



INDUCTO
STEEL LTD

September 06, 2025

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

Scrip Code: 532001
Script Name: INDCTST
ISIN: INE146H01018

Sub: Submission of the Annual Report of Inducto Steel Limited for the financial year ended March 31, 2025.

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

Dear Sir/Madam,

Pursuant to Regulation 34 of the Listing Regulations, we enclose herewith a copy of the Annual Report along with Notice of the 37th Annual General Meeting (AGM) for the financial year ended March 31, 2025, which is also sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depositories.

The Annual Report for the financial year 2024-25 along with Notice of the 37th AGM is uploaded on the website of the Company at www.hariyanagroup.com

The above is for your information and record.

Thanking You,

Yours faithfully,

For **INDUCTO STEEL LIMITED**

Diana Palia
Company Secretary & Compliance Officer
(Membership No. A40554)

Enclosure: As above



INDUCTO
STEEL LTD

2024-25

37TH

ANNUAL
REPORT

Go Green Initiative - Electronic Mode of service of documents:

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

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

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COMPANY DETAILS

INDUCTO STEEL LIMITED**CIN: L27100MH1988PLC194523**

Registered Office: 156, Maker Chambers VI,

220 Jamnalal Bajaj Marg,

Nariman Point, Mumbai-400021

Tel: 022 - 22043211; Fax- 22043215

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

Board of Directors	
Mr. Rajeev Reniwal	Chairman & Managing Director
Mrs. Sweety Reniwal	Non-Executive Director
Mr. Manohar Hanumant Wagh	Independent & Non-Executive Director
Mr. Tejasbhai Himmatbhai Thakker	Independent & Non- Executive Director
Key Managerial Personnel	
Mr. Rajeev Reniwal	Managing Director
Mr. Nishant Rajeev Reniwal	Chief Financial Officer
Ms. Diana Palia	Company Secretary and Compliance Officer

Joint Statutory Auditors	M/s. S. N. Shah & Associates Chartered Accountant (ICAI Registration No. 109782W)	M/s. LLB & Co. Chartered Accountants (ICAI Registration No. 117758W)
Secretarial Auditors	M/s. Dilip Bharadiya & Associates, Company Secretaries (ICSI Firm Registration Number: P2005MH091600)	
Registrar and Share Transfer Agent	MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited)	

BANKER(S)

Punjab National Bank

BRANCH OFFICE

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

SHIP BREAKING YARD

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

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

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

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

Tel: 022-22043211; Fax: 22043215

E-COMMUNICATION REGISTRATION FORM

Dear Members,

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

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

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

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

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

**Best Regards,
Rajeev Reniwal
Chairman**

E - COMMUNICATION REGISTRATION FORM

Folio No. / DP ID and Client ID:

.....

Name of 1st Registered Holder:

.....

Name of Joint Holder(s):

.....

Registered Address:

.....

.....

E-mail ID (to be registered):

.....

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

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

Date:

Signature:

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

NOTICE

NOTICE is hereby given that the **37th ANNUAL GENERAL MEETING** (“AGM” or “the meeting”) of the Members of **INDUCTO STEEL LIMITED** (‘the Company’) is scheduled and will be held on **Tuesday, September 30, 2025 at 10.00 a.m. (IST)** through Video Conferencing (‘VC’)/ Other Audio-Visual Means (‘OAVM’) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Statutory Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Statutory Auditors thereon.
2. To appoint a Director in place of Mrs. Sweety Reniwal (DIN: 00041853), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. To approve re-appointment of Mr. Rajeev Reniwal (DIN: 00034264) as the Managing Director of the Company and in this regard, pass the following resolution as ***Special Resolution***:

“RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board in its meeting held on 05th September, 2025 and subject to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the relevant provisions of the Articles of Association of the Company and subject to such other approvals, as may be necessary, the Company hereby approves the re-appointment and terms of remuneration of Mr. Rajeev Reniwal (DIN: 00034264) as the Managing Director of the Company for a period of 5 years w.e.f. 01st October, 2025 and upon the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this Meeting with further liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board) from time to time to alter the said terms and conditions of appointment and remuneration of Mr. Rajeev Reniwal in the best interests of the Company, subject to the limits as specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby authorized to do all such acts, deeds, and things as may be necessary, including the filing of the requisite form(s) with the Registrar of Companies, Mumbai, to give effect to this resolution.

