there is no impact on its financial statements.

Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets – The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022, although early adoption is permitted. The Company has evaluated the amendment and the impact is not expected to be material.

(xxvii) The figures appearing in the Financial Statements is rounded off to the nearest lakh or decimals thereof.

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note -2 : Property, Plant and Equipment

Particulars	Freehold Land	Plant & Equipment	Buildings	Furniture & Fixtures	Office Equipment	Vehicle	Total
Gross Carrying Value							
As at March 31, 2022	4,360.97	7,765.12	2,199.42	108.92	341.44	488.66	15,264.54
Add : Addition	2,056.35	1,739.82	329.31	5.60	75.51	82.16	4,288.75
Less : Disposals/Discard	-	284.61	-	-	17.26	65.29	367.16
As at March 31, 2023	**6,417.32**	**9,220.33**	**2,528.73**	**114.52**	**399.69**	**505.53**	**19,186.13**
Accumulated Depreciation							
As at March 31, 2022	-	2,150.07	259.36	26.77	137.25	199.57	2,773.01
Add : Charge For the year	-	575.08	76.91	10.44	46.42	58.95	767.80
Less : Disposals/Discard	-	201.53	-	-	14.76	60.01	276.30
As at March 31, 2023	**-**	**2,523.62**	**336.27**	**37.21**	**168.91**	**198.51**	**3,264.51**
Net Carrying Value							
As at March 31, 2022	4,360.97	5,615.05	1,940.06	82.16	204.19	289.09	12,491.52
As at March 31, 2023	**6,417.32**	**6,696.71**	**2,192.46**	**77.32**	**230.78**	**307.02**	**15,921.59**

Note -3 : Capital Work-in-Progress:

Particulars	Less than 1 year	1 - 2 years	2- 3 years	More than 3 years	Total
As at March 31, 2022	551.91	-	-	-	551.91
As at March 31, 2023	2,140.90	-	-	-	2,140.90

Note -4 : Right of Use Assets:

Particulars	Lease hold Land
Gross Carrying Value	
As at March 31, 2022	89.16
Add : Addition	1,192.47
Less : Disposals	-
As at March 31, 2023	**1,281.63**
Accumulated Amortization	
As at March 31, 2022	0.90
Add : Amortization for the year	20.66
Less : Disposals	-
As at March 31, 2023	**21.56**
Net Carrying Value	
As at March 31, 2022	88.26
As at March 31, 2023	**1,260.07**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note -5 : Intangible Assets

Particulars	Computer Software
Gross Carrying Value	
As at March 31, 2022	41.14
Add : Addition	-
Less : Disposals	-
As at March 31, 2023	**41.14**
Accumulated Amortization	
As at March 31, 2022	5.53
Add : Amortization for the year	6.51
Less : Disposals	-
As at March 31, 2023	**12.05**
Net Carrying Value	
As at March 31, 2022	35.61
As at March 31, 2023	**29.09**

Note 6: Investments

Particulars	As at 31 March, 2023	As at 31 March, 2022
Other Investment (at Cost):		
Investment in Joint Venture		
Sikka-Salasar-JV	0.49	0.49
Investment in Subsidiaries		
Salasar - HPL JV	0.10	0.10
Salasar -REW -JV	0.51	0.51
Salasar Adorus Infra LLP	5.10	5.10
Total	**6.20**	**6.20**

Investments in subsidiaries are as under:

Particulars	Country of incorporation	Portion of ownership interest as at		Method used to account for the investment
		31-Mar-23	31-Mar-22	
Salasar - HPL JV	India	100.00%	100.00%	Cost
Salasar -REW -JV	India	51.00%	51.00%	Cost
Salasar Adorus Infra LLP	India	51.00%	51.00%	Cost

Investment in Joint Venture is as under:

Particulars	Country of incorporation	Portion of ownership interest as at		Method used to account for the investment
		31-Mar-23	31-Mar-22	
Sikka-Salasar-JV	India	49.00%	49.00%	Cost

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 7: Other Financial Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Security Deposits		
Unsecured, considered good*	191.35	510.06
Balances with banks to the extent held as margin money with more than 12 months maturity	1,286.99	1,722.05
Total	**1,478.34**	**2,232.11**

*Security Deposit includes Retention money with EPC customers which will receive on completion of the project.

Note 8: Other Non-current Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Capital Advances	330.18	952.31
Deferred EPC Expenses	20.21	57.08
Electricity Duty Refundable	25.86	35.69
Total	**376.25**	**1,045.08**

Note 9: Inventories

Particulars	As at 31 March, 2023	As at 31 March, 2022
Raw Materials	9,303.40	4,740.02
Work in Progress:		
Goods	10,636.42	4,231.05
Project	868.38	314.30
Finished Goods	4,879.43	5,463.36
Scrap	347.77	112.06
Stores, Spare Parts and Packing Materials	239.04	321.37
Total	**26,274.44**	**15,182.15**

(i) Inventories include goods in transit:		
Finished Goods	348.28	201.86
	348.28	201.86
(ii) Details of Raw Materials		
Shape & Section	6,438.18	2,018.32
Zinc	997.77	749.87
Nut & Bolt	399.52	296.18
Others	1,467.92	1,675.65
	9,303.40	**4,740.02**
(iii) Details of Finished Goods		
Galvanised and Non-galvanised M.S. Steel Structures	4,879.43	5,463.36
	4,879.43	**5,463.36**

(iv) Inventories have been offered as security against the working capital loans provided by the banks.

(v) Raw materials are valued at cost on FIFO basis or net realisable value, whichever is lower. Finished goods and work in progress are valued at cost or net realisable value, whichever is lower.

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 10: Investments

Particulars	As at31 March, 2023	As at31 March, 2022
Investments measured at FVTPL		
Quoted :		
Investment in Equity Shares :		
2000 (Previous Year 200) Equity Shares of Fourth Dimension solutions Ltd. of Rs. 2.00(Previous Year of Rs. 10) each fully paid up.	0.47	0.01
41,000 (Previous Year 41000) Equity Shares of Vodafone Idea Ltd. of Rs. 10 each fully paid up.	3.24	3.96
Investment in Bonds:		
Gold Bond	1.45	1.45
Total	**5.16**	**5.42**
Aggregate book value of unquoted investments	1.45	1.45
Aggregate amount of quoted investments		
Cost	4.27	4.27
Market Value	3.71	3.97

Note 11: Trade Receivables

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a)Unsecured, considered good		
(i) Related parties	2,084.43	1,461.88
(ii)Other than related parties	30,627.01	27,571.05
(b) Receivables having significant increase in credit risk	164.46	63.49
	32,875.90	**29,096.42**
Less : Allowance for expected credit loss (ECL)	(149.56)	(63.49)
Total	**32,726.34**	**29,032.93**

(i) Retention money, with EPC Customers which will receive on completion of the project, has been shown under other financial assets as "Security Deposit" (Refer Note -7 & 14)

(ii) Before accepting any new customer, the Company has appropriate levels of control procedures which ensure the potential customer's credit quality. Credit limits scoring attributed to customers are reviewed periodically by the Management

(iii) Movement in allowance for expected credit loss

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Balance at the beginning of the year	**63.49**	**63.49**
Utilized during the year	32.74	-
Expected credit loss (ECL) recognized	118.81	-
Expected credit loss (ECL) reversal	-	-
Balance at the end of the year	**149.56**	**63.49**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

(iv) Ageing of trade receivables is as below :

As at 31st March 2023

Particulars	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	13,538.75	9,494.45	1,367.37	3,166.88	163.83	-	**27,731.28**
(ii) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	164.46	**164.46**
(iii) Disputed Trade receivables – credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade receivables – considered good	-	-	-	-	-	-	-
(ii) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vii) Unbilled dues	4,980.17	-	-	-	-		**4,980.17**
Total	**18,518.91**	**9,494.45**	**1,367.37**	**3,166.88**	**163.83**	**164.46**	**32,875.90**
Less: Expected Credit Loss (ECL)							149.56
Total Trade Receivables							**32,726.34**

As at 31st March 2022

Particulars	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	6,878.40	12,019.57	3,067.84	3,341.94	162.77	7.06	**25,477.58**
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	63.49	**63.49**
(iii) Undisputed Trade receivables – credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade receivables – considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade receivables – credit impaired	-	-	-	-	-	-	**-**
(vii) Unbilled dues	3,555.35	-	-	-	-		**3,555.35**
Total	**10,433.75**	**12,019.57**	**3,067.84**	**3,341.94**	**162.77**	**70.55**	**29,096.42**
Less: Expected Credit Loss (ECL)							63.49
Total Trade Receivables							**29,032.93**

(v) Trade receivables have been offered as security against the working capital loans provided by the banks.

Note 12: Cash & Cash Equivalents

Particulars	As at 31 March, 2023	As at 31 March, 2022
Cash in hand	29.03	7.00
Balances with Banks		
Current Accounts	5.34	5.38
Total	**34.37**	**12.38**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 13: Other Bank Balances

Particulars	As at 31 March, 2023	As at 31 March, 2022
Balances with banks to the extent held as margin money*	2,076.28	1,023.74
Earmaked balance with bank - unpaid dividend account	2.18	2.44
Total	**2,078.46**	**1,026.19**

* Represents deposits with original maturity of more than 3 months having remaining maturity of less than 12 months from the Balance Sheet date.

Note 14: Other Financial Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Payment under protest:		
Sales Tax	-	25.18
Goods and Service Tax	8.56	8.56
Earnest Money Deposit	89.56	83.32
Interest Accrued on FDR	265.74	185.64
Security deposit*	5,005.68	2,229.13
Total	**5,369.54**	**2,531.83**

*Security Deposit includes Retention money with EPC customers which will receive on completion of the project .

Note 15: Other Current Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Advances to suppliers	946.19	920.43
Balance with tax authorities	2,054.18	1,798.30
Prepaid expenses	201.17	193.16
Gold Coin - Bullion (market value - 9.25 Lakh)	8.56	8.56
Other receivables	144.32	113.60
Total	**3,354.42**	**3,034.05**

Note 16: Equity Share Capital

Particulars	As at 31 March, 2023	As at 31 March, 2022
Authorised Capital		
35,00,00,000 Equity Shares of Re. 1/- each (previous year 3,15,00,000 equity shares of ₹ 10/- each)	3,500.00	3,150.00
	3,500.00	**3,150.00**
Issued, Subscribed and Paid up Capital		
31,57,05,280 Equity Shares of Re. 1/- each fully paid up in cash (previous year 2,85,70,528 Equity Shares of Rs. 10/- each fully paid up in cash)	3,157.05	2,857.05
Total	**3,157.05**	**2,857.05**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

A. Reconciliation of Shares outstanding at the beginning and at the end of year:

Particulars	As at 31st March 2023		As at 31st March 2022	
	Numbers	Rs. In lakh	Numbers	Rs. In lakh
Equity Shares outstanding at the beginning of the year	285,705,280	2,857.05	14,285,264	1,428.53
Add: Equity Shares Issued during the period	30,000,000	300.00	-	-
Add: Issue of Bonus Shares	-	-	14,285,264	1,428.53
Equity Shares outstanding at the end of the period	315,705,280	3,157.05	28,570,528	2,857.05

B. Details of Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	As at 31st March 2023		As at 31st March 2022	
	No. of Shares held	% of holding	No. of Shares held	% of holding
M/s Hill View Infrabuild Ltd	57,486,000	18.21%	5,748,600	20.12%
Sh. Shalabh Agarwal	25,611,840	8.11%	2,561,184	8.96%
M/s Shikhar Febtech (P) Ltd.	19,700,000	6.24%	1,970,000	6.90%
Sh. Alok Kumar	17,880,000	5.66%	1,788,000	6.26%

C. Shareholding of Promoters are as under

Name of Promoter	As at 31st March 2023			As at 31st March 2022		
	No. of shares	% of total Shares	% Change during the period	No. of shares	% of total Shares	% Change during the year
Sh. Gyanendra Kumrar Agarwal	5,876,320	1.86%	-	587,632	2.06%	-
Sh. Alok Kumar	17,880,000	5.66%	-	1,788,000	6.26%	-
Sh. Shalabh Agarwal	25,611,840	8.11%	-	2,561,184	8.96%	-
Ms. Tripti Gupta	8,000,000	2.53%	-	800,000	2.80%	-
Sh. Shashank Agarwal	14,211,840	4.50%	-	1,421,184	4.97%	-
Smt. Anshu Agarwal	11,560,000	3.66%	-	1,156,000	4.05%	-
Smt. Mithilesh Agarwal	4,080,000	1.29%	-	408,000	1.43%	-
Smt. Kamlesh Gupta	10,000,000	3.17%	-	1,000,000	3.50%	-
Smt. Taru Agarwal	160,000	0.05%	-	16,000	0.06%	-
Sh. Shikhar Gupta	5,520,000	1.75%	-	552,000	1.93%	-
Hill View Infrabuild Limited	57,486,000	18.21%	-	5,748,600	20.12%	-
Shikhar Fabtech Private Limited	19,700,000	6.24%	-	1,970,000	6.90%	-
Base Engineering LLP	9,320,000	2.95%	-	932,000	3.26%	-
Alok Kumar (HUF)	400,000	0.13%		40,000	0.14%	
More Engineering Private Limited	9,320,000	2.95%	-	932,000	3.26%	-
Total	199,126,000	63.07%	-	19,912,600	69.70%	-

D. Equity Shares alloted as fully paid up Bonus Shares for the period of five years immediately preceding 31 March, 2023

The Company has allotted 1,42,85,264 fully paid-up shares of face value ₹10/-each during the quarter ended September 30, 2021 pursuant to bonus issue approved by the shareholders through postal ballot. The bonus shares were issued by capitalization of profits transferred from general reserve. Bonus share of one equity share for every equity share held has been allotted. The bonus shares once allotted shall rank pari passu in all respects and carry the same rights as the existing equity shareholders and shall be entitled to participate in full,in any dividend and other corporate action, recommended and declared after the new equity shares are allotted."

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

E. Rights, Preferences and restrictions attached to shares

The company has only one class of equity shares having a par value of ₹ 10/- per share. Each Shareholder is eligible for one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

F. The Company has issued 10,00,000 Equity Shares at a premium of Rs. 161 per share on conversion of convertible Warrants alloted on 27-Aug-2020 on preferential basis.

G. The Board of Directors in its meeting held on June 3, 2021 have recommended for approval by shareholders, bonus issue of 1 (one) equity share of ₹10/- each for every 1 (one) equity shares of ₹10/-each held by shareholders of the Company as on the record date, subject to approval of the shareholders. Pursuant to the approval of the shareholders through postal ballot (including remote e-voting), the Company alloted 1,42,85,264 bonus equity shares of ₹10/- each as fully paid-up bonus equity shares, in the proportion of 1 (One) equity share of ₹10/-each for every 1 (One) existing equity shares of ₹10/- each to the equity shareholders of the Company as on record date of July 13, 2021. Consequently, the Company capitalised a sum of INR 2857.05 lakh from 'other equity' (securities premium) to 'equity share capital'. The earning per share has been adjusted for bonus issue for previous year presented. (see note 39)

H. Pursuant to the approval of the board of directors of the Company (the 'Board'), at its meeting held on June 22, 2022, and the shareholders of the Company, through Postal Ballot on July 27, 2022, the Fund Raising Committee of the Board (the 'Committee'), at its meeting held on September 06, 2022 approved the issue and allotment of 3,00,00,000 Equity Shares to QIBs at the issue price of ₹ 27.30 per Equity Share (including a premium of ₹ 26.30 per Equity Share), aggregating to ₹81,90,00,000 (Rs Eighty One Crore Ninety Lakh only), pursuant to the Issue. Pursuant to the allotment of Equity Shares in the Issue, the paid-up Equity Share capital stands increased to ₹ 31,57,05,280 consisting of 31,57,05,280 Equity Shares..

I. The Board of Directors at their meeting held on April 30, 2022 approved the sub-division of each equity share of face value of Rs. 10 each fully paid up into 10 equity shares of face value of Rs. 1/- each fully paid up. The same was approved by the members on June 7, 2022 through postal ballot and e-voting. The effective date of sub-division was June 28, 2022.

Note 17: Other Equity

Particulars	As at 31 March, 2023	As at 31 March, 2022
Securities Premium Account	13,528.09	5,670.37
Retained Earning*	23,304.33	19,618.52
Total	**36,832.42**	**25,288.89**

For movement during the year in Other Equity, refer 'Statement of Changes in Equity'.

*Retained Earning includes Other Comprehensive Income.

Note 18: Borrowings

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Non-Current	Current	Non-Current	Current
Secured				
Vehicle Loans - from Banks	65.06	28.17	75.21	40.23
Term Loans -from Banks	3,798.11	1,059.43	3,687.11	754.51
Total (A)	3,863.17	1,087.60	3,762.32	794.74
Unsecured				
Loans & advances from related parties	17.38	-	28.49	-
Total (B)	17.38	-	28.49	-
	3,880.55	**1,087.60**	**3,790.82**	**794.74**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

A. Nature of Security and terms of repayment for Non-current Secured Borrowings :-

Nature of Security	Repayment Terms	Nominal Interest Rate	As at31 March, 2023	As at31 March, 2022
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 monthly installaments after moratorium of 12 months	Floating 6 months MCLR + 100 bps	960.48	1,299.37
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 equal monthly installaments after moratorium of 12 months	Floating 3 months MCLR + 0.80% p.a.	987.06	1,265.65
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 monthly installaments after moratorium of 12 months	Floating 12 months MCLR	236.16	312.50
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 monthly installaments after moratorium of 12 months	Floating 12 months MCLR + 0.50% p.a.	151.08	196.00
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 48 monthly installaments after moratorium of 24 months	Floating 6 months MCLR + 1.00% p.a.	693.49	693.00
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 equal monthly installaments after moratorium of 24 months	Floating 3 months MCLR + 0.80% p.a.	675.10	675.10
Secured Term Loan from Bank (Refer Note-C below)	Repayable in 24 equal quarterly installaments.	Floating 3 months MIBOR + 3.80% p.a.	1,154.18	-
Total			**4,857.54**	**4,441.62**
Less : Current Maturity of Long Term Borrowings (Note No. 23)			1,059.43	754.51
Non -Current Borrowings			**3,798.11**	**3,687.11**

B. Term Loans facilities are secured by second charge on the entire present and future current assets and charges over the fixed assets.

C. Term Loan facility is secured by first charge on the entire movable and immovable fixed assets aquired from the term loan and is further secured by personal guarantee of the Mr. Alok Kumar, Mr. Gyanendra Kumar Agarwal, Mr. Shashank Agarwal and Mr. Shalabh Agarwal and corporate guarantee of M/s. Shikhar Fabtech Pvt Ltd .

D. Vehicle Loans are from Banks and are secured by way of hypothecation of vehicles. Repayable in 36-84 monthly installments commencing from various dates.

E. Installment falling due in respect of all the above Loans upto 31.03.2024 have been grouped under "Current Maturities of long term debt" (Refer Note No. 23).

F. Long Term Borrowings from related parties:

Name of the Party	Nature of Borrowings	Relationship	As at 31 March, 2023	As at 31 March, 2022
Mrs. Taru Agarwal	Unsecured Loans	Relative of KMP	17.38	18.15
Mr. Shalabh Agarwal	Unsecured Loans	Director	-	10.34
Total			**17.38**	**28.49**

Note 19: Lease Liabilities

Particulars	As at 31 March, 2023	As at31 March, 2022
Lease Liabilities	132.50	13.48
Total	**132.50**	**13.48**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 20: Provisions

Particulars	As at 31 March, 2023	As at 31 March, 2022
Provision for Gratuity	344.99	288.02
Provision for Compensated Absences	22.94	36.32
Total	**367.93**	**324.34**

Note 21: Deferred Tax Liabilities (net)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Deferred Tax Liabilities :		
Opening Balance	608.26	611.77
Increase / (decrease)on account of Property, Plant and equipment	52.66	63.64
Increase / (decrease)on account of Fair Valuation of Investments	(0.03)	(91.59)
Increase / (decrease)on account of IND AS adjustments	(2.67)	24.43
Total (a)	658.23	608.26
Deferred Tax Assets :		
Opening Balance	109.94	113.98
Increase / (decrease)on account of Fair Valuation of Investment	-	-
Increase / (decrease) on account of Provisions	38.24	(4.04)
Total (b)	148.18	109.94
Total(a-b)	**510.05**	**498.33**

Deferred Tax Assets Comprises :		
(i) Provisions		
Opening Balance	109.94	113.98
Increase / (decrease) during the year	38.24	(4.04)
Total Deferred Tax Assets	**148.18**	**109.94**

Note 22: Other Non-current Liabilities

Particulars	As at 31 March, 2023	As at31 March, 2022
Deferred Income - EPCG Licence	8.46	9.22
Total	**8.46**	**9.22**

Note 23: Borrowings

Particulars	As at 31 March, 2023	As at31 March, 2022
Secured Loans		
Loan repayable on demand from banks	22,076.39	19,728.60
Current maturities of long term borrowings	1,087.60	794.74
Total	**23,163.99**	**20,523.34**

Secured by the hypothecation of Raw Material, WIP, Finished Goods and Book Debts, pledge of cash margin money in ther form of FDR and exclusive charges over the fixed assets. Mr. Alok Kumar, Mr. Gyanendra Kumar Agarwal , Mr. Shashank Agarwal and Mr. Shalabh Agarwal have given the personal guarantees and corporate guarantee of M/s. Shikhar Fabtech Pvt Ltd to the Banks for Working Capital facilities.

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 24: Trade Payables

Particulars	As at 31 March, 2023	As at31 March, 2022
Payable to Raw Materials Suppliers :		
Total outstanding dues of micro enterprises and small enterprises	438.26	270.83
Total outstanding dues of creditors other than micro enterprises and small enterprises	6,698.40	4,733.11
Total	**7,136.66**	**5,003.94**

Ageing of trade payables is as below :

As at March 31, 2023

Particular	Less than 1 Year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	438.26	-	-	-	**438.26**
Others	6,698.40	-	-	-	**6,698.40**
Disputed dues - MSME	-	-	-	-	**-**
Disputed dues - others					
Total	**7,136.66**	**-**	**-**	**-**	**7,136.66**

As at March 31, 2022

Particular	Less than 1 Year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	270.83	-	-	-	**270.83**
Others	4,733.11	-	-	-	**4,733.11**
Disputed dues - MSME	-	-	-	-	**-**
Disputed dues - others					
Total	**5,003.94**	**-**	**-**	**-**	**5,003.94**

Note 25: Other Financial Liabilities

Particulars	As at 31 March, 2023	As at 31 March, 2022
Unpaid/ unclaimed dividend	2.18	2.44
Total	**2.18**	**2.44**

Note 26:Provisions

Particulars	As at 31 March, 2023	As at 31 March, 2022
Provision for Gratuity	44.04	24.53
Provision for Compensated Absences	3.26	4.88
Total	**47.30**	**29.42**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

1. Movement of Provisions (Current and Non-Current)

Particulars	Gratuity	Compensated Absences
As at 1st April, 2022	312.55	41.21
Credited during the year	97.33	6.97
Paid during the year	20.85	21.98
As at 31st March, 2023	**389.03**	**26.20**

Provision for Gratuity

Company provides gratuity for employees as per the Payment of Gratuity Act 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The Company has an unfunded gratuity plan.

Provision for Compensated Absences:

Compensated Absences is a terminal employee benefit, which covers Company's liability towards earned leaves of employees of the Company

2. Disclosure pursuant to Ind AS 19 "Employee Benefits"

(i) Defined Contribution Plans:

The Company makes Provident Fund, Superannuation Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹168.27 Lakh (previous year ₹ 166.82 Lakh) for Provident Fund contributions, and ₹ 46.63 Lakh (previous year ₹ 45.60 Lakh) for Employee State Insurance Scheme contributions in the statement of profit and loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

(ii) Defined Benefit Plans (Unfuded):

(a) Gratuity: The Company has an unfunded defined benefit gratuity plan which entitles every employee who departs after the completion of 5 or more years of service to a gratuity calculated at fifteen days salary (last drawn salary) for each completed year of service, in accordance with the Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service.

The amounts recognised in Balance Sheet are as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Present value of obligation as at the end of the period	389.03	312.55
Fair value of plan assets as at the end of the period	-	-
Funded status / Difference	(389.03)	(312.55)
Net Asset/(Liability) recognised in Balance Sheet	**(389.03)**	**(312.55)**
Recognised Under :		
Non-current Provision	345.00	288.02
Current Provision	44.04	24.53
Total	**389.03**	**312.55**

Expenses recognised in Statement of Profit and Loss are as follows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Total service cost	74.89	74.95
Interest cost	22.44	22.31
Expenses recognised in the Statement of Profit & Loss	**97.33**	**97.26**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Expenses recognised in Other Comprehensive Income (OCI) are as follows :

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Actuarial gain/ (loss) for the year on Defined Benefit Obligation	(10.61)	97.08
Actuarial Gain/(Loss) recognized in Other Comprehensive Income	**(10.61)**	**97.08**

Changes in the present value of Defined Benefit Obligations :

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Opening balance of the present value of Defined Benefit Obligations	312.55	328.62
Acquisition adjustment	-	-
Interest cost	22.44	22.31
Past service cost	-	-
Current service cost	74.89	74.95
Benefits paid	(31.46)	(16.25)
Actuarial (gain)/loss on obligation	10.61	(97.08)
Closing balance of the present value of Defined Benefit Obligations	**389.03**	**312.55**

Principal Actuarial assumptions

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Discount Rate per annum	7.36%	7.18%
Salary growth rate per annum	5.50%	5.50%
Retirement age	58 Years	58 Years
Mortality tables	IALM (2012-14)	IALM (2012-14)
AGE	**Withdrawal Rate (%)**	**Withdrawal Rate (%)**
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%
Estimate of amount of contribution in the immediate next year	130.00	116.14

Maturity Profile of Defined Benefit Obligation is as follows:

Duration (years)	Year ended 31 March, 2023	Year ended 31 March, 2022
1	44.04	24.53
2	8.80	8.15
3	12.84	8.73
4	14.94	10.36
5	15.61	13.82
6	23.94	12.43
Above 6	268.86	234.53

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Summary of Membership Data:

Particulars		As at 31 March, 2023	As at 31 March, 2022
Number of Employees		1,405	1362
Total Monthly Salary for Gratuity	(₹ in Lakh)	239.96	204.47
Average Past Service	(Years)	3.66	3.57
Average Age	(Years)	35.68	35.37
Average Remaining Working Life	(Years)	22.32	22.63

Sensitivity Analysis is as follows:

Impact of the Change in Discount Rate:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Impact due to Increase of 0.50%	(21.51)	(19.48)
Impact due to Decrease of 0.50%	23.64	21.52

Impact of the Change in Salary:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Impact due to Increase of 0.50%	22.36	21.45
Impact due to Decrease of 0.50%	(20.47)	(19.58)

(b) Compensated Absences : The employees are entitled for each year of service and part thereof and subject to the limits specified, the unavailed portion of such leaves can be accumulated or encashed during/at the end of the service period. The plan is not funded.

The amounts recognised in Balance Sheet are as follows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Present value of obligation as at the end of the period	26.20	41.21
Funded status / Difference	(26.20)	(41.21)
Net Asset/(Liability) recognised in Balance Sheet	**(26.20)**	**(41.21)**
Recognised Under :		
Non-current Provision	22.94	36.32
Current Provision	3.26	4.88
Total	**26.20**	**41.21**

Expenses recognised in Statement of Profit and Loss are as follows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Current service cost	10.73	19.89
Past service cost	-	-
Interest cost	2.96	1.81
Net actuarial (gain)/ loss recognized in the period	(6.72)	20.64
Expenses recognised in the Statement of Profit & Loss	**6.97**	**42.33**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Changes in the present value of Defined Benefit Obligations :

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Present value of obligation as at the beginning of the period	41.21	26.65
Acquisition adjustment	-	-
Interest cost	2.96	1.81
Past service cost	-	-
Current service cost	10.73	19.89
Benefits paid	(21.98)	(27.78)
Actuarial (gain)/loss on obligation	(6.72)	20.64
Present value of obligation as at the end of period	**26.20**	**41.21**

Principal Actuarial assumptions

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Discount Rate per annum	7.36%	6.79%
Salary Escalation rate per annum	5.50%	5.50%
Retirement age	58 Years	58 Years
Mortality tables	IALM (2012-14)	IALM (2012-14)
Employee Turnover/Attrition Rate		
Upto30 Years	3%	3%
From 31 to 44 Years	2%	2%
Above 44 Years	1%	1%

Note 27: Other Current Liabilities

Particulars	As at 31 March, 2023	As at 31 March, 2022
Other Payables:		
Total outstanding dues of micro enterprises and small enterprises	221.02	46.37
Total outstanding dues of creditors other than micro enterprises and small enterprises	13,649.16	5,756.32
Advance from Customers	601.79	2,278.98
Due to Employees	579.69	530.39
Statutory Dues	452.12	274.79
Expenses Payables	93.61	47.38
Total	**15,597.39**	**8,934.23**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Dues to Micro and Small Enterprises

The Company has certain dues to suppliers registered under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act). The disclosure pursuant to the said MSMED Act are as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
a) The principal amount remaining unpaid to any supplier at the end of the year *(Refer Note No. 24 and Note No. 27)*	659.28	317.20
b) Interest due remaining unpaid to any supplier at the end of the year	-	-
c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the	-	-

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made to these suppliers.

Note 28: Current Tax Liability (Net)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current Tax Liability (Net of Advance Tax and TDS)	218.69	0.12
Total	**218.69**	**0.12**

Note 29: Revenue from operations

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Sale of Products		
Within India	42,900.66	38,253.48
Outside India	12,619.28	7,558.76
Sale of Services		
Income from EPC Projects	33,956.52	15,699.34
Job Work	845.56	282.54
Other Services	7,071.93	5,165.69
Other Operating Revenues		
Sale of Scrap	1,986.45	1,802.96
Export Incentives	218.30	118.01
Others	406.96	209.20
Total	**100,005.66**	**69,089.98**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 30 : Other Income

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Interest on Bank Deposits	155.58	116.13
Interest on other financial assets	69.94	16.06
Interest on income tax refund	2.77	-
Interest on Gold Bond	0.07	-
Dividend Income	-	0.94
Profit on sale of Property, Plant and Equipment	7.99	0.62
Profit on sale of Shares	-	84.83
Gain on fair valuation of investments	-	0.16
Total	**236.35**	**218.75**

Note 31 : Cost of Revenue Operations

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
(a) Cost of Raw Material Consumed		
Opening Stock	4,740.02	3,641.19
Add : Purchases	62,712.32	47,568.74
	67,452.34	51,209.92
Less :- Closing Stock	9,303.40	4,740.02
Total (a)	**58,148.94**	**46,469.91**
(b) Cost of Other Revenue from Operations		
Consumption of Stores and spare parts	1,561.02	1,005.45
Power & Fuel	1,521.31	1,136.12
Labour Processing, Testing and Machinery Hire Charges	2,156.32	1,618.31
Installation and Erection Charges	24,232.68	6,818.95
Job Work Charges	251.32	100.86
Total (b)	**29,722.65**	**10,679.70**
Total	**87,871.59**	**57,149.60**

Details of Raw Material Consumed

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Shape and Section	32,894.33	27,874.41
Zinc	7,102.29	5,951.32
Nuts & Bolts	1,687.20	1,383.87
Other Material	16,465.12	11,260.31
Total	**58,148.94**	**46,469.91**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 32 : Changes in Inventories of Finished goods,Work-in-progress and others

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Opening Stock		
Finished Goods	5,463.36	2,902.66
Work in Progress:		
Goods	4,231.05	4,281.79
Project	314.30	557.89
Scrap	112.06	132.81
Total (a)	10,120.77	7,875.14
Closing Stock		
Finished Goods	4,879.43	5,463.36
Work in Progress:		
Goods	10,636.42	4,231.05
Project	868.38	314.30
Scrap	347.77	112.06
Total (b)	16,732.00	10,120.77
(Increase) / Decrease in Stock (a-b)	**(6,611.23)**	**(2,245.63)**

Note 33: Employee benefits expenses

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Salary and Wages	4,340.54	3,504.08
Contribution to Provident Fund & ESI	221.80	219.34
Staff Welfare	75.00	77.60
Total	**4,637.34**	**3,801.01**

Note 34: Finance Costs

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Bank Interest	2,147.72	1,608.36
Bank Charges	501.69	294.39
Interest to Others	463.38	158.02
Interest on Lease Liability	10.21	1.00
Total	**3,123.00**	**2,061.76**

Note 35: Depreciation and Amortization Expenses

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Depreciation on Property, Plant and Equipment(Note -2)	767.80	703.32
Amortization on Right of Use Assets(Note-4)	20.66	0.90
Amortization on Intangible Assets (Note -5)	6.51	5.46
Total	**794.97**	**709.68**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 36 : Other Expenses

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Repairs to Building	1.41	7.88
Repairs to Machinery	203.30	195.33
Insurance	235.57	131.45
Legal & Professional Charges	1,195.98	1,252.71
Security Expenses	272.37	262.96
Printing & Stationery	56.51	33.17
Conveyance & Travelling Expenses	289.07	189.82
Repair & Maintenance others	207.29	154.34
Rent, Rates & Taxes	446.17	366.80
Corporate Social Responsibility Expenses	87.34	62.98
Postage & Telephone	26.35	24.66
Auditors' Remuneration	9.00	7.25
Freight & Forwarding (net)	1,236.03	416.54
Commission	14.80	30.78
Business Promotion	157.88	90.73
Packing Expenses	334.43	280.22
Advertisement	18.50	48.91
Miscellaneous Expenses	68.94	19.78
Bad Debts Written off	32.74	2.31
Loss on fair valuation of investment	0.26	-
Provision for doubtful Debts	86.07	
Total	**4,980.01**	**3,578.63**

(i) Details of payments to auditors:		
a. Statutory Audit Fees	6.00	4.25
b. Tax Audit Fees	3.00	3.00
	9.00	**7.25**

(ii) Corporate Social Responsibility (CSR):

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years, calculated as per section 198 of the Companies Act, 2013, on Corporate Social Responsibility (CSR) activities. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which were specified in schedule VII of the Companies Act, 2013 :

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
1.Amount required to be spent by the Company during the year	87.34	78.87
2.Amount of expenditure incurred on :		
(i) Construction/acquisition of assets	-	-
(ii)On purposes other than (i) above	87.34	62.98
3.Shortfall at the end of the year*	-	15.89
4.Total of previous years shortfall	-	-
5.Reason for shortfall	N.A.	Delay in execution of projects due to Covid -19
6.Nature of CSR activities	Health, Education, Sanitation and Hygiene, Livelihood and Wellness	Health, Education, Sanitation and Hygiene, Livelihood and Wellness
7.Details of related party transactions in relation to CSR expenditure	None	None

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

*Pursuant to the Companies (Corporate Social Responsibility Policy) Amended Rules, 2021 ("the rules"), the Company has, subsequent to balance sheet date, for the year ended 31 March 2022, deposited amount of ₹ 15.89 Lakh to a separate bank account.

Note 37 : Exceptional Items

During the year, on physical verification of Property,Plant and Equipment, certain assets amounting to INR 64.49 lakhs were found missing/ not traceable due to which management has decided to write off/discard the same from the books of accounts.

Note 38 : Tax Expenses

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Current Tax		
In respect of the current year	1,327.82	1,114.42
In respect of the prior year	30.15	(18.27)
	1,357.97	1,096.16
Deferred Tax		
Incremental/ (Decremental)Deferred Tax Liability on account of Property, Plant and Equipment and Intangible Assets	52.66	63.64
Incremental/ (Decremental)Deferred Tax Liability on account of fair valuation of investments/security deposits	(0.03)	(91.59)
(Incremental)/ Decremental Deferred Tax Assets on account of Provisions	(38.24)	4.04
	14.40	(23.90)
Total	**1,372.37**	**1,072.26**

Disclosure pursuant to Ind AS 12 "Income Taxes"

Reconciliation of Income Tax Expenses and the Accounting Profit

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
(1) Profit before tax	5,381.84	4,253.68
(2)Corporate tax rate as per Income Tax Act, 1961	25.168%	25.168%
(3)Tax on accounting profit (3)=(1)*(2)	1,354.50	1,070.57
(4)(i)Effect of tax on non- deductible expenses	39.55	53.78
(ii)Effect of tax on other allowed deductions	(51.87)	(22.59)
(iii) Effect on fair valuation of investment	0.04	0.42
(iv) Effect of tax on income at different rates	-	(11.65)
(v)Effect of current tax related to earlier years	30.15	(18.27)
Total effect of tax adjustments	17.87	1.69
(5)Tax expenses recognised during the year (5)=(3)+(4)	**1,372.37**	**1,072.26**
(6)Effective Tax Rate (6)=(5)/(1)	25.50%	25.21%

The Company has opted to pay tax under section 115BAA of the Income Tax Act, 1961.

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 39 : Earnings per Share

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Profit for the period	4,009.47	3,181.42
Weighted average number of Equity Shares outstanding	302,718,979	285,705,280
Weighted average number of Diluted Shares outstanding	302,718,979	285,705,280
Face Value per share(₹)	1.00	1.00
Basic EPS (₹)	1.32	1.11
Diluted EPS (₹)	1.32	1.11

Note 40 : Disclosure pursuant to Ind AS 108 "Operating Segment"

(a) Information about Operating segment:

Basis of identifying Operating segments:

Operating segments are identified as those components of the Company (a) that engage in business activities to earn revenues and incur expenses (including transactions with any of the Company's other components; (b) whose operating results are regularly reviewed by the Company's Chief Operating Decision Maker (CODM) to make decisions about resource allocation and performance assessment; and (c) for which discrete financial information is available.

The company has two reportable segments as described under "Reportable Segments" below. The nature of products and services offered by these businesses are different and are managed separately given the different sets of technology and competency requirements.

Reportable Segments :

An operating segment is classified as reportable segment if reported revenue (including inter-segment revenue) or absolute amount of result or assets exceed 10% or more of the combined total of all the operating segments.

Reportable Segments are as under:

- Steel Structure : comprises manufacturing and sale of Galvanized and Non-galvaniszed Steel Structures including

Telecom Towers, Transmission Line Towers and Solar Panels.

- Engineering, Procurement and Construction (EPC) Projects : comprises of survey, supply of materials, design, erection, testing and commissioning on a trunkey basis.

Segment Revenue, Expenditure and Profit:

Performance of a segment is measured based on segment profit (before interest and tax), as included in the internal management reports that are reviewed by the CODM.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenue of the segment or manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Segment Asset, Liabilities and Capital Expenditure:

The assets of the Company directly managed by segments are reported under each segment and exclude deferred tax assets, income tax recoverable and derivative financial assets

Segment liabilities comprise operating liabilities and exclude borrowings, provisions, deferred tax liabilities and derivative financial liabilities.

Segment capital expenditure comprises additions to property, plant and equipment (including capital work in progress), Right of Use Asset and intangible assets.

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

1. Segment Revenue

Particulars	Steel Structures	EPC Projects	Inter- Segment Elimination	Total
Year ended 31 March, 2023				
External	62,526.23	37,479.42	-	100,005.65
Inter-Segment Revenue	3,522.90		(3,522.90)	-
Total Revenue from Operations	**66,049.13**	**37,479.42**	**(3,522.90)**	**100,005.65**
Year ended 31 March, 2022				
External	50,158.43	18,931.55	-	69,089.98
Inter-Segment Revenue	3,232.21		(3,232.21)	-
Total Revenue from Operations	**53,390.64**	**18,931.55**	**(3,232.21)**	**69,089.98**

2. Segment Results

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
a. Steel Structures	7,990.72	4,933.29
b. EPC Projects	2,173.86	2,826.96
Total Segment Results	10,164.58	7,760.25
Less:		
(i) Finance costs	3,123.00	2,061.76
(ii) Net unallocated expenditure/(income)	1,659.75	1,444.82
Profit Before Tax	**5,381.83**	**4,253.68**
Current Tax	1,357.97	1,096.16
Deferred Tax	14.40	(23.90)
Profit for the year	**4,009.46**	**3,181.42**

3. Segment Assets and Liabilities

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Segment Assets	Segment Liabilities	Segment Assets	Segment Liabilities
a. Steel Structures	62,472.14	12,215.74	44,304.82	8,929.66
b. EPC Projects	24,417.72	9,985.98	19,547.82	4,453.44
Total Segment Assets/Liabilities	86,889.86	22,201.72	63,852.64	13,383.11
Add: Unallocated Assets/Liabilities	4,165.31	28,863.99	3,422.99	25,746.58
Total Assets/Liabilities	**91,055.17**	**51,065.71**	**67,275.63**	**39,129.69**

4. Other Information

Particulars	Year ended 31 March, 2023		Year ended 31 March, 2022	
	Capital Expenditure	Depreciation and Amortisation	Capital Expenditure	Depreciation and Amortisation
a. Steel Structures	7,070.21	794.97	2,671.37	709.68
b. EPC Projects	-	-	-	-
	7,070.21	794.97	2,671.37	709.68
Unallocated	-	-	-	-
Total	7,070.21	794.97	2,671.37	709.68

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

(b) Information about geographical areas

Geographical revenue is allocated based on the location of the customers.

Information regarding geographical revenue is as follows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Within India	87,386.38	61,531.22
Outside India	12,619.28	7,558.76
Total	**100,005.66**	**69,089.98**

All non-current assets in the nature of property, plant and equipment (including capital work in progress) and intangible assets (including those under development) are domiciled in India.

(c) Major customer

The Company has two (2022 : two) customers whose revenue represents 30.79% (2022: 25.24%)of the Company's total revenue and trade receivable represents 22.93% (2022 : 3.30%)the Company's total trade receivables.

Note 41 : Disclosure pursuant to Ind AS 115 "Revenue from Contracts with Customers"

(a) Disaggregation of revenue into Operating Segments

Year ended 31 March, 2023

Particulars	Steel Structures	EPC Projects	Inter Segment Elimination	Total
Sale of Products	55,519.94	3,522.90	(3,522.90)	55,519.94
Income from EPC Projects	-	33,956.52	-	33,956.52
Job Work	845.56	-	-	845.56
Other Services	7,071.93	-	-	7,071.93
Sale of Scrap	1,986.45	-	-	1,986.45
Export Incentives	218.30	-	-	218.30
Others	406.96	-	-	406.96
Total	**66,049.14**	**37,479.42**	**(3,522.90)**	**100,005.66**

Year ended 31 March, 2022

Particulars	Steel Structures	EPC Projects	Inter Segment Elimination	Total
Sale of Products	45,812.24	3,232.21	(3,232.21)	45,812.24
Income from EPC Projects	-	15,699.34	-	15,699.34
Job Work	282.54	-	-	282.54
Other Services	5,165.69	-	-	5,165.69
Sale of Scrap	1,802.96	-	-	1,802.96
Export Incentives	118.01	-	-	118.01
Others	209.20	-	-	209.20
Total	**53,390.64**	**18,931.55**	**(3,232.21)**	**69,089.98**

(b) Based on timing of revenue

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
At a Point in Time	95,025.49	65,534.63
Over the Time	4,980.17	3,555.35
Total	**100,005.65**	**69,089.98**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

(c) Disaggregation of revenue into Geographical areas

Year ended 31 March, 2023

Particulars	Steel Structures	EPC Projects	Inter Segment Elimination	Total
Within India	53,429.86	37,479.42	(3,522.90)	87,386.38
Outside India	12,619.28	-	-	12,619.28
Total	**66,049.14**	**37,479.42**	**(3,522.90)**	**100,005.66**

Year ended 31 March, 2022

Particulars	Steel Structures	EPC Projects	Inter Segment Elimination	Total
Within India	45,831.88	18,931.55	(3,232.21)	61,531.22
Outside India	7,558.76	-	-	7,558.76
Total	**53,390.64**	**18,931.55**	**(3,232.21)**	**69,089.98**

(d) Cost to obtain the contract:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
i. Amortisation in Statement of Profit and Loss	Nil	Nil
ii. Recognised as contract assets	Nil	Nil

(e) Reconciliation of contracted price with revenue during the year:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Opening contracted price of orders at the start of the year#	112,409.27	48,951.30
Add:		
Fresh orders/change orders received (net)	76,631.67	65,041.62
Increase due to additional consideration recognised as per contractual terms/(decrease) due to scope reduction-net	1,876.27	4,633.68
Less:		
Orders completed during the year	13,643.69	6,217.33
Closing contracted price of orders on hand at the end of the year#	177,273.51	112,409.27
Total Revenue recognised during the year:		
a. Revenue out of orders completed during the year	(1,310.42)	(186.98)
b. Revenue out of orders under execution at the end of the year (I)	38,789.84	19,118.54
Revenue recognised upto previous year (from orders pending completion at the end of the year) (II)	26,840.49	18,890.36
Balance revenue to be recognised in future viz. Order book (III)	111,643.19	74,587.35
Closing contracted price of orders on hand at the end of the year# (I+II+III)	177,273.51	112,409.27

including full value of partially executed contracts

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

(f) Remaining performance obligations and its expected conversion into revenue:

Remaining performance obligation	Total	Expected conversion in revenue		
		Upto 1 Year	From 1 to 2 years	From 2 to 3 years
As at 31st March, 2023	111,643.19	57,143.19	50,000.00	4,500.00
As at 31st March, 2022	74,587.35	35,087.35	35,000.00	4,500.00

Note 42 : Disclosure pursuant to Ind AS 116 "Leases" :

(a) Maturity Analysis:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Contractual undiscounted cash flows		
Less than one year	10.70	-
One to five years	53.50	2.72
More than five years	616.62	126.46
Total undiscounted lease liabilities	**680.82**	**129.18**
Discounted cash flows		
Current	9.81	-
Non-current	122.69	12.49
Lease Liabilities	**132.50**	**12.49**

Expenses relating to short-term leases and low value assets have been disclosed under rent, rates and taxes in note 36.

The incremental borrowing rate of 8.00% per annum has been applied to lease liabilities recognised in the Standalone Balance Sheet.

(b) Amounts recognised in Statement of profit and loss:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Interest on lease liabilities in Finance Cost	10.21	1.00

(c) Amounts recognised in the statement of cash flows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Cash outflow for leases	1,070.18	76.67

(d) Future Lease Commitments:

The Future cash out flow for leases that had not yet commenced: ₹ Nil(previous year: ₹ Nil)

Note 43 : Disclosure pursuant to Ind AS 20 "Accounting for Government Grants and Disclosure of Government Assistance"

The Company's exports qualify for various export benefits offered in the form of duty credit scrips under foreign trade policy framed by Department General of Foreign Trade India (DGFT). Income accounted towards such export incentives and duty drawback amounts to ₹ 218.30 Lakh (previous year: ₹118.01 Lakh)

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 44 : Disclosure of related parties/related party transactions pursuant to Ind AS 24 " Related Party Disclosures"

A. Name of Related Parties and Nature of Relationship :

Particulars	
Where control exists	
Jonit Venture	Sikka-Salasar-JV
Subsidiary	Salasar -HPL JV
	Salasar -REW- JV
	Salasar Adorus Infra LLP
Other Related Parties with whom transactions have taken place during the year :	
Key Management Personnels:	Sh. Alok Kumar (Chairman and Managing Director)
	Sh.. Shashank Agrawal(Joint Managing Director)
	Sh. Shalabh Agrawal(Director)
	Ms. Tripti Gupta (Director)
	Mr. Pramod Kr. Kala(Chief Financial Officer)
	Mr. Rahul Rastogi "(Company Secretary)
	Mr. Jitendra Kr. Sharma""(Company Secretary)
Relatives of Key Management Personnels	Smt. Kamlesh Gupta (Wife of Sh. Alok Kumar)
	Sh. Shikhar Gupta (Son of Sh. Alok Kumar)
	Sh. G. K. Agarwal(Father of Sh. Shashank Agarwal)
	Smt. Mithilesh Aggarwal(Mother of Sh. Shashank Agarwal)
	Smt.Anshu Agrawal(Wife of Sh. Shashank Agarwal)
	Sh. Raghav Agarwal (Son of Sh. Shashank Agarwal)
	Sh. Bharat Agarwal(Son of Sh. Shashank Agarwal)
	Smt.Taru Agrawal(Wife of Sh. Shalabh Agarwal)
Enterprises controlled by KMP and their relatives :	Hill View Infrabuild Ltd.
	Salasar New Age Technologies Ltd.
	Base Engineering LLP
	Shikhar Fabtech Pvt Ltd
	More Engineering Pvt Ltd
	Alok Kumar (HUF)
	Stelecom Solutions Pvt Ltd

" Ceased to be a Company Secretary w.e.f30 November,2022.