4. To approve appointment of M/s. Dilip Bharadiya & Associates as Secretarial Auditor

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “SEBI Listing Regulations”) read with applicable provisions of the Companies Act, 2013, each as amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company (‘the Board’), M/s. Dilip Bharadiya & Associates (Membership no. FCS 7956 and Certificate of Practice no. 6740), be and is hereby appointed as Secretarial Auditors of the Company for five consecutive financial years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 42nd Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 to the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditor of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect to this Resolution and/or otherwise considered by them to be in the best interest of the Company.”

On behalf of the Board of Directors

For **INDUCTO STEEL LIMITED**

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: September 05, 2025

Place: Mumbai

NOTES

1. The Ministry of Corporate Affairs ('MCA'), inter-alia, vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being, Circular No. 09/2024 dated September 19, 2024 (hereinafter collectively referred as "MCA Circulars"), has permitted the holding of the AGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM') and physical attendance of the Members to the meeting venue is not required. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at 156, Maker Chambers VI, 220 Jamnalal Bajaj Marg, Nariman Point, Mumbai 400 021.
2. The relevant explanatory statements pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Annual General Meeting ("AGM/Meeting") is annexed hereto. Further the details in pursuance of Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("*Listing Regulations*") and Clause 1.2.5 of Secretarial Standard on General Meetings (SS-2), in respect of the Director retiring by rotation seeking appointment/re-appointment at this Annual General Meeting under Item No. 2 and 3 of the Notice, forms integral part of the notice. In terms of LODR, none of the directors seeking re-appointment at the forthcoming AGM have resigned from any listed entities in the past three years.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended, from time to time) and Regulation 44 of LODR (as amended, from time to time), and MCA circulars, the Company is providing facility of remote e-Voting to its Members in respect of the

business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by NSDL.

7. In line with the aforesaid MCA Circulars and SEBI Circular dated January 15, 2021, May 13, 2022, January 5, 2023 and October 7, 2023 the Notice calling the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or CDSL / NSDL ("Depositories"). The Notice along with the Annual Report 2024-25 can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and at the website of the Company at www.hariyanagroup.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at dilipbcs@gmail.com with a copy marked to evoting@nsdl.co.in and the Company at secretarial.inducto@gmail.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login
9. In terms of the MCA Circulars and in the view of the Board of Directors, all matters included in this Notice are unavoidable and hence are proposed to be approved at this AGM. Relevant documents referred to in the accompanying Notice calling the AGM will be made available for electronic inspection by the Members upon sending the email to the Company at secretarial.inducto@gmail.com upto the date of the AGM.
10. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
11. Members holding shares in physical form are requested to furnish bank details, e-mail address, change of address, etc. to the Company's Registrar & Share Transfer Agents: MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400083, so as to reach them latest by **Tuesday, September 23, 2025**, in order to take note of the same. In respect of Members holding shares in electronic mode, the details as would be furnished by the Depositories as at the close of the aforesaid date will be considered by the Company. Hence, Members holding shares in demat mode should update their records at the earliest.
12. SEBI has mandated securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialize shares that are held by them in physical form.
13. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are

allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

14. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection in electronic mode. Members can inspect the same by sending an e-mail to secretarial.inducto@gmail.com.
15. Pursuant to Section 124(6) of the Companies Act, 2013 read with Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, the Company has transferred all the shares in respect of which dividend remained unclaimed or unpaid for a period of seven consecutive years or more to the demat account of IEPF Authority as per applicable Rules. Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link: <http://www.hariyanagroup.com/investor-relations-hsbl.html>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned members/investors are advised to visit the weblink: <http://iepf.gov.in/IEPF/refund.html> or contact MUFG Intime India Private Limited for lodging claim for refund of shares and / or dividend from the IEPF Authority.