" Appointed as Company Secretary w.e.f08 December,2022.

B. Transaction Carried out with related parties referred to in (A) above, in ordinary course of business:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
1 Sale of Goods		
Joint Ventures		
Sikka-Salasar -JV	330.74	431.56
Subsidiary		
Salasar Adorus Infra LLP	-	839.18
2 Purchase of Services		
Joint Ventures		
Salasar - HPL JV	-	170.17

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
3 Managerial Remuneration		
Key Managerial Personnel		
Sh. Alok Kumar	91.08	82.80
Sh. Shashank Agarwal	91.08	82.80
Sh. Shalabh Agarwal	63.89	58.08
Ms. Tripti gupta	63.89	58.08
4 Employee Benefits Expenses		
Key Managerial Personnel		
Mr. Pramod Kumar Kala	39.22	36.22
Mr. Rahul Rastogi	5.54	7.75
Mr. Jitendra Kumar Sharma	2.53	-
Relatives of Key Managerial Personnel		
Sh. Shikhar Gupta	46.80	36.00
Sh. Bharat Agarwal	14.40	12.00
Sh. Raghav Agarwal	18.00	2.41
5 Purchase of Land		
Key Managerial Personnel		
Sh. Alok Kumar	468.40	-
Sh. Shalabh Agarwal	210.00	-
Relatives of Key Managerial Personnel		
Sh. Shikhar Gupta	478.85	-
Sh. Raghav Agarwal	347.00	-
Smt. Kamlesh Gupta	266.70	-
Smt. Anshu Agarwal	79.90	-
Smt. Taru Agarwal	88.80	-
6 Loan Received		
Key Managerial Personnel		
Sh. Shalabh Agarwal	-	10.34
7 Repayment of Loan and Advances		
Enterprises controlled by KMP and their relatives :		
Hill View Infrabuild Ltd	-	65.69
Salasar New Age Technologies Ltd	-	9.00
Key Managerial Personnel		
Sh. Shalabh Agarwal	10.34	-
Smt. Taru Agarwal	0.77	-
8 Dividend Paid		
Enterprises controlled by KMP and their relatives :		
Hill View Infrabuild Ltd	57.49	57.49
Base Engineering LLP	9.32	9.32
Shikhar Fabtech Pvt Ltd	19.70	19.70
More Engineering Pvt Ltd	9.32	9.32
Alok Kumar (HUF)	0.40	0.40
Key Managerial Personnel		
Sh. Alok Kumar	17.88	17.88
Sh. Shashank Agarwal	14.21	14.21
Sh. Shalabh Agarwal	25.61	25.61

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Ms. Tripti gupta	8.00	8.00
Relatives of Key Managerial Personnel		
Smt. Kamlesh Gupta	10.00	10.00
Sh. Shikhar Gupta	5.52	5.52
Sh. G. K. Agarwal	5.88	5.88
Smt. Mithilesh Aggarwal	4.08	4.08
Smt. Anshu Agarwal	11.56	11.56
Smt. Taru Agarwal	0.16	0.16

C. Balance outstanding at the end of the year

Particulars	As at 31 March, 2023	As at 31 March, 2022
Loan/ Advances Payables		
Mrs. Taru Agarwal	17.38	18.15
Mr. Shalabh Agarwal	-	10.34
Trade Receivables		
Salasar - HPL JV	17.49	97.94
Salasar Adorus Infra LLP	11.65	126.88
Sikka- Salasar-JV	2,055.29	1,237.06

Note 45 : Contingent Liabilities and commitments:

1. Contingent Liabilities

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a)Claims not acknowledged by the Company relating to the cases contested by the Company:		
UPVAT, for the FY 2012-13 (Petition is pending with High Court of Allahabad, Uttar Pradesh)	1.15	1.15
GST, for the FY 2017-18 (Petition is pending with Add. Commissioner, Grade-2 (Appeal) Ghaziabad, Uttar Pradesh)	25.59	25.59
(b)Bank Guarantees for which FDR margin has been given to the bank as security	18,014.98	12,767.26

The company does not expect any outflow of resources in respect of the above.

Note : 46

There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as at March, 2023.

Note 47 : Capital Management:

(a) Risk Management

The capital structure of the Company consists of net debt and total equity of the Company. The Company manages its capital to ensure that the Company will be able to continue as going concern while maximising the return to stakeholders through an optimum mix of debt and equity within the overall capital structure. The Company reviews the capital structure of the Company considering the cost of capital and the risks associated with each class of capital.

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, Bank balances other than cash and cash equivalents.

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non current borrowings	3,863.17	3,762.32
Current maturities of non current borrowings	1,087.60	794.74
Current borrowings	22,076.39	19,728.60
Less: Cash and cash equivalents	34.37	12.38
Less: Bank balances other than cash and cash equivalents	2,078.46	1,026.19
Total Debts	**24,914.33**	**23,247.11**
Total Equity	**39,989.47**	**28,145.94**
Gearing Ratio	**0.62**	**0.83**

Equity inludes all capital and reserves of the Company that are managed as capital.

(b) Dividends

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

The Company declares and pays dividends in Indian rupees. Company is required to pay/distribute dividend after deducting applicable withholding income taxes. The remittance of dividends out side India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates.

The amount of per share dividend recognized as distribution to equity shareholders in accordance with Companies Act 2013 is as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Final Dividend for fiscal 2022	315.71	
Final Dividend for fiscal 2021		285.71

The Board of Directors in their meeting on27-May-2023, recommended a final dividend of ₹ 0.10/- per equity share for the financial year ended March 31, 2023. This payment is subject to the approval of shareholders in the Annual General Meeting (AGM) of the Company and if approved would result in a net cash outflow of approximately ₹ 315.71 Lakh.

Note 48 : Fair Value Measurements

(a) Financial instruments by category

The following table presents the carrying amounts of each category of financial assets and liabilities:

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	FVTL	Amortised Cost	FVTL	Amortised Cost
Financial Assets				
Investments - current				
-Equity Instruments	3.71	-	3.97	-
-Gold Bond	-	1.45	-	1.45
Other financial assets - non current	-	1,478.34	-	2,232.11
Trade receivables	-	32,726.34	-	29,032.93
Cash and cash equivalent	-	34.37	-	12.38
Other bank balances	-	2,078.46	-	1,026.19
Other receivables	-	144.32	-	113.60
Other financial assets - current	-	5,369.54	-	2,531.83
Total Financial Assets	**3.71**	**41,832.82**	**3.97**	**34,950.49**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	FVTL	Amortised Cost	FVTL	Amortised Cost
Financial Liabilities				
Borrowings - non-current	-	3,880.55	-	3,790.82
Borrowings - current	-	23,163.99	-	20,523.34
Trade payables	-	7,136.66	-	5,003.94
Other payables	-	14,543.48	-	6,380.46
Other financial liabilities - non current	-	8.46	-	9.22
Other financial liabilities - current	-	2.18	-	2.44
Total Financial Liabilities	**-**	**48,735.32**	**-**	**35,710.23**

The carrying amounts of trade and other receivables, cash and cash equivalents, trade and other payables are considered to be the same as their fair values due to their short term nature.

All the financial asset and financial liabilities measured at amortised cost, carrying value is an approximation of their respective fair value.

Investment in Subsidiaries, Joint Ventures which are measured at cost in accordance with Ind AS 27"Separate Financial Statements". Accordingly these items have not been included in the above table.

(b) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard, described as follows:

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

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3- If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, security deposits included in level 3.

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities that are measured at fair value or where fair value disclosure is required.

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Level 1	Level 2	Level 1	Level 2
Financial Assets				
Investments - current				
-Equity Instruments	3.71	-	3.97	-
-Gold Bond	-	1.45	-	1.45
Total Financial Assets	**3.71**	**1.45**	**3.97**	**1.45**

There have been no transfers between levels during the period.

(c) Assets and liabilities which are measured at amortised cost for which fair values are disclosed

All the financial asset and financial liabilities measured at amortised cost, carrying value is an approximation of their respective fair value.

Note 49 : Financial risk management

The Company is exposed to market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company's risk management strategies focus on the un-predictability of these elements and seek to minimise the potential adverse effects on its financial performance

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

The Company's risk management is carried out by a treasury department under policies approved by the Board of Directors. Company Treasury Department identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as hedging of foreign currency transactions foreign exchange risk.

1. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk, such as equity price risk and commodity risk. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivative financial instruments.

(i)Foreign currency risk management

Foreign exchange risk arises on future commercial transactions and on all recognised monetary assets and liabilities, which are denominated in a currency other than the functional currency of the Company. The Company's management has set a policy wherein exposure is identified, a benchmark is set and monitored closely, and accordingly suitable hedges are undertaken. The policy also includes mandatory initial hedging requirements for exposure above a threshold.

Derivative financial instruments and hedging activity

The Company has entered into hedging contracts by way of foreign exchange forward contracts. As at March 31, 2022, the notional amount of outstanding contracts aggregated to ₹ 1701.99 lakh (USD 22.00 lakh).

Amount receivable in foreign currency on account of the following:

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Amount in Foreign Currency	Rs. In lakh	Amount in Foreign Currency	Rs. In lakh
Export of Goods				
Currency - USD	2,797,663.05	2,289.86	4,687,193.26	3,558.06

Foreign currency sensitivity analysis

The following table demonstrate the sensitivity to a reasonable possible change in USD exchange rate, with all other variables held constant. Foreign currency exposures recognized by Company that have not been hedged by a derivative instrument or otherwise are as under:

Particulars	Impact on profit before tax on increase		Impact on profit before tax on decrease	
	As at 31 March, 2023	As at 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
USD - increase/decrease by 3%	0.84	0.75	(0.84)	(1.41)

Based on the movements in the foreign exchange rates historically and the prevailing market conditions as at the reporting date, the Company's Management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

The Company's foreign currency exposure arises mainly from foreign exchange imports and exports , primarily with respect to USD.

(ii) Interest rate risk management

Interest rate risk is the risk0 that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market rates. The Company's exposure to the risk of changes in market rates relates primarily to the Company's outstanding floating rate debt with floating interest rates.

Company has fixed deposits as margin money for a period between 3 months to 4 years. All fixed deposits are with banks, accordingly there is no significant interest rate risk pertaining to these deposits.

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Floating rate borrowings	27,027.16	24,285.67
Fixed rate borrowings	-	-
Total Borrowings	27,027.16	24,285.67

Interest rate sensitivity

Profit is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. For floating rate liabilities, analysis is prepared assuming amount of liability outstanding at end of reporting period was outstanding for whole year.

Particulars	As at 31 March, 2023	As at 31 March, 2022
Interest rates – increase by 50 basis points (50 bps)	(135.14)	(121.43)
Interest rates – decrease by 50 basis points (50 bps)	135.14	121.43

2. Credit risk management

The Company's customer profile include public sector enterprises, state owned companies and large private corporates.

Accordingly, the Company's customer credit risk is low. The Company's average project execution cycle is around 18 to 36 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 90 days and certain retention money to be released at the end of the project. In some cases, retentions are substituted with bank/ corporate guarantees. The Company has a detailed review mechanism of overdue customer receivables at various levels within the organisation to ensure proper attention and focus for realisation.

Further, Company has an ongoing credit evaluation process in respect of customers who are allowed credit period.

(i) The Company is making provisions on trade receivables based on Expected Credit Loss (ECL) model. The reconciliation of ECL is as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Opening Balance	63.49	63.49
Changes in allowance for expected credit loss:		
Provision/(reversal) of allowance for expected credit loss	118.81	-
Additional provision (net) towards credit impaired receivables		
Write off as bad debts	32.74	-
Closing Balance	**149.56**	**63.49**

(ii) Trade receivable written off during the year but still enforceable for recovery amounts to Nil (previous year: Nil)

3. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as and when required.

The Company's Policy includes an appropriate liquidity risk management framework for the management of the short-term, medium-term and long term funding and cash management requirements. The Company manages the liquidity risk by maintaining adequate cash reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Maturities of financial liabilities:

The tables below provide details regarding the contractual maturities of non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

As at March 31, 2023

Non-derivative liabilities	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Total
Borrowings	23,163.99	3,880.55	-	27,044.54
Trade Payables	7,136.66	-	-	7,136.66
Lease Liabilities	10.70	53.50	616.62	680.82
Unpaid Dividend	2.18	-	-	2.18
Other current liabilities	14,543.48	-	-	14,543.48
Total	**44,857.01**	**3,934.05**	**616.62**	**49,407.67**

As at March 31, 2022

Non-derivative liabilities	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Total
Borrowings	20,523.34	3,790.82	-	24,314.16
Trade Payables	5,003.94	-	-	5,003.94
Lease Liabilities	-	2.72	126.46	129.18
Unpaid Dividend	2.44	-	-	2.44
Other current liabilities	6,380.46	-	-	6,380.46
Total	**31,910.19**	**3,793.54**	**126.46**	**35,830.19**

Note 50 : Reconciliation of liabilities arising from financing activities:

As at March 31, 2023

Particulars	Balance as at April 1, 2022	Net Cash Flows	Non-cash changes -foreign exchange movement	Balance as at March 31, 2023
Non-current Borrowings	3,790.82	89.74	-	3,880.56
Current Borrowings	20,523.34	3,672.87	-	24,196.22
Total	**24,314.16**	**3,762.61**	**-**	**28,076.77**

As at March 31, 2022

Particulars	Balance as at April 1, 2021	Net Cash Flows	Non-cash changes -foreign exchange movement	Balance as at March 31, 2022
Non-current Borrowings	3,059.16	731.65	-	3,790.82
Current Borrowings	16,437.50	4,085.85	-	20,523.34
Total	**19,496.66**	**4,817.50**	**-**	**24,314.16**

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 51 : Disclosure pursuant to section 186 of the Companies Act 2013:

Details of Loan/Investment made:

Particulars	As at 31 March, 2023		
	Investment Made	Loan Given	Outstanding Balance
Salasar -Rew JV	0.51	-	0.51
Salasar Adorus Infra LLP	5.10	-	5.10

Particulars	As at 31 March, 2022		
	Investment Made	Loan Given	Outstanding Balance
Salasar -Rew JV	0.51	-	0.51
Salasar Adorus Infra LLP	5.10	-	5.10
Sikka - Salasar JV	-	-	-

Note 52 : Key Financial Ratios pursuant to Schedule III to the Companies Act, 2013

Particulars	As at 31st March, 2023	As at 31st March, 2022	Changes	Reasons for changes more than 25%
(i)Current Ratio (Current Assets/Current Liabilities)	1.51	1.47	2.67%	-
(ii) Debt -Equity Ratio (Net Debt/Net Worth)	0.62	0.83	-24.61%	-
(iii) Debt Service Coverage Ratio (EBIT/Net Debt)	0.25	0.21	17.39%	-
(iv) Return on Equity Ratio (PAT/Avg. Net Worth*100)	11.77%	11.93%	-1.37%	-
(v)Inventory Turnover Ratio (Closing inventory/ Net Sales*365)	95.90	80.21	19.56%	-
(vi) Trade Receivables Turnover Ratio (Trade receivable/ Net Sales*365)	119.44	153.38	-22.13%	-
(vii) Net Capital Turnover Ratio (Net Sales/Net Worth)	2.50	2.45	1.88%	-
(viii) Net Profit Ratio (PAT/Total Revenue*100)	4.00%	4.59%	-12.86%	-
(ix)Return on Capital Employed (EBIT/Average Capital Employed*100)	10.18%	10.05%	1.32%	-

Net debt includes Long term borrowing and Short term borrowing minus Cash and cash equivalents and bank balances.

Net worth includes Share hold capital and reserve and surplus

EBIT includes Profit before tax plus depreciation

Net sales means revenue from operations

Capital employed includes Total assets minus total current liability plus Short term borrowing

Notes to Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 53: Additional Regulatory Information:

(a)Below is the title deed of Immovable Property not held in the name of the Company:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Property, plant and equipment	Property, plant and equipment	Property, plant and equipment
Description of item property	Land	Land
Gross carrying value (Rupees in lakh)	622.47	622.47
Title deeds held in the name of	Salasar Stainless Ltd	Salasar Stainless Ltd
Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	No	No
Property held since which date	09-Jan-19	09-Jan-19
Reason for not being held in the name of the Company	Under Progress	Under Progress

(b) Details of transaction with companies struck off under section 248 of the Companies Act, 2013

The company does not have any relationship with companies struck off (as defined by Companies Act, 2013) and did not enter into transactions with any such company for the years ended March 31,2023 and March 31,2022 .

(c) The Company has not traded or invested in Crypto currency or Virtual Currency during the reporting years.

(d) The Company has not been declared a wilful defaulter by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.

(e) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(f) The Company has neither advanced, loaned or invested funds nor received any fund to/from any person or entity for lending or investing or providing guarantee to/on behalf of the ultimate beneficiary during the reporting years.

(g) here is no charge or satisfaction of charge which is yet to be registered with ROC beyond the statutory period.

(h) The Company do not have any transaction not recorded in the books of accounts that has been surrendered or not disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(i) All the quarterly statements of current assets filed by the Company with banks or financial institutions are in agreement with books of accounts.

Note 54: Figures for the previous year have been regrouped/reclassified to confirm to the figures of the current year.

For VAPS & CO.
Chartered Accountants
Firm Registration No : 003612N

Praveen Kumar Jain
(Partner)
Membership No. 082515

Place : Noida (U.P.)
Date : 27-May-2023
UDIN: 23082515BGWJSX4220

For and on behalf of the Board

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN : 00316141

Pramod Kr. Kala
Chief Financial Officer

Jitendra Kr. Sharma
Company Secretary

Independent Auditor's Report

To the Members of

SALASAR TECHNO ENGINEERING LIMITED

Report on the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of **SALASAR TECHNO ENGINEERING LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and Joint ventures which comprise the Consolidated balance sheet as at March 31, 2023, and the consolidated statement of Profit and Loss (including other comprehensive income),consolidated statement of changes in equity and Consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries and associates as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2023, and consolidated profits, consolidated changes in equity and its consolidated cash flows for the year ended then date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the consolidated Financial Statements section of our report. We are independent of the Group, its associates and joint ventures 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 Companies Act, 2013 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 obtained by us along with the consideration of audit report of the other auditor referred to in "Other Matters" paragraph below, 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 financial statements of the current period.

We have not determined any matters to be the key audit matters to be communicated in our report.

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

The Holding Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon, which is expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we will 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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information and if we conclude that there is a material misstatement therein, we will communicate the matter to those charged with governance and take necessary action as per applicable laws and regulations.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("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 accounting Standards specified under section 133 of the Act.

The respective management and Board of Directors of the companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each 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 financial statement

Independent Auditor's Report *(Contd.)*

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 and Board of Directors of the companies included in the Group are responsible for assessing the Group'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 or to cease operations, or has no realistic alternative but to do so. The respective Board of Directors of the companies included in the Group are also responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities 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 judgement 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 Group has adequate financial controls system in place and the operating effectiveness of such controls.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group 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.

Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements, of which we are the independent auditors. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entity included in the consolidated financial statements, which has been audited by other auditor, such other auditor remains responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para of the section titled 'Other Matters' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit report of the other auditor referred to in "Other Matters" paragraph below, 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 such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key

Independent Auditor's Report *(Contd.)*

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 be reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of the entities:M/s Salasar HPL JV, M/s Salasar REW JV, M/s Salasar Adorus Infra LLP and Sikka Salasar JV included in the consolidated financial results, whose financial statements reflect total assets of INR 359.35 lakhs, total revenues of INR 487.43 lakhs

and total net profit after tax of INR 15.96 lakhs for the year ended March 31,2023 as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these entity is based solely on the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements of such subsidiary as was audited by other auditor, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, 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 of the aforesaid Consolidated Financial Statements.

   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, returns and the reports of the other auditor.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss(including other consolidated comprehensive income), Consolidated Statement of Changes in Equity and the consolidated statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group companies are 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 Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

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

      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Group to its directors during the year is in accordance with the provisions of section 197 of the Act.

   h) 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 the impact of pending litigations on its financial position in its consolidated financial statements.

      ii. The Group is not required to make any provision, as required under the applicable law or accounting standards, for material foreseeable losses on long-term contracts including derivative contracts.

      iii) The Group is not required to transfer any amount to the Investor Education and Protection Fund.

      iv) (a) The respective Managements of the Company and its subsidiaries its associates andJoint ventures, whose financial statements have been audited under the Act, have represented to us that, to the best of their 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 orany other sources or kind of funds) by the Company or

Independent Auditor's Report *(Contd.)*

any of such subsidiaries toor in any other person or entity, including foreign entity ("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 inany manner whatsoever by or on behalf of the Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalfof the Ultimate Beneficiaries.

(b) The respective Managements of the Company and its subsidiaries its associates andJoint ventures, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, 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 the audit procedures that have been considered reasonable andappropriate in the circumstances performed by us on the Company and its subsidiaries its associates and Joint ventures whichare companies incorporated in India whose financial statements have been auditedunder the Act, nothing has come to our notice that has caused us to believe that therepresentations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(d) (A) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(B) No interim dividend has been declared and paid by the Company during the year and until the date of this report.

(C) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

v. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries, its associates and joint ventures included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports

For VAPS & Company
Chartered Accountants
ICAI Firm Registration Number: 003612N

Praveen Kumar Jain
Partner
Membership Number: 082515
UDIN: 23082515BGWJSY3579

Place : Noida
Date: May 27, 2023

Annexure A to the Independent Auditor's Report

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Salasar Techno Engineering Limited of even date)

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

Opinion

In conjunction with our audit of the consolidated financial statements of Salasar Techno Engineering Limited (hereinafter referred to as "the Holding Company") as of and for the year ended March 31 2023, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and such other companies which are its subsidiary companies, as of that date.

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company and such other companies which are its subsidiary companies, have, in all material respects,adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the respective companies 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.

Management's Responsibility for Internal Financial Controls

The respective company's management and board of directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective 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, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Group 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 Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent 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 over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated 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 with reference to consolidated financial statements.

Meaning of Internal Financial Controls Over Financial Reporting

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Annexure A to the Independent Auditor's Report *(Contd.)*

Limitations of Internal Financial Controls Over Financial Reporting

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

For VAPS & Company
Chartered Accountants
ICAI Firm Registration Number: 003612N

Praveen Kumar Jain
Partner
Membership Number: 082515
UDIN: 23082515BGWJSY3579

Place : Noida
Date: May 27, 2023

Consolidated Balance Sheet as at 31st March, 2023

(₹ in Lakh)

Particular	Note No.	As at 31 March 2023	As at 31 March 2022
ASSETS			
Non-current Assets			
Property, Plant and Equipment	2	15,921.59	12,491.52
Capital Work-in-Progress	3	2,140.90	551.91
Right of Use Assets	4	1,260.07	88.26
Intangible Assets	5	29.09	35.61
Financial Assets			
(a) Investments	6	-	-
(b) Other Financial Asset	7	1,478.34	2,320.67
Other Non- current Assets	8	376.25	1,045.08
Current Assets			
Inventories	9	26,274.44	15,236.35
Financial Assets			
(a) Investments	10	5.16	5.42
(b) Trade Receivables	11	32,983.09	29,270.08
(c) Cash and Cash Equivalent	12	42.67	27.70
(d) Bank Balances other than (c) above	13	2,078.46	1,026.19
(e) Other Financial Assets	14	5,369.66	2,531.83
Other Current Assets	15	3,454.81	3,521.26
Current Tax Assets (net)	16	-	109.60
TOTAL ASSETS		**91,414.53**	**68,261.47**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	17	3,157.05	2,857.05
Other Equity	18	36,894.26	25,343.12
Non-Controlling Interest		40.22	31.85
Liabilities			
Non-current Liabilities			
Financial Liabilities			
(a) Borrowings	19	4,024.07	4,334.34
(b) Lease Liabilities	20	132.50	13.48
Provisions	21	367.93	324.34
Deferred Tax Liabilities (net)	22	510.05	498.33
Other Non-current Liabilities	23	8.46	9.22
Current Liabilities			
Financial Liabilities			
(a) Borrowings	24	23,163.99	20,523.34
(b) Trade Payables	25		
(i) Dues of micro and small enterprises (MSME)		438.26	270.83
(ii) Dues of creditors other than MSME		6,823.58	4,814.30
(c) Other Financial Liabilities	26	2.18	2.44
Provisions	27	47.30	29.42
Other Current Liabilities	28	15,677.25	9,209.39
Current Tax Liability (Net)	29	127.43	-
TOTAL EQUITY AND LIABILITIES		**91,414.53**	**68,261.47**

Notes referred to above and notes attached there to form an integral part of Balance Sheet
This is the Balance Sheet referred to in our Report of even date.

For **VAPS & CO.**
Firm Registration No. 003612N
Chartered Accountants

Praveen Kumar Jain
Partner
M. No. 082515
Place : Noida (U.P.)
Date :27-May-2023
UDIN: 23082515BGWJSY3579

For and on behalf of the Board of Directors

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN: 00316141

Pramod Kr. Kala
(Chief Financial Officer)

Jitendra Kr. Sharma
(Company Secretary)

Consolidated Statement of Profit and Loss for the year ended 31st March, 2023

(₹ in Lakh)

Particular	Note No.	Year ended 31 March 2023	Year ended 31 March 2022
REVENUES			
Revenue from operations	30	100,489.50	71,886.18
Other Income	31	239.94	222.81
Total Revenue		**100,729.44**	**72,108.98**
EXPENSES			
Cost of revenue operations	32	88,262.06	59,328.31
Changes in inventories of finished goods, work-in-progress and others	33	(6,611.23)	(2,245.63)
Employee benefits expenses	34	4,646.34	3,995.79
Finance Costs	35	3,156.12	2,181.01
Depreciation and amortization expenses	36	794.97	709.68
Other Expenses	37	5,011.11	3,914.65
Total Expenses		**95,259.37**	**67,883.80**
Profit before Exceptional Items & Taxes		5,470.07	4,225.18
Exceptional Items	38	(64.49)	-
Profit before Tax		**5,405.58**	**4,225.18**
Tax Expenses	39		
(a) Current Tax		1,365.74	1,103.40
(b)Deferred Tax		14.40	(23.90)
Profit for the year		**4,025.44**	**3,145.68**
Other Comprehensive Income (OCI)			
(A)Items that will not be classified to profit or loss:			
Remeasurements of the defined benefit plans		(10.61)	97.08
Income tax relating to items that will not be classified to profit or loss		2.67	(24.43)
(B)Items that will be classified to profit or loss		-	-
Total Comprehensive Income for the year		**4,017.50**	**3,218.32**
Net Profit attributable to :			
Owners of the Company		4,017.07	3,144.46
Non-Controlling Interest		8.37	1.22
		4,025.44	**3,145.68**
Other Comprehensive Income attributable to :			
Owners of the Company		(7.94)	72.64
Non-Controlling Interest		-	-
		(7.94)	**72.64**
Total Comprehensive Income attributable to :			
Owners of the Company		4,009.13	3,217.10
Non-Controlling Interest		8.37	1.22
		4,017.50	**3,218.32**
Earning per Equity share			
(Face Value : ₹1 per Share)			
Basic and Diluted (₹)		1.33	1.10

Notes referred to above and notes attached there to form an integral part of Profit & Loss Statement
This is the Profit & Loss Statement referred to in our Report of even date..

For **VAPS & CO.**
Firm Registration No. 003612N
Chartered Accountants

Praveen Kumar Jain
Partner
M. No. 082515
Place : Noida (U.P.)
Date :27-May-2023
UDIN: 23082515BGWJSY3579

For and on behalf of the Board of Directors

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN: 00316141

Pramod Kr. Kala
(Chief Financial Officer)

Jitendra Kr. Sharma
(Company Secretary)

Consolidated Cash Flow Statement for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Cash Flow From Operating Activities		
Net Profit Before Income Tax	5,405.58	4,225.18
Adjustment for:		
Depreciation and amortization expenses	794.97	709.68
Dividend income	-	(0.94)
Interest income	(225.52)	(132.20)
Finance costs	3,156.12	2,181.01
Electricity duty refundable	9.83	(1.25)
Provision for employee benefits expense	50.86	95.56
(Gain)/ loss on fair valuation of assets	0.26	(0.16)
(Gain)/ loss on property, plant and equipment	(7.99)	(0.62)
Loss on Discard of Plant, Property and Equipment	64.49	
Bad debts written off	32.74	2.31
Provision for doubtful debts	86.07	-
Interest on income tax refund	(6.36)	(4.06)
Gain on sale of current investment	-	(84.83)
Operating profit before working capital changes	**9,361.05**	**6,989.70**
Adjustments for Working Capital		
Adjustment for (increase) / decrease in operating assets		
Inventories	(11,038.09)	(3,234.13)
Trade receivables	(3,831.82)	(5,262.65)
Other financial assets	(2,088.90)	(1,687.26)
Other current assets	176.05	(496.18)
Adjustment for increase / (decrease) in operating assets		
Trade payables	2,176.71	1,958.02
Other current liabilities	6,595.29	2,985.18
Other financial liabilities	(1.03)	(0.04)
Other non-current liabilities		
Cash generated from operations	**1,349.26**	**1,252.63**
Income Tax Paid	1,365.74	1,103.40
Net cash generated from operating activities (A)	**(16.48)**	**149.23**
Cash Flow from Investing Activities		
Sale (Purchase) of current investments	(0.00)	1,098.63
Interest Income	145.42	117.96
Dividend Income	-	0.94
Purchase of property, plant and equipment	(5,877.73)	(2,595.62)
Acquisition of right -of-use assets	(1,070.18)	(76.67)
Bank Balance (not consider as cash and cash equivalents)	(1,052.27)	(547.12)
Interest on income tax refund	6.36	4.06
Proceeds from sale of property, plant and equipment	18.38	82.19
Net Cash Flow from other financial assets	834.99	(813.53)
Net cash used in investing activities (B)	**(6,995.03)**	**(2,729.16)**

Consolidated Cash Flow Statement for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Cash Flow from Financing Activities		
Proceeds from issue of share capital	8,157.72	-
Proceeds from non-current borrowings	(310.27)	945.17
Proceeds from current borrowings	2,640.64	4,085.85
Contribution from Non-controlling interests	-	-
Dividend Paid	(315.71)	(285.71)
Finance Costs	(3,145.91)	(2,180.01)
Net Cash Flow from Financing Activities (C)	**7,026.48**	**2,565.30**
Net Changes in Cash & Cash Equivalents (A + B + C)	14.97	(14.63)
Add : Opening Cash & Cash Equivalents	27.70	42.33
Closing Cash & Cash Equivalents	**42.67**	**27.70**

This is the Cash Flow Statement referred to in our Report of even date.

For **VAPS & CO.**
Firm Registration No. 003612N
Chartered Accountants

Praveen Kumar Jain
Partner
M. No. 082515
Place : Noida (U.P.)
Date :27-May-2023
UDIN: 23082515BGWJSY3579

For and on behalf of the Board of Directors

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN: 00316141

Pramod Kr. Kala
(Chief Financial Officer)

Jitendra Kr. Sharma
(Company Secretary)

Consolidated Statement of Changes in Equity for the year ended 31st March, 2023

(₹ in Lakhs)

A. Equity Share Capital (Refer Note -17)

Particulars	Balance as at 1st April, 2021	Changes during the year ended 31st March, 2022	Balance as at 31st March, 2022	Changes during the year ended 31st March, 2023	Balance as at 31st March, 2023
Equity Share Capital	1,428.53	1,428.53	2,857.05	300.00	3,157.05

B. Other Equity (Refer Note - 18)

Particulars	Reserves and Surplus		Other Comprehensive Income	Total	Non Controlling Interest
	Securities Premium Reserve	Retained Earnings			
Balance as at March 31, 2021	**7,098.89**	**16,748.61**	**(7.26)**	**23,840.24**	**30.6317832**
Profit for the period		3,144.46	72.64	3,217.10	1.22
Other comprehensive income (loss) for the year, net of tax				-	-
Total Comprehensive Income for the year	**-**	**3,144.46**	**72.64**	**3,217.10**	**1.22**
Issue of Bonus Shares	(1,428.53)			(1,428.53)	-
Dividend paid		(285.71)		(285.71)	-
Balance as at March 31, 2022	**5,670.37**	**19,607.36**	**65.38**	**25,343.12**	**31.85**
Profit for the period		4,017.07	(7.94)	4,009.13	8.37
Other comprehensive income (loss) for the year, net of tax	-	-	-	-	-
Total Comprehensive Income for the year	**-**	**4,017.07**	**(7.94)**	**4,009.13**	**8.37**
Issue of Equity Shares (net of transition cost)	7,857.72	-	-	7,857.72	-
Dividend paid		(315.71)		(315.71)	-
Balance as at March 31, 2023	**13,528.09**	**23,308.72**	**57.44**	**36,894.26**	**40.22**

The above statement of changes in equity should be read in conjunction with the accompanying notes.

Securities Premium Account: This Reserve represents the premium on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013

Retained Earnings: This Reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

This is the Statement of Changes in Equity referred to in our Report of even date.

For **VAPS & CO.**
Firm Registration No. 003612N
Chartered Accountants

Praveen Kumar Jain
Partner
M. No. 082515
Place : Noida (U.P.)
Date :27-May-2023
UDIN: 23082515BGWJSY3579

For and on behalf of the Board of Directors

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN: 00316141

Pramod Kr. Kala
(Chief Financial Officer)

Jitendra Kr. Sharma
(Company Secretary)

Significant Accounting Policies and Notes to Standalone Financial Statements

Note -1 : Significant Accounting Policies

A. CORPORATE INFORMATION

Salasar Techno Engineering Limited (the 'Company') is a public limited company domiciled in India. Its shares are listed on two stock exchanges in India viz, the Bombay Stock Exchange ('BSE') and the National Stock Exchange ('NSE'). The Company is engaged in manufacturing and sale of Galvanized Steel Structure including Telecom Towers, Transmission Line Towers and Solar Panels. The Company has three manufacturing facilities one at Jindal Nagar, Hapur (UP) and two atKhera Dehat, Hapur (UP).

The Company is engaged in the business of manufacturing and sale of Galvanized Steel Structure including Telecom Towers, Transmission Line Towers and Solar Panels.

The Company is also engaged in execution of Engineering, Procurement and Construction projects (EPC) for survey, supply of materials, design, erection, testing & commissioning on a turnkey basis.

B. BASIS OF CONSOLIDATION

The CFS comprise the financial statements of the Company, its subsidiaries and the Group's interest in associate and jointly ventures as at the reporting date.

Subsidiary

Subsidiary include all the entity over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns through its involvement in the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are consolidated from the date on which Group attains control and are deconsolidated from the date that control ceases to exist.

Joint Venture

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. Interests in joint venture are accounted for using the equity method of accounting.

The CFS have been prepared on the following basis

The financial statements of the Company and its subsidiary entity has been consolidated on a line-by-line basis by adding together of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions and resulting unrealised profit or losses, unless cost cannot be recovered, as per the applicable Accounting Standard in India. Accounting policies of the respective subsidiary entity are aligned wherever necessary, so as to ensure consistency with the accounting policies that are adopted by the Group under Ind AS.

The CFS include the share of profit / loss of the joint ventures and the associate company which are accounted as per the 'equity method'

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in OCI of the investee in OCI.

The CFS are presented, to the extent applicable, in accordance with the requirements of Schedule III of the 2013 Act as applicable to the Company's separate financial statements.

Non-controlling interests (NCI) in the net assets of the subsidiaries that are consolidated consists of the amount of equity attributable to non-controlling shareholders.Profit or loss and each component of OCI are attributed to the equity holders of the parent and to the NCI, even if this results in the NCI having a deficit balance.

C. SUMMARY OF BASIS OF COMPLIANCE, BASIS OF PREPARATION AND PRESENTATION, CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGMENTS AND SIGNIFICANT ACCOUNTING POLICIES

(i) Basis of compliance

The financial statements comply in all material aspects with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the 2013 Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

(ii) Basis of Preparation of Financial Statement

The financial statements have been prepared under the historical cost convention using the accrual method of accounting basis, except for certain financial instruments that are measured at fair values at the end of each reporting period as explained in the significant accounting polices below.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the 2013 Act.

(iii) Critical accounting estimates, assumptions and judgements

The preparation of the financial statements requires management to make estimates, assumptions and judgments that affect the reported balances of assets and liabilities and disclosures as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

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 considering different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Impact on account of revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying values of assets and liabilities within the next financial year are discussed below :

(i) Useful life of Property, Plant and Equipment

The cost of property, plant and equipment is depreciated over the useful life, which is based on expected usage of the assets, expected physical wear and tear, the repair and maintenance program and technoloigical obsolescence arising from changes and residual value

(ii) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

(iii) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/ litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

(iv) Allowance for uncollectable accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

(iv) Use of estimates

The preparation of Financial Statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities as at the date of the Financial Statements and the reported amount of revenues and expenses during the reporting period/year.

The difference between the actual results and estimates are recognised in the year in which the results are known/materialise.

All Assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities

(v) Global health pandemic on COVID-19

The Company has evaluated the impact of COVID pandemic on the operations of the Company, revenue, inventories, investments, property, plant & equipment, current borrowings and trade payables. The management has considered the possible effects, if any, on the carrying amounts of these assets and liabilities up to the date of approval of these results. As per the management's current assessment, no significant impact on carrying amounts of inventories, tangible assets, trade receivables, investments and other financial assets is expected, and management continue to monitor changes in future economic conditions.

(vi) Fair Value Measurement

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or liability acting in their best economic interest.The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

(vii) Property, Plant & Equipment

On transition to IND AS, the Company has adopted optional exception under IND AS 101 to measure Property, Plant and Equipment at fair value. Consequently the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently, Property, Plant and Equipment, other than land, are carried at cost less accumulated depreciation and accumulated impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation on PPEis calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives. However,vehicles, being part of PPEare depreciated on a straight-line method over the shorter of their

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

respective useful lives as prescribed in Schedule -II to the Companies Act, 2013 . Freehold land is not depreciated.

Schedule II to the Companies Act 2013 ('Schedule') prescribes the useful lives for various class of assets. For certain class of assets, based on technical evaluation and assessment, Management believes that, the useful lives adopted by it reflects the periods over which these assets are expected to be used. Accordingly for those assets, the useful lives estimated by the management are different from those prescribed in the Schedule. Management's estimates of the useful lives for various class of fixed assets are as given below:

Assets

Assets	Useful Life
Plant & Machinery	15 years
Factory Buidings	30 years
Furniture and Fittings and Office Equipment	3-10 years
Vehicle	8 years

Useful lives and residual values of assets are reviewed at the end of each reporting period.

Losses arising from the retirement of, and gains or losses arising from disposal of PPE are recognised in the Statement of Profit and Loss.

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Intangible Asset under development includes cost of development of new intangible assets to complete the assets as at the balance sheet date.

Capital Expenditure on tangible assets for research and development is classified under property, plant and equipment and is depreciated on the same basis as other property, plant and equipment.

(viii) Intangible Assets

Intangible assets that are acquired by the Company, which have finite useful lives, are measured at cost less accumulated amortization and accumulated impairment losses (if any). Costs include expenditure that is directly attributable to the acquisition of the intangible assets.

Subsequent Expenditure:

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, are recognized in profit or loss as incurred.

Amortization of intangible assets with finite useful lives:

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use.

Computer Softwaresare amortised on stright line basis over the estimated useful lives of 6 years.

(ix) Impairment of Non Financial Assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment and additionally whenever there is a triggering event for impairment. Assets that are subject to amortisation and depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount of cash generating units exceeds its recoverable amount.

(x) Inventories

(1) Inventories are valued at the lower of cost or net realisable value.

Costs incurred in bringing each product to its present location and condition is accounted for as follows:

- Raw materials: are valued at cost or net realisable value, whichever is lower.
- Finished goods and work in progress and stores, spare parts and packing materials: are valued at cost or net realisable value, whichever is lower. In the case of finished goods and work in process cost comprises of material, direct labour and applicable overhead expenses.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. These are valued at cost or net realisable value, whichever is lower.

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

(2) Cost of Inventory of services being provided by the company

The company measures its inventory of services at the costs of their production. These costs consist primarily of the labour and other costs of personnel directly engaged in providing the service, including supervisory personnel, and attributable overheads. Labour and other costs relating to sales and general administrative personnel are not included but are recognized as expenses in the period in which they are incurred. The cost of inventories of a service does not include profit margins or non-attributable overheads that are often factored into prices charged by service providers.

Significant Accounting Policies and Notes to Standalone Financial Statements *(Contd.)*

(xi) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

(a) Initial recognition and measurement:

All financial assets are recognised initially at fair value and, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

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

(b Subsequent measurement

For purposes of subsequent measurement financial assets are classified in two broad categories:

- Financial assets at fair value
- Financial assets at amortised cost

(c) Classification:

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

(d) Financial assets measured at amortised cost:

Financial assets are measured at amortised cost when asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are solely for payments of principal and interest. Such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. The losses arising from impairment are recognised in the Statement of profit and loss. This category generally applies to trade and other receivables.

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

Financial assets under this category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income.

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

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognised in profit or loss.

(g) Investment in Equity Instruments:

Equity instruments which are held for trading are classified as at FVTPL. All other equity instruments are classified as FVTOCI. Fair value changes on the instrument, excluding dividends, are recognized in the other comprehensive income. There is no recycling of the amounts from other comprehensive income to profit or loss.

(h) Derecognition of Financial assets:

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset, if an entity transfers a financial asset in a transfer that qualifies for derecognition in its entirety and retains the right to service the financial asset for a fee, it shall recognise either a servicing asset or a servicing liability for that servicing contract. If the fee to be received is not expected to compensate the entity adequately for performing the servicing, a servicing liability for the servicing obligation shall be recognised at its fair value. If the fee to be received is expected to be more than adequate compensation for the servicing, a servicing asset shall be recognised for the servicing right at an amount determined on the basis of an allocation of the carrying amount of the larger financial asset.

(i) Impairment of Financial assets:

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments and trade receivables. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition.

Financial Liabilities

(a) Initial recognition and measurement:

All financial liabilities are recognised initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs. Financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

(b) Classification & Subsequent measurement:

If a financial instrument that was previously recognised as a financial asset is measured at fair value through profit or loss and its fair value decreases below zero, it is a financial liability measured in accordance with IND AS. Financial liabilities are

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

classified as held for trading, if they are incurred for the purpose of repurchasing in the near term.

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss.

(c) Loans and Borrowings:

Interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. After initial recognition Gain and Liabilities held for Trading are recognised in statement of profit and Loss Account.

(d) Derecognition of Financial Liabilities:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

(e) Financial guarantee contract

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial Guarantee contracts issued by a company are initially measured at their fair values and,if not designated as FVTPL, are subsequently measured at the higher of:

- the amount of loss allowancedetermined in accordance with impairment requirements of Ind AS 109' Financial Instruments'; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS ' Revenue'

Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis to realise the asset and settle the liability simultaneously.

Subsequent recoveries of amounts previously written off are credited to Other Income.

(xii) Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(xiii) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash to be cash equivalents.

(xiv) Borrowing Costs

Borrowing costs directly attributable to the acquisition, production or construction of qualifying assets is capitalized as part of the cost of such qualifying assetstill the date of being ready for intended use. Other borrowing cost is recognized as expenditure in the period in which they are accrued.

(xv) Investments

Investments that are readily realisable and are intended to be held for not more than one year from the Reporting Date, are classified as Current Investments. All other investments are classified as Non Current Investments. Current Investments are valued at lower of Cost and Fair value. Non Current Investments are valued at cost, except in the case of other than temporary decline in value, in which case necessary provision is made.

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

(xvi) Foreign Currency Transactions

Transactions in foreign exchange are accounted for at exchange rate ruling attransaction date. Monetary assets and liabilities denominated in foreign currency are translated at the rates of exchange at the balance sheet date and the resultant gain or loss is recognized in the Statement of Profit and Loss. Exchange difference arising on payment or translation of liabilities and receivables is recognized as income or expense in the year in which the same arises.

(xvii) Provisions, Contingent Liabilities, Contingent Assets and Commitments

(a) General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, the amount of a provision shall be the present value of expense expected to be required to settle the obligation Provisions are therefore discounted, when effect is material, The discount rate shall be pre-tax rate that reflects current market assessment of time value of money and risk specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

(b) Contingencies

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

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity, Contingent assets are not recognised, but are disclosed in the notes. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

(xviii) Share capital and Share Premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

(xix) Revenue Recognition

(a) Sale of goods and Services

Revenue from sale of manufactured goods is recognised on stisfaction of performance obligation upon transfer of control of promised productsto customers in an amount that reflects the consideration the Company expects to receive in exchange for those products.

Revenue from rendering of services (other than EPC business) is recognised over time as and when the customer receives the benefit of the Company's performance and the Company has an enforceable right to payment for services transferred.

Contract revenue, i.e. revenuefrom EPC business,is recognised over time to the extent of performance obligation satisfied and control is transferred to the customer. Contract revenue is recognised at allocable transaction price (net of variable considerations) which represents the cost of work performed on the contract plus proportionate margin, using the percentage of completion method. Percentage of completion is the proportion of cost of work performed to-date, to the total estimated contract costs. The transaction price of good sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Unbilled revenue represents value of goods and services performed in accordance with the contract terms but not billed.

The amount of retention money held by the customers pending completion of performance milestone is disclosed as part of contract asset termed as "Security Deposits" and is reclassified as trade receivables when it becomes due for payment.

(b) Other Income

- Interest income

Interest income is recognised on a time proportion basis using the effective interest method. When a receivable is impaired, the Company reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

Significant Accounting Policies and Notes to Standalone Financial Statements *(Contd.)*

- Dividends

Dividend is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

(xx) Taxation

Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively

Current tax

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act,1961 that have been enacted or subsequently enacted at the end of the reporting period.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised

The carrying amount of a deferred tax asset is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when it relates to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities simultaneously.

During the year ended 31 March, 2020, the Government of India vide taxation Laws (Amendment) Tax Ordinance , 2019 has allowed an option to the domestic companies to switch to a lower tax rate structure of 22 % (25.168 % including surcharge and cess) from the earlier 30 % (34.944 % including surcharge and cess) subject to the condition that the Company will not avail any of the specfied deductions/ incentives under the Income Tax Act, 1961. The Company has opted for this new rate structure and made current tax/deferred tax Provision with the new rates.

(xxi) Provisions

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate of the amount can be made. Provisions are determined based on best estimate required to settle the obligation at the Balance Sheet date. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of the money is material). The increase in the provisions due to passage of time is recognised as interest expense. Provisions are reviewed as at each reporting date and adjusted to reflect the current best estimate

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

(xxii) Earnings per Share

As per Ind AS 33, Earning Per Share, Basic earnings per share are computed by dividing the net profit for the year attributable to the shareholders' and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments. Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options,

Significant Accounting Policies and Notes to Standalone Financial Statements (Contd.)

convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

(xxiii) Employee Benefits

Employee benefits include provident fund, employee state insurance scheme, gratuity, compensated absences and performance incentives.

Provident Fund:

The Company has Defined Contribution plan for the post employment benefits namely Provident Fund which is recognised by the income tax authorities. These funds are administered through the Regional Provident Fund Commissioner and the Company's contributions thereto are charged to Statement of Profit and Loss every year.

Compensated Absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

Gratuity:

The Company has Defined Benefit plan, namely gratuity for employees (unfunded), the liability for which is determined on the basis of an actuarial valuation (using the Projected Unit Credit method) at the end of each annual reporting period.Remeasurements, comprising actuarial gains and losses, the effect of the changes to the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur.

(xxiv) Disclosure in respect of operating leases as per IND AS 116'Leases'

The Company, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term

(xxv) Related Party Transactions

Disclosure is being made separately for all the transactions with related parties as specified under IND AS 24 "Related Party Disclosure" issued by the Institute Chartered Accountants of India.

(xxvi) Dividend

Final dividend on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

(xxvii) Segment Reporting

The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the Managing Director(who is the Company's Chief Operating Decision Maker) in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in conformity with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'.

(xxvii) The figures appearing in the Financial Statements is rounded off to the nearest lakh or decimals thereof.

Notes to Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note -2 : Property, Plant and Equipment

Particulars	Freehold Land	Plant & Equipment	Buildings	Furniture & Fixtures	Office Equipment	Vehicle	Total
Gross Carrying Value							
As at March 31, 2022	4,360.97	7,765.12	2,199.42	108.92	341.44	488.66	15,264.54
Add : Addition	2,056.35	1,739.82	329.31	5.60	75.51	82.16	4,288.75
Less : Diposals/Discard	-	284.61	-	-	17.26	65.29	367.16
As at March 31, 2023	**6,417.32**	**9,220.33**	**2,528.73**	**114.52**	**399.69**	**505.53**	**19,186.13**
Accumulated Depreciation							
As at March 31, 2022	-	2,150.07	259.36	26.77	137.25	199.57	2,773.01
Add : Charge for the year	-	575.08	76.91	10.44	46.42	58.95	767.80
Less : Disposals/Discard	-	201.53	-	-	14.76	60.01	276.30
As at March 31, 2023	**-**	**2,523.62**	**336.27**	**37.21**	**168.91**	**198.51**	**3,264.51**
Net Block							
As at March 31, 2022	4,360.97	5,615.05	1,940.06	82.16	204.19	289.09	12,491.52
As at March 31, 2023	**6,417.32**	**6,696.71**	**2,192.46**	**77.32**	**230.78**	**307.02**	**15,921.59**

Note -3 : Capital Work-in-Progress:

Particulars	Less than 1 year	1 - 2 years	2- 3 years	More than 3 years	Total
As at March 31, 2022	551.91	-	-	-	551.91
As at March 31, 2023	2,140.90	-	-	-	2,140.90

Note -4 : Right of Use Assets:

Particulars	Lease hold Land
Gross Carrying Value	
As at March 31, 2022	89.16
Add : Addition	1,192.47
Less : Diposals	-
As at March 31, 2023	**1,281.63**
Accumulated Amortization	
As at March 31, 2022	0.90
Add : Amortization for the year	20.66
Less : Disposals	-
As at March 31, 2023	**21.56**
Net Carrying Value	
As at March 31, 2022	88.26
As at March 31, 2023	**1,260.07**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note -5 : Intangible Assets

Particulars	Computer Software
Gross Carrying Value	
As at March 31, 2022	41.14
Add : Addition	-
Less : Disposals	-
As at March 31, 2023	**41.14**
Accumulated Amortization	
As at March 31, 2022	5.53
Add : Amortization for the year	6.51
Less : Disposals	-
As at March 31, 2023	**12.05**
Net Block	
As at March 31, 2022	35.61
As at March 31, 2023	29.09

Note 6: Investments

Particulars	As at 31 March, 2023	As at 31 March, 2022
Other Investment (at Cost):		
Investment in Joint Venture		
(Investment at Equity Method)		
Sikka-Salasar-JV	-	-
Total	-	-

Investment in Joint Venture is as under:

Particulars	Country of incorporation	Portion of ownership interest as at		Method used to account for the investment
		31-Mar-23	31-Mar-22	
Sikka-Salasar-JV	India	49.00%	49.00%	Equity Method

The Group had no contingent liabilities or capital commitments relating to its interest in joint ventures as at 31 March, 2023.

Carrying amount of investment in joint venture

Particulars	As at 31 March, 2023	As at 31 March, 2022
Opening Carrying value	-	-
Group's share of profit for the year*	-	-
Closing Carrying value	-	-

*The Group has impaired 100% investment during the year ended 31 March 2018.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 7: Other Financial Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Security Deposits		
Unsecured, considered good	191.35	598.61
Balances with banks to the extent held as margin money with more than 12 months maturity	1,286.99	1,722.05
Total	**1,478.34**	**2,320.67**

*Security Deposit includes Retention money with EPC customers which will receive on completion of the project .

Note 8: Other Non-current Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Capital Advances	330.18	952.31
Deferred EPC Expenses	20.21	57.08
Electricity Duty Refundable	25.86	35.69
Total	**376.25**	**1,045.08**

Note 9: Inventories

Particulars	As at 31 March, 2023	As at 31 March, 2022
Raw Materials	9,303.40	4,794.212
Work in Progress:		
Goods	10,636.42	4,231.048
Project	868.38	314.304
Finished Goods	4,879.43	5,463.361
Scrap	347.77	112.058
Stores, Spare Parts and Packing Materials	239.04	321.367
Total	**26,274.44**	**15,236.35**
(i) Inventories include goods in transit:		
Finished Goods	348.28	201.86
	348.28	201.86
(ii) Details of Raw Materials		
Shape & Section	6,438.18	2,018.32
Zinc	997.77	749.87
Nut & Bolt	399.52	296.18
Others	1,467.92	1,729.85
	9,303.40	**4,794.21**
(iii) Details of Finished Goods		
Galvanised and Non-galvanised M.S. Steel Structures	4,879.43	5,463.36
	4,879.43	**5,463.36**

(iv) Inventories have been offered as security against the working capital loans provided by the banks.

(v) Raw materials are valued at cost on FIFO basis or net realisable value, whichever is lower.

Finished goods and work in progress are valued at cost or net realisable value, whichever is lower.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 10: Investments

Particulars	As at 31 March, 2023	As at31 March, 2022
Investments measured at FVTPL		
Quoted :		
Investment in Equity Shares :		
2000 (Previous Year 200) Equity Shares of Fourth Dimension solutions Ltd. of Rs. 2.00(Previous Year of Rs. 10) each fully paid up.	0.47	0.01
41,000 (Previous Year 41000) Equity Shares of Vodafone Idea Ltd. of Rs. 10 each fully paid up.	3.24	3.96
Investment in Bonds:		
Gold Bond	1.45	1.45
Total	**5.16**	**5.42**
Aggregate book value of unquoted investments	1.45	1.45
Aggregate amount of quoted investments		
Cost	4.27	4.27
Market Value	3.71	3.97

Note 11: Trade Receivables

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a)Unsecured, considered good		
(i) Related parties	2,055.29	1,098
(ii)Other than related parties	30,912.90	28,171.66
(b) Receivables having significant increase in credit risk	164.46	63.49
	33,132.65	**29,333.57**
Less : Allowance for expected credit loss (ECL)	(149.56)	(63.49)
Total	**32,983.09**	**29,270.08**

(i) Retention money, with EPC Customerswhich will be receive on completion of the project, has been shown under other financial assets as "Security Deposit" (Refer Note -7 & 14)

(ii) Before accepting any new customer, the Company has appropriate levels of control procedures which ensure the potential customer's credit quality. Credit limits scoring attributed to customers are reviewed periodically by the Management

(iii) Movement in allowance for expected credit loss

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Balance at the beginning of the year	**63.49**	**63.49**
Utilized during the year	32.74	-
Expected credit loss (ECL) recognized	118.81	-
Expected credit loss (ECL) reversal	-	-
Balance at the end of the year	**149.56**	**63.49**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

(iv) Ageing of trade receivables is as below :

As at 31st March 2023

Particulars	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	13,538.75	9,751.19	1,367.37	3,166.88	163.83	-	**27,988.02**
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	164.46	**164.46**
(iii) Undisputed Trade receivables – credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade receivables – considered good	-	-	-	-	-	-	-
(ii) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vii) Unbilled dues	4,980.17	-	-	-	-		**4,980.17**
Total	**18,518.91**	**9,751.19**	**1,367.37**	**3,166.88**	**163.83**	**164.46**	**33,132.65**
Less: Expected Credit Loss (ECL)							149.56
Total Trade Receivables							**32,983.09**

As at 31st March 2022

Particulars	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	6,878.40	12,256.72	3,067.84	3,341.94	162.77	7.06	**25,714.73**
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	63.49	**63.49**
(iii) Undisputed Trade receivables –credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade receivables – considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade receivables – credit impaired	-	-	-	-	-	-	**-**
(vii) Unbilled dues	3,555.35		-	-	-		**3,555.35**
Total	**10,433.75**	**12,256.72**	**3,067.84**	**3,341.94**	**162.77**	**70.55**	**29,333.57**
Less: Expected Credit Loss (ECL)							63.49
Total Trade Receivables							**29,270.08**

(v) Trade receivables have been offered as security against the working capital loans provided by the banks.

Note 12: Cash & Cash Equivalents

Particulars	As at 31 March, 2023	As at 31 March, 2022
Cash in hand	29.36	7.87
Balances with Banks		
Current Accounts	13.31	19.83
Total	**42.67**	**27.70**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 13: Other Bank Balances

Particulars	As at 31 March, 2023	As at 31 March, 2022
Balances with banks to the extent held as margin money*	2,076.28	1,023.74
Earmaked balance with bank - unpaid dividend account	2.18	2.44
Total	**2,078.46**	**1,026.19**

* Represents deposits with original maturity of more than 3 months having remaining maturity of less than 12 months from the Balance Sheet date.

Note 14: Other Financial Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Payment under protest:		
Sales Tax	-	25.18
Goods and Service Tax	8.56	8.56
Earnest Money Deposit	89.56	83.32
Interest Accrued on FDR	265.74	185.64
Security deposit*	5,005.80	2,229.13
Total	**5,369.66**	**2,531.83**

* Security Deposit includes Retention money with EPC Customers which willreceive on completion of the project .

Note 15: Other Current Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Advances to suppliers	947.82	924.37
Balance with tax authorities	2,148.47	2,052.10
Prepaidexpenses	201.17	193.16
Gold Coin - Bullion (market value - 9.25 lacs)	8.56	8.56
Other receivables	148.79	343.07
Total	**3,454.81**	**3,521.26**

Note 16: Current Tax Assets (net)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current Tax Assets (net of provision for income tax)	-	109.60
Total	**-**	**109.60**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 17: Equity Share Capital

Particulars	As at 31 March, 2023	As at 31 March, 2022
Authorised Capital		
35,00,00,000 Equity Shares of Re. 1/- each (previous year 3,15,00,000 equity shares of ₹ 10/- each)	3,500.00	3,150.00
	3,500.00	**3,150.00**
Issued, Subscribed and Paid up Capital		
31,57,05,280 Equity Shares of Re. 1/- each fully paid up in cash (previous year 2,85,70,528 Equity Shares of ₹ 10/- each fully paid up in cash)	3,157.05	2,857.05
Total	**3,157.05**	**2,857.05**

A. Reconciliation of Shares outstanding at the beginning and at the end of year:

Particulars	As at 31st March 2023		As at 31st March 2022	
	Numbers	₹ In lakh	Numbers	₹ In lakh
Equity Shares outstanding at the beginning of the year	285,705,280	2,857.05	14,285,264	1,428.53
Add: Equity Shares Issued during the period	30,000,000	300.00	-	-
Add: Issue of Bonus Shares	-		14,285,264	1,428.53
Equity Shares outstanding at the end of the year	315,705,280	3,157.05	28,570,528	2,857.05

B. Details of Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	As at 31st March 2023		As at 31st March 2022	
	No. of Shares held	% of holding	No. of Shares held	% of holding
M/s Hill View Infrabuild Ltd	57,486,000	18.21%	5,748,600	20.12%
Sh. Shalabh Agarwal	25,611,840	8.11%	2,561,184	8.96%
M/s Shikhar Febtech (P) Ltd.	19,700,000	6.24%	1,970,000	6.90%
Sh. Alok Kumar	17,880,000	5.66%	1,788,000	6.26%

C. Shareholding of Promoters are as under

Name of Promoter	As at 31st March 2023			As at 31st March 2022		
	No. of shares	% of total Shares	% Change during the period	No. of shares	% of total Shares	% Change during the year
Sh. Gyanendra Kumrar Agarwal	58,76,320	1.86%	-	5,87,632	2.06%	-
Sh. Alok Kumar	1,78,80,000	5.66%	-	17,88,000	6.26%	-
Sh. Shalabh Agarwal	2,56,11,840	8.11%	-	25,61,184	8.96%	-
Ms. Tripti Gupta	80,00,000	2.53%	-	8,00,000	2.80%	-
Sh. Shashank Agarwal	1,42,11,840	4.50%	-	14,21,184	4.97%	-
Smt. Anshu Agarwal	1,15,60,000	3.66%	-	11,56,000	4.05%	-
Smt. Mithilesh Agarwal	40,80,000	1.29%	-	4,08,000	1.43%	-
Smt. Kamlesh Gupta	1,00,00,000	3.17%	-	10,00,000	3.50%	-
Smt. Taru Agarwal	1,60,000	0.05%	-	16,000	0.06%	-
Sh. Shikhar Gupta	55,20,000	1.75%	-	5,52,000	1.93%	-
Hill View Infrabuild Limited	5,74,86,000	18.21%	-	57,48,600	20.12%	-
Shikhar Fabtech Private Limited	1,97,00,000	6.24%	-	19,70,000	6.90%	-

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Name of Promoter	As at 31st March 2023			As at 31st March 2022		
	No. of shares	% of total Shares	% Change during the period	No. of shares	% of total Shares	% Change during the year
Base Engineering LLP	93,20,000	2.95%	-	9,32,000	3.26%	-
Alok Kumar (HUF)	4,00,000	0.13%	-	40,000	0.14%	-
More Engineering Private Limited	93,20,000	2.95%	-	9,32,000	3.26%	-
Total	**19,91,26,000**	**63.07%**	**-**	**1,99,12,600**	**69.70%**	**-**

D. Equity Shares alloted as fully paid up Bonus Shares for the period of five years immediately preceding 31 March 2023.

The Company has allotted 1,42,85,264 fully paid-up shares of face value ₹10/-each during the quarter ended September 30, 2021 pursuant to bonus issue approved by the shareholders through postal ballot. The bonus shares were issued by capitalization of profits transferred from general reserve. Bonus share of one equity share for every equity share held has been allotted.

The bonus shares once allotted shall rank pari passu in all respects and carry the same rights as the existing equity shareholders and shall be entitled to participate in full,in any dividend and other corporate action, recommended and declared after the new equity shares are allotted.

E. Rights, Preferences and restrictions attached to shares

The company has only one class of equity shares having a par value of ₹ 10/- per share. Each Shareholder is eligible for one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

F. The Company has issued 10,00,000 Equity Sharesat a premium of ₹ 161 per share on conversion ofWarrants alloted on 27-Aug-2020 on preferential basis.

G. The Board of Directors in its meeting held on June 3, 2021 have recommended for approval by shareholders, bonus issue of 1 (one) equity share of ₹10/- each for every 1 (one) equity shares of₹10/-each held by shareholders of the Company as on the record date, subject to approval of the shareholders. Pursuant to the approval of the shareholders through postal ballot (including remote e-voting), the Company alloted 1,42,85,264 bonus equity shares of₹10/- each as fully paid-up bonus equity shares, in the proportion of 1 (One) equity share of₹10/-each for every 1 (One) existing equity shares of₹10/- each to the equity shareholders of the Company as on record date of July 13, 2021. Consequently, the Company capitalised a sum of INR2857.05 lakh from 'other equity' (securities premium) to 'equity share capital'.

The earning per share has been adjusted for bonus issue for previous year presented. (see note 39)

H. Pursuant to the approval of the board of directors of the Company (the 'Board'), at its meeting held on June 22, 2022, and the shareholders of the Company, through Postal Ballot on July 27, 2022, the Fund Raising Committee of the Board (the 'Committee'), at its meeting held on September 06, 2022 approved the issue and allotment of 3,00,00,000 Equity Shares to QIBs at the issue price of ₹ 27.30 per Equity Share (including a premium of ₹ 26.30 per Equity Share), aggregating to ₹ 81,90,00,000 (Rupees Eighty One Crore Ninety Lakh only), pursuant to the Issue. Pursuant to the allotment of Equity Shares in the Issue, the paid-up Equity Share capital stands increased to ₹ 31,57,05,280 consisting of 31,57,05,280 Equity Shares.

I. The Board of Directors at their meeting held on April 30, 2022 approved the sub-division of each equity share of face value of ₹ 10/- each fully paid up into 10 equity shares of face value of ₹ 1/- each fully paid up. The same was approved by the members on June 7, 2022 through postal ballot and e-voting. The effective date of sub-division was June 28, 2022.

Note 18: Other Equity

Particulars	As at 31 March, 2023	As at 31 March, 2022
Securities Premium Account	13,528.09	5,670.37
Retained Earning*	23,366.17	19,672.75
Total	**36,894.26**	**25,343.12**

For movement during the year in Other Equity, refer 'Statement of Changes in Equity'.

*Retained Earning includes Other Comprehensive Income.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 19: Borrowings

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Non-Current	Current	Non-Current	Current
Secured				
Vehicle Loans - from Banks	65.06	28.17	75.21	40.23
Term Loans -from Banks	3,798.11	1,059.43	3,687.11	754.51
Total (A)	3,863.17	1,087.60	3,762.32	794.74
Unsecured				
Loans & advances from related parties	160.90	-	572.01	-
Loans & advances from others	-	-	-	-
Total (B)	160.90	-	572.01	-
	4,024.07	**1,087.60**	**4,334.34**	**794.74**

A. Nature of Security and terms of repayment for Non-current Secured Borrowings :

Nature of Security	Repayment Terms	Nominal Interest Rate	As at 31 March, 2023	As at 31 March, 2022
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 monthly installaments after moratorium of 12 months	Floating 6 months MCLR + 100 bps	151.08	196.00
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 equalmonthly installaments after moratorium of 12 months	Floating 3 months MCLR + 0.80% p.a.	693.49	693.00
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 monthly installaments after moratorium of 12 months	Floating 12 months MCLR	675.10	675.10
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 monthly installaments after moratorium of 12 months	Floating 12 months MCLR + 0.50% p.a.	1,154.18	-
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 48 monthly installaments after moratorium of 24 months	Floating 6 months MCLR + 1.00% p.a.	4,857.54	4,441.62
Secured Term Loan from Bank (Refer Note-B below)	Repayable in 60 equalmonthly installaments after moratorium of 24 months	Floating 3 months MCLR + 0.80% p.a.	1,059.43	754.51
Secured Term Loan from Bank (Refer Note-C below)	Repayable in 24 equalquarterly installaments.	Floating 3 months MIBOR + 3.80% p.a.	3,798.11	3,687.11
Total			**12,388.93**	**10,447.34**
Less : Current Maturity of Long Term Borrowings (Note No. 24)			1,059.43	754.51
Non -Current Borrowings			**11,329.50**	**9,692.84**

B. Term Loans facilites are secured by second charge on the entire present and future current assets andcharges over the fixed assets.

C. Term Loan facility is secured by first charge on the entire movable and immovable fixed assets aquired from the term loan and is further secured by personal guarantee of theMr. Alok Kumar, Mr. Gyanendra Kumar Agarwal, Mr. Shashank Agarwal and Mr. Shalabh Agarwaland corporate guarantee ofM/s. Shikhar Fabtech Pvt Ltd .

D. Vehicle Loans are from Banks and are secured by way of hypothecation of vehicles. Repayable in 36-84 monthly installments commencing from various dates.

E. Installment falling due in respect of all the above Loans upto 31.03.2024 have been grouped under " Current Maturities of long term debt" (Refer Note No. 24).

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

F. Long Term Borrowings from related parties.

Name of the Party	Nature of Borrowings	Relationship	As at 31 March, 2023	As at 31 March, 2022
Mrs. Taru Agarwal	Unsecured Loans	Relative of KMP	17.38	18.15
Mr. Shalabh Agarwal	Unsecured Loans	Director	-	10.34
Hill View Infrabuild Ltd	Unsecured Loans	Associate	100.00	500.00
			117.38	**528.49**

Note 20 : Lease Liabilities

Particulars	As at 31 March, 2023	As at31 March, 2022
Lease Liabilities	132.50	13.48
Total	**132.50**	**13.48**

Note 21: Provisions

Particulars	As at 31 March, 2023	As at 31 March, 2022
Provision for Gratuity	344.99	288.02
Provision for Compensated Absences	22.94	36.32
Total	**367.93**	**324.34**

Note 22: Deferred Tax Liabilities (net)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Deferred Tax Liabilities :		
Opening Balance	608.26	611.77
Increase / (decrease)on account of Property, Plant and equipment	52.66	63.64
Increase / (decrease)on account of Fair Valuation of Investment	(0.03)	(91.59)
Increase / (decrease)on account of IND AS adjustments	(2.67)	24.43
Total (a)	658.23	608.26
Deferred Tax Assets :		
Opening Balance	109.94	113.98
Increase / (decrease)on account of Fair Valuation of Investment	-	-
Increase / (decrease) on account of Provisions	38.24	(4.04)
Total (b)	148.18	109.94
Total(a-b)	**510.05**	**498.33**

Deferred Tax Assets Comprises :		
(i) Provisions		
Opening Balance	109.94	113.98
Increase / (decrease) during the year	38.24	(4.04)
Total Deferred Tax Assets	**148.18**	**109.94**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 23: Other Non-current Liabilities

Particulars	As at 31 March, 2023	As at31 March, 2022
Deferred Income - EPCG Licence	8.46	9.22
Total	**8.46**	**9.22**

Note 24: Borrowings

Particulars	As at 31 March, 2023	As at31 March, 2022
Secured Loans		
Loan repayable on demand from banks	22,076.39	19,728.60
Current maturities of long term borrowings	1,087.60	794.74
Total	**23,163.99**	**20,523.34**

Secured by the hypothecation of Raw Material, WIP, Finished Goods and Book Debts, pledge of cash margin money in the form of FDRand exclusive charges over the fixed assets. Mr. Alok Kumar, Mr. Gyanendra Kumar Agarwal , Mr. Shashank Agarwal and Mr. Shalabh Agarwalhave given thepersonal guarantees and corporate guarantee ofM/s. Shikhar Fabtech Pvt Ltdto the Banks for Working Capital facilities.

Note 25: Trade Payables

Particulars	As at 31 March, 2023	As at31 March, 2022
Payable to Raw Materials Suppliers :		
Total outstanding dues of micro enterprises and small enterprises	438.26	270.83
Total outstanding dues of creditors other than micro enterprises and small enterprises	6,823.58	4,814.30
Total	**7,261.84**	**5,085.13**

Ageing of trade payables is as below :

As at March 31, 2023

Particular	Less than 1 Year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	438.26	-	-	-	**438.26**
Others	6,823.58	-	-	-	**6,823.58**
Disputed dues - MSME	-	-	-	-	**-**
Disputed dues - others					
Total	**7,261.84**	**-**	**-**	**-**	**7,261.84**

As at March 31, 2022

Particular	Less than 1 Year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	270.83	-	-	-	**270.83**
Others	4,814.30	-	-	-	**4,814.30**
Disputed dues - MSME	-	-	-	-	**-**
Disputed dues - others					
Total	**5,085.13**	**-**	**-**	**-**	**5,085.13**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 26: Other Financial Liabilities

Particulars	As at 31 March, 2023	As at 31 March, 2022
Unpaid/ unclaimed dividend	2.18	2.44
Total	**2.18**	**2.44**

Note 27:Provisions

Particulars	As at 31 March, 2023	As at 31 March, 2022
Provision for Gratuity	44.04	24.53
Provision for Compensated Absences	3.26	4.88
Total	**47.30**	**29.42**

1. Movement of Provisions (Current and Non-Current)

Particulars	Gratuity	Compensated Absences
As at 1st April, 2022	312.55	41.21
Credited during the year	97.33	6.97
Paid during the year	20.85	21.98
As at 31st March, 2023	**389.03**	**26.20**

Provision for Gratuity

Company provides gratuity for employees as per the Payment of Gratuity Act 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The Company has an unfunded gratuity plan.

Provision for Compensated Absences:

Compensated Absences is a terminal employee benefit, which covers Company's liability towards earned leaves of employees of the Company.

2.Disclosure pursuant to Ind AS 19 "Employee Benefits

(i) Defined Contribution Plans:

The Company makes Provident Fund, Superannuation Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹168.27 Lakh (previous year ₹ 166.82 Lakh) for Provident Fund contributions, and ₹ 46.63 Lakh (previous year ₹ 45.60 Lakh) for Employee State Insurance Scheme contributions in the statement of profit and loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

(ii) Defined Benefit Plans (Unfunded):

(a) Gratuity: The Company has an unfunded defined benefit gratuity plan which entitles every employee who departs after the completion of 5 or more years of service to a gratuity calculated at fifteen days salary (last drawn salary) for each completed year of service, in accordance with the Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

The amounts recognised in Balance Sheet are as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Present value of obligation as at the end of the period	389.03	312.55
Fair value of plan assets as at the end of the period	-	-
Funded status / Difference	(389.03)	(312.55)
Net Asset/(Liability) recognised in Balance Sheet	**(389.03)**	**(312.55)**
Recognised Under :		
Non-current Provision	345.00	288.02
Current Provision	44.04	24.53
Total	**389.03**	**312.55**

Expenses recognised in Statement of Profit and Loss are as follows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Total service cost	74.89	74.95
Interest cost	22.44	22.31
Expenses recognised in the Statement of Profit & Loss	**97.33**	**97.26**

Expenses recognised in Other Comprehensive Income (OCI) are as follows :

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Actuarial gain/ (loss) for the year on Defined Benefit Obligation	(10.61)	97.08
Actuarial Gain/(Loss) recognized in Other Comprehensive Income	**(10.61)**	**97.08**

Changes in the present value of Defined Benefit Obligations :

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Opening balance of the present value ofDefined Benefit Obligations	312.55	328.62
Acquisition adjustment	-	-
Interest cost	22.44	22.31
Past service cost	-	-
Current service cost	74.89	74.95
Benefits paid	(31.46)	(16.25)
Actuarial (gain)/loss on obligation	10.61	(97.08)
Closing balance of the present value ofDefined Benefit Obligations	**389.03**	**312.55**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Principal Actuarial assumptions

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Discount Rate per annum	7.36%	7.18%
Salary growth rate per annum	5.50%	5.50%
Retirement age	58 Years	58 Years
Mortality tables	IALM (2012-14)	IALM (2012-14)
AGE	**Withdrawal Rate (%)**	**Withdrawal Rate (%)**
Up to 30 Years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%
Estimate of amount of contribution in the immediate next year	130.00	116.14

Maturity Profile of Defined Benefit Obligation is as follows:

Duration (years)	Year ended 31 March, 2023	Year ended 31 March, 2022
1	44.04	24.53
2	8.80	8.15
3	12.84	8.73
4	14.94	10.36
5	15.61	13.82
6	23.94	12.43
Above 6	268.86	234.53

Summary of Membership Data:

Particulars		As at 31 March, 2023	As at 31 March, 2022
Number of Employees		1,405	1,362
Total Monthly Salary for Gratuity	(₹ in Lakh)	239.96	204.47
Average Past Service	(Years)	3.66	3.57
Average Age	(Years)	35.68	35.37
Average Remaining Working Life	(Years)	22.32	22.63

Sensitivity Analysis is as follows:

Impact of the Change in Discount Rate:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Impact due to Increase of 0.50%	(21.51)	(19.48)
Impact due to Decrease of 0.50%	23.64	21.52

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Impact of the Change in Salary:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Impact due to Increase of 0.50%	22.36	21.45
Impact due to Decrease of 0.50%	(20.47)	(19.58)

(b) **Compensated Absences :** The employees are entitled for each year of service and part thereof and subject to the limits specified, the unavailed portion of such leaves can be accumulated or encashed during/at the end of the service period. The plan is not funded.

The amounts recognised in Balance Sheet are as follows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Present value of obligation as at the end of the period	26.20	41.21
Funded status / Difference	(26.20)	(41.21)
Net Asset/(Liability) recognised in Balance Sheet	**(26.20)**	**(41.21)**
Recognised Under :		
Non-current Provision	22.94	36.32
Current Provision	3.26	4.88
Total	**26.20**	**41.21**

Expenses recognised in Statement of Profit and Loss are as follows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Current service cost	10.73	19.89
Past service cost	-	-
Interest cost	2.96	1.81
Net actuarial (gain)/ loss recognized in the period	(6.72)	20.64
Expenses recognised in the Statement of Profit & Loss	**6.97**	**42.33**

Changes in the present value of Defined Benefit Obligations :

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Present value of obligation as at the beginning of the period	41.21	26.65
Acquisition adjustment	-	-
Interest cost	2.96	1.81
Past service cost	-	-
Current service cost	10.73	19.89
Benefits paid	(21.98)	(27.78)
Actuarial (gain)/loss on obligation	(6.72)	20.64
Present value of obligation as at the end of period	**26.20**	**41.21**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Principal Actuarial assumptions

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Discount Rate per annum	7.36%	6.79%
Salary Escalation rate per annum	5.50%	5.50%
Retirement age	58 Years	58 Years
Mortality tables	IALM (2012-14)	IALM (2012-14)
Employee Turnover/Attrition Rate		
Upto30 Years	3%	3%
From 31 to 44 Years	2%	2%
Above 44 Years	1%	1%

Note 28: Other Current Liabilities

Particulars	As at 31 March, 2023	As at 31 March, 2022
Other Payables:		
Total outstanding dues of micro enterprises and small enterprises	221.02	46.37
Total outstanding dues of creditors other than micro enterprises and small enterprises	13,661.31	5,912.45
Advance from Customers	601.79	2,278.98
Due to Employees	579.88	530.58
Statutory Dues	456.63	366.46
Expenses Payables	156.62	74.55
Total	**15,677.25**	**9,209.39**

Dues to Micro and Small Enterprises

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act). The disclosure pursuant to the said MSMED Act are as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
a) The principal amount remaining unpaid to any supplier at the end of the year(Refer Note No. 25 and Note No. 28)	659.28	317.20
b) Interest due remaining unpaid to any supplier at the end of the year	-	-
c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the	-	-

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliersand accordingly there is no interest paid or outstanding interest in this regard in respect of payment made to these suppliers.

Note 29: Current Tax Liability (Net)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Current Tax Liability (Net of Advance Tax and TDS)	127.43	-
Total	**127.43**	**-**

Note 30: Revenue from operations

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Sale of Products		
Within India	42,900.66	38,253.48
Outside India	12,619.28	7,558.76
Sale of Services		
Income from EPC Projects	34,440.36	18,495.54
Job Work	845.56	282.54
Other Services	7,071.93	5,165.69
Other Operating Revenues		
Sale of Scrap	1,986.45	1,802.96
Export Incentives	218.30	118.01
Others	406.96	209.20
Total	**100,489.50**	**71,886.18**

Note 31 : Other Income

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Interest on Bank Deposits	155.58	116.13
Interest on other financial assets	69.94	16.06
Interest on Gold Bond	0.07	-
Dividend Income	-	0.94
Interest on income tax refund	6.36	4.06
Profit on sale of Property, Plant and Equipment	7.99	0.62
Profit on sale of Shares	-	84.83
Gain on fair valuation of investments	-	0.16
Total	**239.94**	**222.81**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 32 : Cost of Revenue Operations

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
(a) Cost of Raw Material Consumed		
Opening Stock	4,794.22	3,825.07
Add : Purchases	62,777.26	48,767.35
	67,571.48	52,592.42
Less :- Closing Stock	9,303.40	4,794.21
Total (a)	**58,268.08**	**47,798.21**
(b) Cost of Other Revenue from Operations		
Consumption of Stores and spare parts	1,561.02	1,005.45
Power & Fuel	1,537.77	1,237.22
Labour Processing, Testing and Machinery Hire Charges	2,297.22	1,938.79
Installation and Erection Charges	24,346.65	7,213.24
Job Work Charges	251.32	135.40
Total (b)	**29,993.98**	**11,530.10**
Total	**88,262.06**	**59,328.31**

Details of Raw Material Consumed

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Shape and Section	32,894.33	27,874.41
Zinc	7,102.29	5,951.32
Nuts & Bolts	1,687.20	1,383.87
Other Material	16,584.26	12,588.61
Total	**58,268.08**	**47,798.21**

Note 33 : Changes in Inventories of Finished goods,Work-in-progress and others

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Opening Stock		
Finished Goods	5,463.36	2,902.66
Work in Progress:		
Goods	4,231.05	4,281.79
Project	314.30	557.89
Scrap	112.06	132.81
Total (a)	10,120.77	7,875.14
Closing Stock		
Finished Goods	4,879.43	5,463.36
Work in Progress:		
Goods	10,636.42	4,231.05
Project	868.38	314.30
Scrap	347.77	112.06
Total (b)	16,732.00	10,120.77
(Increase) / Decrease in Stock (a-b)	**(6,611.23)**	**(2,245.63)**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 34: Employee benefits expenses

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Salary and Wages	4,349.54	3,675.90
Contribution to Provident Fund & ESI	221.80	219.82
Staff Welfare	75.00	100.07
Total	**4,646.34**	**3,995.79**

Note 35: Finance Costs

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Bank Interest	2,147.72	1,608.36
Bank Charges	502.04	294.67
Interest to Others	463.38	158.02
Interest on Lease Liability	10.21	1.00
Interest on Unsecured Loan	32.77	118.97
Total	3,156.12	2,181.01

Note 36: Depreciation and Amortization Expenses

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Depreciation on Property, Plant and Equipment(Note -2)	767.80	703.32
Amortization on Right of Use Assets(Note-4)	20.66	0.90
Amortization on Intangible Assets (Note -5)	6.51	5.46
Total	**794.97**	**709.68**

Note 37 : Other Expenses

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Repairs to Building	1.41	7.88
Repairs to Machinery	203.30	195.33
Insurance	235.57	131.45
Legal & Professional Charges	1,197.58	1,341.14
Security Expenses	272.37	262.96
Printing & Stationery	56.51	33.75
Conveyance & Travelling Expenses	309.02	209.82
Repair & Maintenance others	207.29	156.17
Rent, Rates & Taxes	446.18	427.15
Corporate Social Responsibility Expenses	87.34	62.98
Postage & Telephone	26.49	26.35
Auditors' Remuneration	9.50	8.50
Freight & Forwarding (net)	1,236.03	438.58
Commission	14.80	30.78
Business Promotion	164.44	90.73
Packing Material	334.43	280.22
Advertisement	18.50	48.91
Miscellaneous Expenses	71.28	152.57
Loss on sale of Property, Plant and Equipment	-	7.06
Bad Debts Written off	32.74	2.31
Loss on fair valuation of investments	0.26	-
Provision for doubtful Debts	86.07	-
Total	**5,011.11**	**3,914.65**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
(i) Details of payments to auditors:		
a.Statutory Audit Fees	6.50	5.50
b.Tax Audit Fees	3.00	3.00
c.Other Audit/certification Fees		
d.Reimbursement of expenses		
	9.50	**8.50**

(ii) Corporate Social Responsibility (CSR):

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years, calculated as per section 198 of the Companies Act, 2013, on Corporate Social Responsibility (CSR) activities. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which were specified in schedule VII of the Companies Act, 2013 :

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
1.Amount required to be spent by the Company during the year	87.34	77.96
2.Amount of expenditure incurred on :		
(i) Construction/acquisition of assets	-	-
(ii)On purposes other than (i) above	87.34	77.96
3.Shortfall at the end of the year	-	-
4.Total of previous years shortfall	-	-
5.Reason for shortfall	N.A.	NA
6.Nature of CSR activities	Health, Education, Sanitation and Hygiene, Livelihood and Wellness	Pandemic Relief, Health, Education, Sanitation and Hygiene, Livelihood and Wellness
7.Details of related party transactions in relation to CSR expenditure	None	None

Pursuant to the Companies (Corporate Social Responsibility Policy) Amended Rules, 2021 ("the rules"), the Company has, subsequent to balance sheet date, for the year ended 31 March, 2022,deposited amount of Rs. 15.90 Lakh to a separate bank account.

Note 38 : Exceptional Items

During the year, on physical verification of Property,Plant and Equipment, certain assets amounting to INR 64.49 lakhs were found missing/ not traceable due to which management has decided to write off/discard the same from the books of accounts.

Note 39 : Tax Expenses

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Current Tax		
In respect of the current year	1,335.20	1,120.49
In respect of the prior year	30.54	(17.09)
	1,365.74	1,103.40
Deferred Tax		
Incremental/ (Decremental)Deferred Tax Liability on account of Property, Plant and Equipment and Intangible Assets	52.66	63.64
Incremental/ (Decremental)Deferred Tax Liability on account of fair valuation of investments/security deposits	(0.03)	(91.59)
(Incremental)/ Decremental Deferred Tax Assets on account of Provisions	(38.24)	4.04
	14.40	(23.90)
Total	**1,380.14**	**1,079.50**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Disclosure pursuant to Ind AS 12 "Income Taxes"

Reconciliation of Income Tax Expenses and the Accounting Profit

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
(1) Profit before tax	5,405.58	4,225.18
(2)Corporate tax rate as per Income Tax Act, 1961	25.17%	25.17%
(3)Tax on accounting profit (3)=(1)*(2)	1,360.48	1,194.97
(4)(i)Effect of tax on non- deductible expenses	39.55	53.78
(ii)Effect of Tax on other allowed deductions	(51.69)	(22.59)
(iii) Effect on fair valuation of investment	0.04	0.42
(iv) Effect of tax on income at different rates	-	(11.65)
(v)Effect of tax on consolidation of subsidiaries*	1.23	14.42
(vi) Effect of current tax related to earlier years	30.54	(18.27)
Total effect of tax adjustments	19.67	16.11
(5)Tax expenses recognised during the year (5)=(3)+(4)	**1,380.14**	**1,211.08**
(6)Effective Tax Rate (6)=(5)/(1)	25.53%	28.66%

The Company has opted to pay tax under section 115BAA of the Income Tax Act, 1961.

*Income Tax rate on subsidiaries is 35.88%.

Note 40 : Earnings per Share

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Profit for the period	4,017.07	3,144.46
Weighted average number of Equity Shares outstanding	302,718,979	285,705,280
Weighted average number of Diluted Shares outstanding	302,718,979	285,705,280
Face Value per share(₹)	1.00	1.00
Basic EPS (₹)	1.33	1.10
Diluted EPS (₹)	1.33	1.10

Note 41 : Disclosure pursuant to Ind AS 108 "Operating Segment"

(a) Information about Operating segment:

Basis of identifying Operating segments:

Operating segments are identified as those components of the Company (a) that engage in business activities to earn revenues and incur expenses (including transactions with any of the Company's other components; (b) whose operating results are regularly reviewed by the Company's Chief Operating Decision Maker (CODM) to make decisions about resource allocation and performance assessment; and (c) for which discrete financial information is available.

The company has two reportable segments as described under "Reportable Segments" below. The nature of products and services offered by these businesses are different and are managed separately given the different sets of technology and competency requirements.

Reportable Segments :

An operating segment is classified as reportable segment if reported revenue (including inter-segment revenue) or absolute amount of result or assets exceed 10% or more of the combined total of all the operating segments.

Reportable Segmentsare as under:

- Steel Structure : comprises manufacturing and sale of Galvanized and Non-galvaniszed Steel Structuresincluding Telecom Towers, Transmission Line Towers and Solar Panels.
- Engineering, Procurement and Construction (EPC) Projects : comprises of survey, supply of materials, design, erection, testing and commissioning on a trunkey basis.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Segment Revenue, Expenditure and Profit:

Performance of a segment is measured based on segment profit (before interest and tax), as included in the internal management reports that are reviewed by the CODM.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenue of the segment or manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Segment Asset, Liabilities and Capital Expenditure:

The assets of the Company directly managed by segments are reported under each segment and exclude deferred tax assets, income tax recoverable and derivative financial assets.

Segment liabilities comprise operating liabilities and exclude borrowings, provisions, deferred tax liabilities and derivative financial liabilities.

Segment capital expenditure comprises additions to property, plant and equipment (including capital work in progress), Right of Use Asset and intangible assets.

1.Segment Revenue

Year ended 31 March, 2023

Particulars	Steel Structures	EPC Projects	Inter- Segment Elimination	Total
External	62,526.23	37,963.26	-	100,489.49
Inter-Segment Revenue	3,522.90		(3,522.90)	-
Total Revenue from Operations	**66,049.13**	**37,963.26**	**(3,522.90)**	**100,489.49**
Year ended 31 March, 2022				
External	50,158.43	21,727.75	-	71,886.18
Inter-Segment Revenue	3,232.21		(3,232.21)	-
Total Revenue from Operations	**53,390.64**	**21,727.75**	**(3,232.21)**	**71,886.18**

2.Segment Results

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
a. Steel Structures	7,990.72	4,933.29
b. EPC Projects	2,230.72	2,917.72
Total Segment Results	10,221.44	7,851.01
Less:		
(i) Finance costs	3,156.12	2,181.01
(ii) Net unallocated expenditure/(income)	1,659.75	1,444.82
Profit Before Tax	**5,405.57**	**4,225.18**
Current Tax	1,365.74	1,103.40
Deferred Tax	14.40	(23.90)
Profit for the year	**4,025.43**	**3,145.68**

3. Segment Assets and Liabilities

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Segment Assets	Segment Liabilities	Segment Assets	Segment Liabilities
a.Steel Structures	62,471.65	12,215.74	44,304.82	8,929.66
b.EPC Projects	24,777.56	10,243.29	20,534.27	5,353.32
Total Segment Assets/Liabilities	87,249.22	22,459.03	64,839.09	14,282.98
Add: Unallocated Assets/Liabilities	4,165.31	28,863.99	3,422.38	25,746.46
Total Assets/Liabilities	**91,414.53**	**51,323.02**	**68,261.47**	**40,029.44**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

4. Other Information

Particulars	Year ended 31 March, 2023		Year ended 31 March, 2022	
	Capital Expenditure	Depreciation and Amortisation	Capital Expenditure	Depreciation and Amortisation
a. Steel Structures	7,070.21	794.97	2,671.37	709.68
b .EPC Projects	-	-	13.40	-
	7,070.21	794.97	2,684.78	709.68
Unallocated	-	-	-	-
Total	7,070.21	794.97	2,684.78	709.68

(b)Information about geographical areas

Geographical revenue is allocated based on the location of the customers.

Information regarding geographical revenue is as follows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Within India	87,870.22	64,327.42
Outside India	12,619.28	7,558.76
Total	**100,489.50**	**71,886.18**

All non-current assets in the nature of property, plant and equipment (including capital work in progress) and intangible assets (including those under development) are domiciled in India.

(c)Major customer

The Company has two (2022 : two) customers whose revenue represents 30.79% (2022: 25.24%)of the Company's total revenue and trade receivable represents 22.93% (2022 : 3.30%)the Company's total trade receivables.

Note 42 : Disclosure pursuant to Ind AS 115 "Revenue from Contracts with Customers"

(a)Disaggregation of revenue into Operating Segments

Year ended 31 March, 2023

Particulars	Steel Structures	EPC Projects	Inter Segment Elimination	Total
Sale of Products	55,519.94	3,522.90	(3,522.90)	55,519.94
Income from EPC Projects	-	34,440.36	-	34,440.36
Job Work	845.56	-	-	845.56
Other Services	7,071.93	-	-	7,071.93
Sale of Scrap	1,986.45	-	-	1,986.45
Export Incentives	218.30	-	-	218.30
Others	406.96	-	-	406.96
Total	**66,049.14**	**37,963.26**	**(3,522.90)**	**100,489.50**

Year ended 31 March, 2022

Particulars	Steel Structures	EPC Projects	Inter Segment Elimination	Total
Sale of Products	45,812.24	3,232.21	(3,232.21)	45,812.24
Income from EPC Projects	-	18,495.54	-	18,495.54
Job Work	282.54	-	-	282.54
Other Services	5,165.69	-	-	5,165.69
Sale of Scrap	1,802.96	-	-	1,802.96
Export Incentives	118.01	-	-	118.01
Others	209.20	-	-	209.20
Total	**53,390.64**	**21,727.75**	**(3,232.21)**	**71,886.18**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

(b) Based on timing of revenue

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
At a Point in Time	95,509.33	68,330.83
Over the Time	4,980.17	3,555.35
Total	**100,489.50**	**71,886.18**

(c) Disaggregation of revenue into Geographical areas

Year ended 31 March, 2023

Particulars	Steel Structures	EPC Projects	Inter Segment Elimination	Total
Within India	53,429.86	37,963.26	(3,522.90)	87,870.22
Outside India	12,619.28	-	-	12,619.28
Total	**66,049.14**	**37,963.26**	**(3,522.90)**	**100,489.50**

Year ended 31 March, 2022

Particulars	Steel Structures	EPC Projects	Inter Segment Elimination	Total
Within India	45,831.88	21,727.75	(3,232.21)	64,327.42
Outside India	7,558.76	-	-	7,558.76
Total	**53,390.64**	**21,727.75**	**(3,232.21)**	**71,886.18**

(d)Cost to obtain the contract:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
i.Amortisation in Statement of Profit and Loss	Nil	Nil
ii.Recognised as contract assets	Nil	Nil

(e)Reconciliation of contracted price with revenue during the year:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Opening contracted price of orders at the start of the year#	115,320.10	51,862.13
Add:		
Fresh orders/change orders received (net)	76,631.67	65,041.62
Increase due to additional consideration recognised as per contractual terms/(decrease) due to scope reduction-net	1,876.27	4,633.68
Less:		
Orders completed during the year	16,554.52	6,217.33
Closing contracted price of orders on hand at the end of the year#	177,273.51	115,320.10
Total Revenue recognised during the year:		
a.Revenue out of orders completed during the year	(826.58)	(186.98)
b.Revenue out of orders under execution at the end of the year (I)	38,789.84	21,914.73
Revenue recognised upto previous year (from orders pending completion at the end of the year) (II)	26,840.49	20,217.94
Balance revenue to be recognised in future viz. Order book (III)	111,643.18	73,187.42
Closing contracted price of orders on hand at the end of the year# (I+II+III)	177,273.51	115,320.10

including full value of partially executed contracts

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

(f) Remaining performance obligations and its expected conversion into revenue:

Remaining performance obligation	Total	Expected conversion in revenue		
		Upto 1 Year	From 1 to 2 years	From 2 to 3 years
As at 31st March, 2023	111,643.18	57,143.18	50,000.00	4,500.00
As at 31st March, 2022	73,187.42	33,687.42	35,000.00	4,500.00

Note 43 : Disclosure pursuant to Ind AS 116 "Leases" :

(a)Maturity Analysis:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Contractual undiscounted cash flows		
Less than one year	10.70	-
One to five years	53.50	2.72
More than five years	616.62	126.46
Total undiscounted lease liabilities	**680.82**	**129.18**
Discounted cash flows		
Current	9.81	-
Non-current	122.69	12.49
Lease Liabilities	**132.50**	**12.49**

Expenses relating to short-term leases and low value assets have been disclosed under rent,rates and taxesin note 37.

The incremental borrowing rate of 8.00% per annum has been applied to lease liabilities recognised in the Standalone Balance Sheet.

(b) Amounts recognised in Statement of profit and loss:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Interest on lease liabilities in Finance Cost	10.21	1.00

(c) Amounts recognised in the statement of cash flows:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Cash outflow for leases	1,070.18	77

(d) Future Lease Commitments:

The Future cash out flow for leases that had not yet commenced:₹ Nil(previous year:₹Nil)

Note 44 :Disclosure pursuant to Ind AS 20 "Accounting for Government Grants and Disclosure of Government Assistance

The Company's exports qualify for various export benefits offered in the form of duty credit scrips under foreign trade policy framed by Department General of Foreign Trade India (DGFT). Income accounted towards such export incentives and duty drawback amounts to₹ 218.30 Lakh (previous year:₹ 118.01 Lakh)

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 45 : Disclosure of related parties/related party transactions pursuant to Ind AS 24 " Related Party Disclosures"

A. Name of Related Parties and Nature of Relationship :

Particulars		
Where control exists		
Jonit Venture	Sikka-Salasar-JV	
Subsidiaries	Salasar - Rew JV	
	Salasar -HPL JV	
	Salasar Adorus Infra LLP	
Other Related Parties with whom transactions have taken place during the year :		
Enterprises controlled by KMP and their relatives :	Hill View Infrabuild Ltd.	
	Salasar New Age Technologies Ltd	
	Base Engineering LLP	
	Shikhar Fabtech Pvt Ltd	
	More Engineering Pvt Ltd	
	Alok Kumar (HUF)	
	Stelecom Solutions Pvt Ltd	
Key Management Personnels:	Sh. Alok Kumar	(Chairman and Managing Director)
	Sh.. Shashank Agrawal	(Joint Managing Director)
	Sh. Shalabh Agrawal	(Director)
	Ms. Tripti Gupta	(Director)
	Mr. Pramod Kr. Kala	(Chief Financial Officer)
	Mr. Rahul Rastogi "	(Company Secretary)
	Mr. Jitendra Kr. Sharma""	(Company Secretary)
Relatives of Key Management Personnels	Smt. Kamlesh Gupta	(Wife of Sh. Alok Kumar)
	Sh. Shikhar Gupta	(Son of Sh. Alok Kumar)
	Smt. Twinkle Jain	(Daughter of Sh. Alok Kumar)
	Sh. G. K. Agarwal	(Father of Sh. Shashank Agarwal)
	Smt. Mithilesh Aggarwal	(Mother of Sh. Shashank Agarwal)
	Smt.Anshu Agrawal	(Wife of Sh. Shashank Agarwal)
	Sh. Raghav Agarwal	(Son of Sh. Shashank Agarwal)
	Sh. Bharat Agarwal	(Son of Sh. Shashank Agarwal)
	Smt.Taru Agrawal	(Wife of Sh. Shalabh Agarwal)

" Ceased to be a Company Secretary w.e.f30 November,2022.

" " Appointed as Company Secretary w.e.f08 December,2022.

B. Transaction Carried out with related parties referred to in (A) above, in ordinary course of business:

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
1 Sale of Goods		
Joint Ventures		
Sikka-Salasar -JV	330.74	431.56
2 Managerial Remuneration		
Key Managerial Personnel		
Sh. Alok Kumar	91.08	82.80
Sh. Shashank Agarwal	91.08	82.80

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Sh. Shalabh Agarwal	63.89	58.08
Ms. Tripti gupta	63.89	58.08
3 Employee Benefits Expenses		
Key Managerial Personnel		
Mr. Pramod Kumar Kala	39.22	36.22
Mr. Rahul Rastogi	5.54	7.75
Mr. Jitendra Kumar Sharma	2.53	-
Relatives of Key Managerial Personnel		
Sh. Shikhar Gupta	46.80	36.00
Sh. Bharat Agarwal	14.40	12.00
Sh. Raghav Agarwal	18.00	2.41
4 Interest paid on Unsecured Loan		
Enterprises controlled by KMP and their relatives :		
Hill View Infrabuild Ltd	32.77	108.21
5 Purchase of Land		
Key Managerial Personnel		
Sh. Alok Kumar	468.40	-
Sh. Shalabh Agarwal	210.00	-
Relatives of Key Managerial Personnel		
Sh. Shikhar Gupta	478.85	-
Sh. Raghav Agarwal	347.00	-
Smt. Kamlesh Gupta	266.70	-
Smt. Anshu Agarwal	79.90	-
Smt. Taru Agarwal	88.80	-
6 Loan Received		
Enterprises controlled by KMP and their relatives :		
Hill View Infrabuild Ltd	-	500.00
Key Managerial Personnel		
Sh. Shalabh Agarwal	-	10.34
7 Repayment of Loan and Advances		
Enterprises controlled by KMP and their relatives :		
Hill View Infrabuild Ltd	400.00	65.69
Salasar New Age Technologies Ltd	-	9.00
Key Managerial Personnel		
Sh. Shalabh Agarwal	10.34	-
Smt. Taru Agarwal	0.77	-
8Dividend Paid		
Enterprises controlled by KMP and their relatives :		
Hill View Infrabuild Ltd	57.49	57.49
Base Engineering LLP	9.32	9.32
Shikhar Fabtech Pvt Ltd	19.70	19.70
More Engineering Pvt Ltd	9.32	9.32
Alok Kumar (HUF)	0.40	0.40
Key Managerial Personnel		
Sh. Alok Kumar	17.88	17.88
Sh. Shashank Agarwal	14.21	14.21
Sh. Shalabh Agarwal	25.61	25.61

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	Year ended 31 March, 2023	Year ended 31 March, 2022
Ms. Tripti gupta	8.00	8.00
Relatives of Key Managerial Personnel		
Smt. Kamlesh Gupta	10.00	10.00
Sh. Shikhar Gupta	5.52	5.52
Sh. G. K. Agarwal	5.88	5.88
Smt. Mithilesh Aggarwal	4.08	4.08
Smt. Anshu Agarwal	11.56	11.56
Smt. Taru Agarwal	0.16	0.16

C. Balance outstanding at the end of the year

Particulars	As at 31 March, 2023	As at 31 March, 2022
Loan Payables		
Hillview Infrabuild Ltd.	100.00	500.00
Mrs. Taru Agarwal	17.38	18.15
Mr. Shalabh Agarwal	-	10.34
Trade Receivables		
Sikka- Salasar-JV	2,055.29	1,237.06

Note 46 : Contingent Liabilities and commitments:

1. Contingent Liabilities

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a)Claims not acknowledged by the Company relating to the cases contested by the Company:		
UPVAT, for the FY 2012-13 (Petition is pending with High Court of Allahabad, Uttar Pradesh)	1.15	1.15
GST, for the FY 2017-18 (Petition is pending with Add. Commissioner, Grade-2 (Appeal) Ghaziabad, Uttar Pradesh)	25.59	25.59
(b)Bank Guarantees for which FDR margin has been given to the bank as security	18,014.98	12,767.26

The company does not expect any outflow of resources in respect of the above.

Note : 47

There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as at March, 2023.

Note 48 : Capital Management:

(a) Risk Management

The capital structure of the Company consists of net debt and total equity of the Company. The Company manages its capital to ensure that the Company will be able to continue as going concern while maximising the return to stakeholders through an optimum mix of debt and equity within the overall capital structure. The Company reviews the capital structure of the Company considering the cost of capital and the risks associated with each class of capital.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, Bank balances other than cash and cash equivalents.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Non current borrowings	3,963.17	4,052.32
Current maturities of non current borrowings	1,087.60	794.74
Current borrowings	22,076.39	19,728.60
Less: Cash and cash equivalents	42.67	27.70
Less: Bank balances other than cash and cash equivalents	2,078.46	1,026.19
Total Debts	**25,006.03**	**23,521.78**
Total Equity	**40,051.31**	**28,200.17**
Gearing Ratio	**0.62**	**0.83**

Equity includes all capital and reserves of the Company that are managed as capital.

(b) Dividends

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

The Company declares and pays dividends in Indian rupees. Company is required to pay/distribute dividend after deducting applicable withholding income taxes. The remittance of dividends out side India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates.

The amount of per share dividend recognized as distribution to equity shareholders in accordance with Companies Act 2013 is as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Final Dividend for fiscal 2022	315.71	-
Final Dividend for fiscal 2021	-	**285.71**
Total	**315.71**	285.71

The Board of Directors in their meeting on27-May-2023, recommended a final dividend of ₹ 0.10/- per equity share for the financial year ended March 31, 2023. This payment is subject to the approval of shareholders in the Annual General Meeting (AGM) of the Companyand if approved would result in a net cash outflow of approximately ₹ 315.71 Lakh.

Note 49 : Fair Value Measurements

(a) Financial instruments by category

The following table presents the carrying amounts of each category of financial assets and liabilities:

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	FVTL	Amortised Cost	FVTL	Amortised Cost
Financial Assets				
Investments - current				
-Equity Instruments	3.71	-	3.97	-
-Gold Bond	-	1.45	-	1.45
Other financial assets - non current	-	1,478.34	-	2,320.67
Trade receivables	-	32,983.09	-	29,270.08
Cash and cash equivalent	-	42.67	-	27.70
Other bank balances	-	2,078.46	-	1,026.19
Other receivables	-	148.79	-	343.07
Other financial assets - current	-	5,369.66	-	2,531.83
Total Financial Assets	**3.71**	**42,102.45**	**3.97**	**35,520.99**
Financial Liabilities				
Borrowings - non-current	-	4,024.07	-	4,334.34

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	FVTL	Amortised Cost	FVTL	Amortised Cost
Borrowings - current	-	23,163.99	-	20,523.34
Trade payables	-	7,261.84	-	5,085.13
Other payables	-	14,618.83	-	6,563.96
Other financial liabilities - non current	-	8.46	-	9.22
Other financial liabilities - current	-	2.18	-	2.44
Total Financial Liabilities	**-**	**49,079.37**	**-**	**36,518.44**

The carrying amounts of trade and other receivables, cash and cash equivalents, trade and other payables are considered to be the same as their fair values due to their short term nature.

All the financial asset and financial liabilities measured at amortised cost, carrying value is an approximation of their respective fair value.

Investment in Subsidiaries, Joint Ventures which are measured at cost in accordance with Ind AS 27"Separate Financial Statements". Accordingly these items have not been included in the above table.

(b) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard, described as follows:

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

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3- If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, security deposits included in level 3.

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities that are measured at fair value or where fair value disclosure is required.

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Level 1	Level 2	Level 1	Level 2
Financial Assets				
Investments - current				
-Equity Instruments	3.71	-	3.97	-
-Gold Bond	-	1.45	-	1.45
Total Financial Assets	**3.71**	**1.45**	**3.97**	**1.45**

There have been no transfers between levels during the period.

(c) Assets and liabilities which are measured at amortised cost for which fair values are disclosed

All the financial asset and financial liabilities measured at amortised cost, carrying value is an approximation of their respective fair value.

Note 50 : Financial risk management objectives

The Company is exposed to market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company's risk management strategies focus on the un-predictability of these elements and seek to minimise the potential adverse effects on its financial performance.

The Company's risk management is carried out by a treasury department under policies approved by the Board of Directors. Company Treasury Department identifies, evaluates and hedges financial risks in close co-operation with the Company's

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as hedging of foreign currency transactions foreign exchange risk.

1. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk, such as equity price risk and commodity risk. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivative financial instruments.

(i)Foreign currency risk management

Foreign exchange risk arises on future commercial transactions and on all recognised monetary assets and liabilities, which are denominated in a currency other than the functional currency of the Company. The Company's management has set a policy wherein exposure is identified, a benchmark is set and monitored closely, and accordingly suitable hedges are undertaken. The policy also includes mandatory initial hedging requirements for exposure above a threshold.

Derivative financial instruments and hedging activity

The Company has entered into hedging contracts by way of foreign exchange forward contracts. As at March 31, 2022, the notional amount of outstanding contracts aggregated to ₹ 1701.99 lakh (USD 22.00 lakh).

Amount receivable in foreign currency on account of the following:

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Amount in Foreign Currency	Rs. In lakh	Amount in Foreign Currency	Rs. In lakh
Export of Goods				
Currency - USD	2,797,663.05	2,289.86	4,687,193.26	3,558.06

Foreign currency sensitivity analysis

The following table demonstrate the sensitivity to a reasonable possible change in USD exchange rate, with all other variables held constant. The impact on the Company's profit before tax due to changes in the fair value of monetary assets and liabilities and derivatives is as follows:

Particulars	Impact on profit before tax on increase		Impact on profit before tax on decrease	
	As at 31 March, 2023	As at 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
USD - increase/decrease by 3%	0.84	0.75	(0.84)	(1.41)

Based on the movements in the foreign exchange rates historically and the prevailing market conditions as at the reporting date, the Company's Management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

The Company's foreign currency exposure arises mainly from foreign exchange imports and exports, primarily with respect to USD.

(ii) Interest rate risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market rates. The Company's exposure to the risk of changes in market rates relates primarily to the Company's outstanding floating rate debt with floating interest rates.

Company hasfixed deposits as margin money for a period between 3 months to 4 years. All fixed deposits are with banks, accordingly there is no significant interest rate risk pertaining to these deposits.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	As at 31 March, 2023	As at 31 March, 2022
Floating rate borrowings	27,027.16	24,285.67
Fixed rate borrowings	100.00	290.00
Total Borrowings	27,127.16	24,575.67

Interest rate sensitivity

Profit is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.For floating rate liabilities, analysis is prepared assuming amount of liability outstanding at end of reporting period was outstanding for whole year.

Particulars	As at 31 March, 2023	As at 31 March, 2022
Interest rates – increase by 50 basis points (50 bps)	(135.14)	(121.43)
Interest rates – decrease by 50 basis points (50 bps)	135.14	121.43

2. Credit risk management

The Company's customer profile include public sector enterprises, state owned companies and large private corporates.

Accordingly, the Company's customer credit risk is low. The Company's average project execution cycle is around 18 to 36 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 90 days and certain retention money to be released at the end of the project. In some cases, retentions are substituted with bank/ corporate guarantees. The Company has a detailed review mechanism of overdue customer receivables at various levels within the organisation to ensure proper attention and focus for realisation.

Further, Company has an ongoing credit evaluation process in respect of customers who are allowed credit period.

(i) The Company is making provisions on trade receivables based on Expected Credit Loss (ECL) model. The reconciliation of ECL is as follows

Particulars	As at 31 March, 2023	As at 31 March, 2022
Opening Balance	63.49	63.49
Changes in allowance for expected credit loss:		
Provision/(reversal) of allowance for expected credit loss	118.81	-
Additional provision (net) towards credit impaired receivables		
Write off as bad debts	32.74	-
Closing Balance	**149.56**	**63.49**

(ii) Trade receivable written off during the year but still enforceable for recovery amounts to Nil (previous year: Nil)

3. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as and when required.

The Company's Policy includes an appropriate liquidity risk management framework for the management of the short-term, medium-term and long term funding and cash management requirements. The Company manages the liquidity risk by maintaining adequate cash reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Maturities of financial liabilities:

The tables below provide details regarding the contractual maturities of non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

As at March 31, 2023

Non-derivative liabilities	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Total
Borrowings	23,163.99	4,024.07	-	27,188.06
Trade Payables	7,261.84	-	-	7,261.84
Lease Liabilities	10.70	53.50	616.62	680.82
Unpaid Dividend	2.18	-	-	2.18
Other current liabilities	14,618.83			14,618.83
Total	**45,057.54**	**4,077.57**	**616.62**	**49,751.73**

As at March 31, 2022

Non-derivative liabilities	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Total
Borrowings	20,523.34	4,334.34	-	24,857.68
Trade Payables	5,085.13	-	-	5,085.13
Lease Liabilities	-	2.72	126.46	129.18
Unpaid Dividend	2.44			2.44
Other current liabilities	6,563.96			6,563.96
Total	**32,174.88**	**4,337.06**	**126.46**	**36,638.39**

Note 51 : Reconciliation of liabilities arising from financing activities:

As at March 31, 2023

Particulars	Balance as at April 1, 2022	Net Cash Flows	Non-cash changes -foreign exchange movement	Balance as at March 31, 2023
Non-current Borrowings	4,334.33	(310.26)	-	4,024.07
Current Borrowings	20,523.35	2,640.64	-	23,163.99
Total	**24,857.68**	**2,330.38**	**-**	**27,188.06**

As at March 31, 2022

Particulars	Balance as at April 1, 2021	Net Cash Flows	Non-cash changes -foreign exchange movement	Balance as at March 31, 2022
Non-current Borrowings	3,389.16	945.17	-	4,334.33
Current Borrowings	16,437.50	4,085.85	-	20,523.35
Total	**19,826.66**	**5,031.02**	**-**	**24,857.68**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 52 : Interest in Other Entities

(a)Subsidiaries

Information of subsidiaries of parent company as at 31st March, 2023 is set out as follows:

Name of Entity	Place of Business	Ownership Interest held by the Group		Principal Activities
		As at 31st March, 2023	As at 31st March, 2022	
Salasar - HPL JV	India	100.00%	100.00%	EPC Business
Salasar -REW -JV	India	51.00%	51.00%	EPC Business
Salasar Adorus Infra LLP	India	51.00%	51.00%	EPC Business

Summarised Financial Information for Salasar- HPL JV and Salasar - REW JV before intra group eliminations are as follows:

Particulars	Salasar - HPLJV		Salasar - REW JV	
	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
Non - Current Assets	-	-	-	88.55
Current Assets	43.91	177.09	117.54	157.12
Total Assets (A)	**43.91**	**177.09**	**117.54**	**245.68**
Non-Current Liabilities	-		43.52	43.52
Current Liabilities	17.74	149.81	12.15	156.13
Total Liabilities (B)	**17.74**	**149.81**	**55.68**	**199.65**
Equity C= (A-B)	**26.17**	**27.28**	**61.87**	**46.03**
Equity Attributable to Owners	26.17	27.28	31.55	23.47
Non-Controlling Interest	-	-	30.32	22.55

Particulars	Salasar - HPLJV		Salasar - REW JV	
	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
Revenue	2.14	184.45	353.15	598.00
Expenditure	2.68	222.68	330.12	578.57
Profit Before Tax	**(0.54)**	**(38.23)**	**23.02**	**19.43**
Current Tax	0.57	-	7.18	6.06
Profit After Tax for the year	**(1.11)**	**(38.23)**	**15.84**	**13.37**
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income for the year	**(1.11)**	**(38.23)**	**15.84**	**13.37**
Net Profit attributable to :				
Owners of the Company	(1.11)	(38.23)	8.08	6.82
Non-Controlling Interest	-	-	7.76	6.55
	(1.11)	**(38.23)**	**15.84**	**13.37**
Other Comprehensive Income attributable to :				
Owners of the Company	-	-	-	-
Non-Controlling Interest	-	-	-	-
	-	**-**	**-**	**-**
Total Other Comprehensive Income attributable to :				
Owners of the Company	(1.11)	(38.23)	8.08	6.82
Non-Controlling Interest	-	-	7.76	6.55
	(1.11)	**(38.23)**	**15.84**	**13.37**

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Summarised Financial Information for Salasar Adorus Infra LLP before intra group eliminations are as follows:

Particulars	As at 31st March, 2023	As at 31st March, 2022
Non - Current Assets	-	-
Current Assets	322.03	933.45
Total Assets (A)	**322.03**	**933.45**
Non-Current Liabilities	100.00	500.00
Current Liabilities	201.82	414.47
Total Liabilities (B)	**301.82**	**914.47**
Equity C= (A-B)	**20.20**	**18.98**
Equity Attributable to Owners	**10.30**	**9.68**
Non-Controlling Interest	**9.90**	**9.30**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Revenue	132.14	3,027.15
Expenditure	130.89	3,036.85
Profit Before Tax	**1.25**	**(9.69)**
Current Tax	0.02	1.18
Profit After Tax for the year	**1.23**	**(10.88)**
Other Comprehensive Income	-	-
Total Comprehensive Income for the year	**1.23**	**(10.88)**
Net Profit attributable to :		
Owners of the Company	0.63	(5.55)
Non-Controlling Interest	0.60	(5.33)
	1.23	**(10.88)**
Other Comprehensive Income attributable to :		
Owners of the Company	-	-
Non-Controlling Interest	-	-
	-	**-**
Total Other Comprehensive Income attributable to :		
Owners of the Company	0.63	(5.55)
Non-Controlling Interest	0.60	(5.33)
	1.23	**(10.88)**

(b)Joint Venture

This Joint Venture is a Jointly Controlled Entity within the meaning of Ind AS - 111 on "Joint Arrangements". The Joint Venture is in form of a Association of Persons (AOP) and the company is holding 49% share in Profit / Loss of AOP. Investment in Joint Venture is accounted for in accordance with Ind AS-28 " Investments in Associates and Joint Ventures".

Particulars	Country of incorporation	Portion of ownership interest as at		Method used to account for the investment
		As at 31st March, 2023	As at 31st March, 2022	
Sikka-Salasar-JV	India	49%	49%	Equity Method

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note - 53 : Additional information pursuant to Schedule III to the Companies Act, 2013 for the year ended 31-3-2023:

Name of Entitiy	Ownership Interest	Total Assets i.e. total assets minus total liabilities		Sharing profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount (₹ in lakh)	As % of consolidated profit or loss	Amount (₹ in lakh)	As % of consolidated other comprehensive income	Amount (₹ in lakh)	As % of consolidated total other comprehensive income	Amount (₹ in lakh)
Parent Company									
Salasar Techno Engineering Ltd		99.73%	39,983.27	99.60%	4,009.47	100.00%	(7.94)	99.60%	4,001.53
Subsidiaries									
Salasar - HPL JV	100%	0.07%	26.17	-0.03%	(1.11)	0.00%	-	-0.03%	(1.11)
Salasar -REW -JV	51%	0.08%	31.55	0.20%	8.07	0.00%	-	0.20%	8.07
Salasar Adorus Infra LLP	51%	0.03%	10.30	0.02%	0.63	0.00%	-	0.02%	0.63
Non-controlling interest in all subsidiaries		0.10%	40.22	0.21%	8.37	0.00%	-	0.21%	8.37
Joint Ventures									
Investment accounted for using Equity Method									
Sikka - Salasar JV	49%	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Total		**100.00%**	**40,091.52**	**100.00%**	**4,025.44**	**100.00%**	**(7.94)**	**100.00%**	**4,017.50**

Note 54 : Key Financial Ratios pursuant to Schedule III to the Companies Act, 2013

Particulars	As at 31st March, 2023	As at 31st March, 2022	Changes	Reasons for changes more than s25%
(i)Current Ratio (Current Assets/Current Liabilities)	1.52	1.48	2.20%	-
(ii) Debt -Equity Ratio (Net Debt/Net Worth)	0.63	0.84	-25.85%	-
(iii) Debt Service Coverage Ratio (EBIT/Net Debt)	0.25	0.21	19.32%	-
(iv) Return on Equity Ratio (PAT/Avg. Net Worth*100)	11.80%	11.76%	0.31%	-
(v)Inventory Turnover Ratio (Closing inventory/ Net Sales*365)	95.43	77.36	23.36%	-
(vi) Trade Receivables Turnover Ratio (Trade receivable/ Net Sales*365)	119.80	148.62	-19.39%	-
(vii) Net Capital Turnover Ratio (Net Sales/Net Worth)	2.51	2.55	-1.57%	-
(viii) Net Profit Ratio (PAT/Total Revenue*100)	4.00%	4.36%	-8.39%	-
(ix)Return on Capital Employed (EBIT/Average Capital Employed*100)	10.15%	9.88%	2.69%	-

Net debt includes Long term borrowing and Short term borrowing minus Cash and cash equivalents and bank balances.

Net worth includes Share hold capital and reserve and surplus

EBIT includes Profit before tax plus depreciation

Net sales means revenue from operations

Capital employed includes Total assets minus total current liability plus Short term borrowing

Notes to the Consolidated Financial Statements for the year ended 31st March, 2023

(₹ in Lakhs)

Note 55 : Additional Regulatory Information:

(a) Below is the title deed of Immovable Property not held in the name of the Company:

Particulars	As at 31st March, 2023	As at 31st March, 2022
Property, plant and equipment	Property, plant and equipment	Property, plant and equipment
Description of item property	Land	Land
Gross carrying value (Rupees in lakh)	622.47	622.47
Title deeds held in the name of	Salasar Stainless Ltd	Salasar Stainless Ltd
Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	No	No
Property held since which date	09-Jan-19	09-Jan-19
Reason for not being held in the name of the Company	Under Progress	Under Progress

(b) Details of transaction with companies struck off under section 248 of the Companies Act, 2013

The company does not have any relationship with companies struck off (as defined by Companies Act, 2013)and did not enter into transactions with any such company during the reporting years.

(c) The Company has not traded or invested in Crypto currency or Virtual Currency during the reporting years.

(d) The Company has not been declared a wilful defaulter by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.

(e) There are no proceedings initiated or pending against the Company for holding any benami property under theBenami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(f) The Company has neither advanced, loaned or invested funds nor received any fund to/from any person or entity for lending or investing or providing guarantee to/on behalf of the ultimate beneficiary during the reporting years.

(g) There is no charge or satisfaction of charge which is yet to be registered with ROC beyond the statutory period.

(h) The Company do not have any transaction not recorded in the books of accounts that has been surrendered or not disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(i) All the quarterly statements of current assets filed by the Company with banks or financial institutions are in agreement with books of accounts.

Note 56

Figures for the previous year have been regrouped/reclassified to confirm to the figures of the current year.

As per our Report of even date attached

For VAPS & CO.
Chartered Accountants
Firm Registration No : 003612N

Praveen Kumar Jain
(Partner)
Membership No. 082515

Place : Noida (U.P.)
Date : 27-May-2023
UDIN: 23082515BGWJSX4220

For and on behalf of the Board

Alok Kumar
Managing Director
DIN : 01474484

Shashank Agarwal
Jt. Managing Director
DIN : 00316141

Pramod Kr. Kala
Chief Financial Officer

Jitendra Kr. Sharma
Company Secretary

NOTICE OF 22ND ANNUAL GENERAL MEETING

(Pursuant to Section 101 of the Companies Act 2013)

Notice is hereby given that the 22Nd Annual General Meeting of the Members of Salasar Techno Engineering Limited will be held on Saturday, 23rd September, 2023 at 11:30 A.M. through Video Conferencing/Other Audio Visual Means to transacts the following business (es):

ORDINARY BUSINESS:

1. To receive, consider and adopt:

   a. the Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and the Auditors thereon, and

   b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the report of the Auditors thereon;

2. To declare a dividend on Equity Shares at the rate of 10% i.e. 0.10 (Ten Paisa Only) per Equity Share of face value of Re. 1/- each for the Financial Year ended March 31, 2023;

3. Re-appointment of Ms. Tripti Gupta (DIN:06938805) as a Whole time director liable to Retire by Rotation.

SPECIAL BUSINESS:

4. Re-appointment of Mr. Mukesh Kumar Garg (DIN: 08936325) as an independent Director

To Consider and if thought fit, to pass with or without modification(s), the following as an **SPECIAL RESOLUTION (S):**

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Mukesh Kumar Garg (DIN: 08936325), who was appointed as an Independent Director in the 20th Annual General Meeting held on 18th September, 2021 to hold office upto the date of this Annual General Meeting and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013, Rules made thereunder and Listing Regulations, be and is hereby reappointed as an Independent Director to hold office for a second term of 3 (three) years commencing from 23rd September 2023 to 22th September, 2026 and whose office shall not be liable to retire by rotation."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things as may be considered desirable or expedient to give effect to this resolution."

5. Ratification of Remuneration Payable to the Cost Auditor

To Consider and if thought fit, to pass with or without modification(s), the following as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with rules issued thereunder including Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 60,000/- plus applicable taxes and reimbursement of out of pocket expenses as approved by the Board of Directors on the recommendation of the Audit Committee, to be paid to M/s. S. Shekhar & Co., Cost Accountant (Firm Registration No. 000452) appointed by the Board of Directors as the Cost Auditor of the Company for conducting the Audit of Cost Records maintained by the Company for the Financial Year ended March 31, 2024 be and is hereby ratified and confirmed."

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

6. To consider and approve borrow money U/s 180(1)(c) of the Companies Act, 2013

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

"**RESOLVED THAT** in supersession of all the earlier resolutions passed in this regard and subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and members approval, the consent of the members be and are hereby accorded to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or any body corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs. 1000 Crore (Rupees One Thousand

Notice *(Contd.)*

Crores only) for the Company, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.

RESOLVED FURTHER THAT the Board of Directors and/or company secretary of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.

7. To Sell, Lease or otherwise dispose of the whole or substantially the whole of the undertaking (Creation of Charges on Properties/Assets of the Company) u/s 180(1)(a) of the Companies Act, 2013

To Consider and if thought fit, to pass with or without modification(s), the following as an **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of section 180(1)(a) of the Companies Act, 2013 and all other applicable provisions of the Act and any Rules made thereunder (including any statutory modifications or re-enactments thereof) ("Act"), and all other applicable provisions, if any, and the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board") (which term shall include any committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution) to exercise its powers, including the powers conferred by this resolution of the Company, to mortgage, hypothecate, pledge and / or charge or create any security interest, in addition to the mortgage, hypothecation, pledge and / or charge already created, in such form, manner and ranking and on such terms as the Board deems fit in the interest of the Company, on all or any of the movable and / or immovable properties of the Company (both present and future) and / or any other assets or properties, either tangible or intangible, of the Company and / or the whole or part of any of the undertaking in favour of the Lender(s), Agent(s), investing agencies and Trustee(s), for securing the borrowing availed or to be availed by the Company, subsidiary company, joint venture, associates or any other person/body corporate, by way of loans, debentures (comprising fully / partly convertible Debentures and / or non-convertible Debentures or any other securities) or otherwise, in foreign currency or in Indian rupees, from time to time, upto the limits approved or as may be approved by the shareholders under section 180(1)(c) of the Act (including any statutory modifications or re-enactments thereof) and other applicable provisions, along with interest, accumulated interest, liquidated charges, commitment charges or costs, expenses and all other monies payable by the Company or the borrowing corporate / person including any increase as a result of devaluation / revaluation /fluctuation in the rate of exchange and the Board be and is hereby authorized to decide all terms and conditions in relation to such creation of charge, at their absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required."

"**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to negotiate with the lending entities and to finalise and execute the documents and deeds as may be applicable for creating the appropriate mortgages, pledge, hypothecation and/or charges or security interest on such of the immovable and/or movable properties of the Company on such terms and conditions as may be decided by the Board and to perform all such acts, deeds and things as may be necessary in this regard."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board may in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

For and on behalf of the Board of Directors
For Salasar Techno Engineering Limited
Chairman and Managing Director

Alok Kumar
DIN NO. 01474484
KL-46, Kavi Nagar
Ghaziabad-201001
Uttar Pradesh

Date: 12.08.2023
Place: New Delhi

Notice *(Contd.)*

NOTES:

As you aware in view of situation arising due to COVID-19 global pandemic, Ministry of Corporate Affairs allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed with the requirement of personal presence of the members at the meeting. Accordingly, 22nd Annual General Meeting (AGM) of the members will be held through VC/ OAVM as allowed by the Ministry of Corporate Affairs through various circulars viz Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 Circular No. 02/2021 dated January 13, 2021, December 08, 2021, December 14, 2021 (collectively referred to as MCA Circulars) and the Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 prescribing the procedures and manner of conducting the Annual General Meeting through VC/ OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 20 and available at the Company's website www.salasartechno.com

1. 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 Companies Act, 2013.

2. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, September 17th, 2023 to Saturday, September 23, 2023 (both days inclusive) for purpose of 22nd AGM and for payment of Dividend for the Financial Year ended March 31, 2023.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice of calling AGM alongwith Annual Report 2022-23 has been uploaded on the website of the Company at www.salasartechno.com will be sent to the members, whose names appear in the register of members/ depositories. The Notice can also be accessed from the website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM notice is also available on the website of CDSL (agency for providing the remote e-voting facility) i.e. www.evotingindia.com

6. Members are requested to write to the Company, their query (ies), if any, on the Accounts and operations of the Company at its registered office at least ten days prior to the date of meeting to enable the management to keep the information ready at the meeting.

7. The AGM/EGM has been convened through VC/ OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. The Securities & Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities Market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Company's RTA.

9. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

10. Members who hold shares in physical form in multiple folios in identical name or joint holding in the same order of names are requested to send their share certificates to our RTA for consolidation into a single folio.

11. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

12. As per the green initiative of Ministry of Corporate Affairs (MCA), members are requested to provide their e-mail addresses to the Registrar & Share Transfer Agent of the Company namely M/s Bigshare Services Private Limited, in order to receive the various Notices and other Notifications from the Company in electronic form.

13. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of special businesses to be transacted at the Annual General Meeting is annexed hereto.

Notice *(Contd.)*

14. In case the shares are held in the physical mode and the Members has not registered his/her/their email address with the Company/its RTA/Depositories and/or not updated the Bank Account mandate for receipt of dividend, are requested to notify immediately the change of their address and bank particulars to the RTA of the Company. In case shares held in decartelized form the information regarding change of address and bank particulars should be given to their respective Depository Participant.

15. The Board of Directors have recommended a final dividend on Equity Shares at the rate of 10% i.e. 0.10 (Ten Paisa Only) per Equity Share of face value of Re. 1/- each for the Financial Year ended March 31, 2023. The Dividend on equity shares for the Financial Year 2022-23, if declared, will be paid within a period of 30 days from the date of Annual general Meeting, to those members whose name appears in the Company's Register of Members and to those persons whose name appears as beneficial owner as per the details to be furnished by National Security Depository Limited and Central Depository Services (India) Limited as the close of business hours on September 16th 2023.

16. Pursuant to Section 125 of the Companies Act, 2013 the Company has Unclaimed and Unpaid Dividend but the unpaid Dividend amount not due to transfer in Investor Education and Protection Fund.

17. Register of Directors and key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and Register of Contract or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection in Electronic Mode.

18. Investor Grievance Redressal: The Company has designed an exclusive e-mail ID viz. compliance@salasartechno.com to enable the investors to register their Complaints, if any.

19. 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 to atleast 1000 members on first come first served basis. This will not include large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

20. Voting through electronic means

    In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the circular issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 Circular No. 02/2021 dated January 13, 2021, December 08, 2021, December 14, 2021 the Company is providing facility of remote e-voting to its Members in respect of Business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

    THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

    (i) The voting period begins on 20th September, 2023 (09:00 a.m.) and ends on 22nd September 2023 (5:00 p.m.). During this period Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 16th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

    (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

    (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

    Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

Notice *(Contd.)*

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL**	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Notice *(Contd.)*

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

(vi) The shareholders should log on to the e-voting website www.evotingindia.com.

(vii) Click on "Shareholders" module.

(viii) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

(ix) Next enter the Image Verification as displayed and Click on Login.

(x) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(xi) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(xii) After entering these details appropriately, click on "SUBMIT" tab.

(xiii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that

Notice *(Contd.)*

company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xiv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xv) Click on the EVSN for the relevant Salasar Techno Engineering Limited (Company Name) on which you choose to vote.

(xvi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xvii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xviii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xx) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xxi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xxii) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance@salasartechno.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

21. Ms. Deepika Gaur of M/s Deepkia Madhwal & Associates Practicing Company Secretary (Membership No. 31234) has been appointed as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner.

22. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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

Notice *(Contd.)*

mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 **days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at compliance@salasartechno.com (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

23. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **compliance@salasartechno.com** .

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

4. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ANNEXED AND FORMING PART OF THE NOTICE

Item No. 4

The members of the Company had appointed Mr. Mukesh Kumar Garg (DIN:08936325) as an Independent Director of the Company from 10 November, 2020 to this Annual General Meeting. He will complete his present term on 23rd September, 2023 (first term) and is eligible for re-appointment for one more term. The Nomination and Remuneration Committee and the Board of Directors on the basis of performance of Directors, has recommended re-appointment of Mr. Mukesh Kumar Garg for a second term of 3 consecutive years on the Board of the Company. The Nomination and Remuneration Committee and the Board while recommending the reappointment of Mr. Mukesh Kumar Garg, had considered various factors, viz., the number of Board/ Committee meetings attended, knowledge & experience, skills, professional qualification, integrity, adherence to ethical standards, participation in deliberations, time devoted, independent judgments etc. His performance was evaluated as "surpasses expectation" by the Board. The Company has also received notice from a Member, under Section 160 of the Act, proposing the reappointment of Mr. Mukesh Kumar Garg as an Independent Director of the Company.

Accordingly, it is proposed to re-appoint Mr. Mukesh Kumar Garg as an Independent Director for a second term of 3 consecutive years from 23rd September, 2023 to 22nd September, 2026. Mr. Mukesh Kumar Garg is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director and has also confirmed that he has not been debarred by SEBI from accessing the capital market as well as from holding the office of Director pursuant to any SEBI/MCA order or any other such authority.

The Company has also received a declaration from Mr. Mukesh Kumar Garg to the effect that he meets the criteria of independence as prescribed under Section 149(6) of the Act, read with Rules framed thereunder and Regulation 16

Notice *(Contd.)*

of the Listing Regulations. In terms of Regulation 25(8) of SEBI Listing Regulations, he has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company. He has further informed that he has successfully registered himself on the Independent Directors databank as regulated by the Indian Institute of Corporate Affairs (IICA) in terms of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time.

Mr. Mukesh Kumar Garg is not related to any Director or Key Managerial Personnel of the Company in any way and in the opinion of the Board of Directors, he is independent of management. A copy of the letter of re-appointment, setting out terms and conditions of his re-appointment, is available for inspection in the manner as stated in the notes of this notice. Other details in respect of appointment of Mr. Mukesh Kumar Garg, in terms of Regulation 36(3) of Listing Regulations, the Act, and Secretarial Standards on General Meetings is annexed to this notice. Except Mr. Mukesh Kumar Garg, being an appointee and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, in the resolution set out at item no. 4 of the notice.

The Board considers that the re-appointment of Mr. Mukesh Kumar Garg would be of immense benefit to the Company and thus recommends the Special Resolution as set out at item no. 4 for approval of shareholders of the Company.

INFORMATION PURSUANT TO PROVISO (iv) TO CLAUSE (B) OF SECTION (II) OF PART (II) OF SCHEDULE V TO THE COMPANIES ACT, 2013.

I. GENERAL INFORMATION:

(1) Nature of industry:-

Manufacturing of Galvanized and Non-Galvanized Steel Structures and EPC projects.

(2) Date or expected date of commencement of commercial production:-

Company commenced commercial production from 2007

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:-

Not applicable.

(4) Financial performance based on given indicators:-

(Rs. In Lakhs)

Financial Parameter	Financial Years		
	2020-21 (12 Months)	2021-22 (12 Months)	2022-23 (12 Months)
Turnover	593,46.22	690,89.98	1000,05.66
Net Profit/Loss (Before Tax)	43,03.92	42,53.68	53,81.84

2. Foreign investments or collaborations, if any:- Nil

II. INFORMATION ABOUT THE APPOINTEE:

All the required information about Mr. Mukesh Kumar Garg has been provided in the table Details of Directors seeking appointment/re-appointment at the AGM' which forms part of this notice

Item No. 5- Ratification of Remuneration Payable to the Cost Auditor

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditor) Rules, 2014 as amended up to date, the Company is required to appoint a Cost Auditor to audit the cost records of the Company. On the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on 12th August, 2023 have approved the appointment of M/s S. Shekhar & Co., the Cost Accountants as the Cost Auditors to conduct the audit of the Cost Records of the Company for the Financial Year 2023-24 at a remuneration of Rs. 60,000/- plus taxes and re-imbursement of actual out of pocket expenses incurred, if any, in connection with the cost audit. In terms of the provisions of the Act and Rules, the remuneration of the Cost Auditors is required to be ratified by the Members of the Company.

The Board of Directors recommends the resolution as set out in item No. 5 of the notice for approval of members. None of the Directors and key Managerial Personnel of the Company including their relatives are concerned or interested, financially or otherwise in the resolutions.

Item No. 6-To consider and approve borrow money U/s 180(1)(c) of the Companies Act, 2013

To support Company's business operations, the company requires funds and these funds are generally raised from various Banks and/or Financial Institutions and/or any other lending institutions and/or foreign lender and/or any other body corporate/entity/entities and/or authority/authorities and/or through suppliers credit, any other securities or instruments, such as floating rate notes, fixed rate notes, syndicated loans, debentures, commercial papers, short term loans or any other instruments etc. and/or through credit from of official agencies and/or by way of commercial borrowings from the private sector window of multilateral financial institution, either in rupees or in such other foreign currencies as may be permitted by law from time to time,

Notice *(Contd.)*

which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company.

Earlier the members of the Company through postal ballot on 10th December, 2022 approved the borrowing limits upto Rs. 700 Crore (Rupees Seven Hundred Crore Only) and since this limit is almost at the verge of full utilization, and for expansion of business more funds may be required in near future. Hence it is proposed to increase the maximum borrowing limits up to 1000 crores (Rupees One Thousand Crores only).

In term of section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company obtained by mean of passing a special resolution in a general meeting.

Hence, it proposed to seek necessary members approval to borrow money from any bank, financial institutions, bodies corporate or business associates or through permitted channel in excess of paid up capital and free reserves of the company by a sum not exceeding Rs. 1000 crores (Rupees One Thousand Crores only) and creation of security through mortgage or pledge or hypothecation or otherwise or through combination for securing the limits as may be sanctioned by the lenders, for the loans to be sanctioned by any one or more company's bankers and /or by any one or more persons, firms, bodies corporate, or financial institutions or banks, the Company would be required to secure all or any of the Current assets, moveable properties of the Company present and future.

The management is contemplating new and expansive business plans and thus we are seeking members approval for smooth and efficient implementation of Company's proposed business plans.

The Board of Directors of your Company, therefore, recommend the Resolution set out in item No. 6 of this Notice for the approval of the Members by way of passing an Special Resolution.

None of the Director(s), Key Managerial Personnel and their relatives is, in any way, concerned or interested, financially or otherwise, in the above referred resolutions except to the extent of their shareholding.

Item No. 7 - To Sell, Lease or otherwise dispose of the whole or substantially the whole of the undertaking u/s 180(1)(a) of the Companies Act, 2013 (Creation of Charges on Properties/Assets of the Company)

In terms of the provisions of Section 180 (1) (a) of the Companies Act, 2013, the Board of Directors of a company cannot, inter alia, except with the consent of the Company by a special resolution, create mortgage, charge, pledge and hypothecation, etc. on the undertakings of the Company beyond the limit mentioned in the Section.

The Company as well as its subsidiary companies, joint ventures/ associates borrow money for their businesses and such borrowings are required to be secured by mortgage, charge, pledge and/ or hypothecation etc. on all or any of the movable or immovable or any tangible or intangible assets/ properties of the Company (both present and future) in favour of any lender, including the Financial Institutions / Banks / Debenture Trustees, etc. in such form, manner and ranking as may be determined by the Board of Directors of the Company from time to time, in consultation with the lender(s).

The mortgage, charge, pledge, hypothecation on any of the movable and / or immovable or any tangible or intangible assets / properties and / or the whole or any part the undertaking(s) of the Company may be regarded as disposal of the Company's undertaking(s) within the meaning of section 180(1)(a) of the Act read with Rules made thereunder.

Accordingly, the special resolutions at item Nos. 7 of the Notice have been incorporated in the Notice to seek members' approval for availing the borrowing limits and for disposal of the Company's undertaking(s) by creation of mortgage/charge, etc. thereon and for authorizing the Board (including any Committee thereof authorised for the purpose) to complete all the formalities in connection with the availing borrowing limits and creating charge on the Company's properties respectively.

The Board of Directors of your Company, therefore, recommend the Resolution set out in item No. 7 of this Notice for the approval of the Members by way of passing an Special Resolution

None of the Directors or any Key Managerial Personnel of the Company is, in any way, concerned or interested (financially or otherwise), either directly or indirectly in passing of the said resolution, save and except to the extent of their respective interest as shareholders of the Company.

For and on behalf of the Board of Directors
For Salasar Techno Engineering Limited
Chairman and Managing Director

Alok Kumar
DIN NO. 01474484
KL-46, Kavi Nagar
Ghaziabad-201001
Uttar Pradesh

Date: 12.08.2023
Place: New Delhi

Notice *(Contd.)*

RE-APPOINTMENT/APPOINTMENT OF DIRECTORS

(ANNEXURE TO NOTICE)

A brief resume in respect of the proposed re-appointment/appointment of Directors is given below in terms of Regulation 36(3) of SEBI (LODR), 2015

Particulars	Mr. Tripti Gupta	Mr. Mukesh Kumar Garg
DIN	06938805	08936325
Date of Birth	12-12-1983	28-06-1959
Date of Appointment in the Board	01-08-2014	10-11-2020
Qualifications	Graduate from Shri Ram College of Commerce, Delhi and MBA in Finance from IMT Nagpur.	M.Tech. Structural Engineering from IIT Delhi
Experience	She has done MBA in finance & Marketing from institute of Management Technology, Nagpur. She started her career as an Equity Investment Advisor in Motilal Oswal Securities Limited. She has more than 7 year of experience in strategic management, business development, policy making and other corporate matters. She has also been engaged with social enterprises and NGOs in the capacity of Project Coordinator and content manager for 10 years and continue to support their efforts informally. Since 2014, she has been working as an executive director of our company taking care of corporate planning and HR.	Mr. Mukesh Kumar Garg joined Indian Railway as IRSE officer in July 1984. He worked at several posts over northern and northern central railway. Involving Railway construction projects as well as railway track / building / bridges maintenance works. He has vast experience of planning of works. Handling of tenders, costing several hundred crore of rupees, as well as contract management and execution, both for maintenance works as well as Railway construction projects. He is also having vast experience of contesting Arbitration cases.
Directorship held in others Listed Companies	Nil	Two
Membership in Committee across other Listed Companies	NIL	Two
Number of Shares held in the Company	8,00,000	Nil
Terms and conditions of appointment / re-appointment along with details of remuneration sought to be paid	Appointment of Ms. Tripti Gupta (Director liable to be retire by rotation) is proposed at item no. 3 of notice for approval of members. Further, There is no change in the terms of appointment of Ms. Tripti Gupta.	Re-appointment of Mr. Mukesh Kumar Garg as independent Directors is proposed at item no. 4 for a period of three years not liable to retire by rotation.
Remuneration Last Drawn	Rs. 5,32,400/-	Rs. 39,600/-
No. of Meetings of the Board attended	7	7
Relationship with other Directors	Daughter of Mr. Alok Kumar	-

Details of Shareholding/other Convertible Securities of Non-Executive Directors of the Company

(Pursuant to Regulation 36(3) of SEBI (LODR), 2015)

Sl. NO.	NAME OF DIRECTOR	NO. OF EQUITY SHARES
1	Mr. Sanjay Chandak	NIL
2	Mr. Vijay Kumar Jain	NIL
3	Mr. Mukesh kumar Garg	NIL
4	Mrs. Garima Dhamija	NIL

SALASAR
Building a stronger future

SALASARTECHNO ENGINEERING LTD.

ISO 9001:2015 | ISO 14001:2015 | ISO 45001:2018

UNIT 1: Khasra No. 265, 281-283,
Village - Parsaun - Dasna,
P.O - Jindal Nagar,
District - Hapur - 201313 (U.P.), India
Contact: +91-8938802180

UNIT 2: Khasra No. 1184-1185,
Village - Khera, P.O - Pilkhuwa,
District - Hapur - 245304 (U.P.), India

UNIT 3: Khasra No. 686/6,
Village - Khera, P.O - Pilkhuwa,
District - Hapur - 245304 (U.P.), India

Registered Office: E-20, South
Extension - I, New Delhi – 110049

E: compliance@salasartechno.com,
towers@salasartechno.com

W: www.salasartechno.com

Creative consultants MANJARI ENTERPRISES (print@manjari.net)