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

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the RTA at rnt.helpdesk@in.mpms.mufg.com with a copy marked to the Company at secretarial.inducto@gmail.com.
- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the RTA at rnt.helpdesk@in.mpms.mufg.com with a copy marked to the Company at secretarial.inducto@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) below i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
- Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
17. The remote e-voting period begins on Saturday, September 27, 2025 at 9:00 A.M. and ends on Monday, September 29, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, September 23, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 23, 2025.
 18. The Company has appointed Mr. Dilip Bharadiya (Membership No. FCS 7956), failing him Mrs. Shivangini Gohel (Membership No. ACS 25740), partners of M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries to act as the Scrutinizer for conducting the voting and remote e-voting process in a fair and transparent manner.
 19. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the AGM shall be announced by the Chairman or any other person authorized by him immediately after the results are declared.
 20. Based on the report received from the Scrutinizer, the Company will submit within two working days of the conclusion of the Meeting to the stock exchange i.e BSE Limited, details of the voting results as required under Regulation 44(3) of the LODR.
 21. The results declared along with the Scrutinizer's report, will be posted on the website of the Company at www.hariyanagroup.com and on the website of NSDL at www.evoting.nsdl.com and will be displayed on the Notice Board of the Company at its Registered Office immediately after the declaration of the result by the Chairman or any person authorised by him in writing and will be communicated to the Stock Exchange.

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

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





Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App

	<p>“NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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 CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.

c) For Members holding shares in Physical Form.	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>
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5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to dilipbcs@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Rahul Rajbhar at evoting@nsdl.com

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000
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 1800-21-09911

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

- A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date of Tuesday, September 23, 2025 shall be entitled to avail either the facility of remote e-voting prior to the AGM or voting at the AGM. Persons who are not members as on the cut-off date should treat this notice for information purposes only.
- Eligible members who have acquired shares after the dispatch of the Annual Report and holding shares as on the cut-off date i.e. of Tuesday, September 23, 2025 may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means.
- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may

retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

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

- SEBI has mandated submission of PAN by every participant in the Securities Market. Accordingly, Members holding shares in dematerialised form are requested to submit PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited).
- Also, in terms of the Circular dated April 20, 2018 issued by SEBI, Members holding securities in physical form are advised to register their PAN and Bank Account Details with the Company or MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. Alternatively, the Members may submit a copy of bank passbook/ statement, duly attested by the Bank. Members holding shares in dematerialised form are requested to ensure that the aforesaid information is submitted/ updated with their respective Depository Participant.
- Further, in terms of the SEBI Listing Regulations, it is mandatory to furnish a copy of PAN card to the Company or MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) with respect to all requests pertaining to transfer of shares, deletion of name, transmission of shares and transposition of shares.
- Shareholders who would like to express their views/ have questions may send their speaker registration/ questions atleast seven days prior to the date of AGM, mentioning their name demat account number/folio number, email id, mobile number at secretarial.inducto@gmail.com. Only those Members who register themselves as Speaker will be allowed to express views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Rahul Rajbhar at evoting@nsdl.co.in

On behalf of the Board of Directors
For INDUCTO STEEL LIMITED

RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: September 05, 2025
Place: Mumbai

EXPLANATORY STATEMENT

(As required by Section 102(1) of the Companies Act, 2013 the following Explanatory Statement sets out material facts relating to the business under Item No. 3 & 4 of the accompanying Notice dated September 05, 2025)

ITEM NO. 3

Mr. Rajeev Reniwal (DIN: 00034264) was re-appointed as Managing Director of the Company by the members at the AGM of the Company held on September 30, 2021 for a period of three consecutive years commencing from October 01, 2021.

Mr. Rajeev Reniwal has experience of over 32 years in the field of business administration, finance, management and sales. He has taken very pro-active efforts in the operations and management of the Company since his association with the Company.

It is considered that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Rajeev Reniwal as Managing Director due to his extensive experience. Further, in accordance with proviso 3(a) of Section 196 of the Companies Act 2013, the Company is required to seek consent of the members by way of special resolution for continuation of his holding the office of Managing Director.

Based on the outcome of performance evaluation, recommendation of Nomination and Remuneration Committee, the Board of Directors has re-appointed Mr. Rajeev Reniwal as Managing Director for a further period of five years, with effect from October 01, 2025 on the terms and conditions as specified below, subject to the approval of the Members through special resolution.

Broad particulars of the Terms and Conditions of Appointment & Remuneration payable to Mr. Rajeev Reniwal are as under:

Salary & Perquisites:

- a) Salary to the maximum: Rs. 5,00,000/- per month w.e.f. October 01, 2025
- b) Increments: Such increments as may be fixed by the Board of Directors from time to time in the salary range of Rs. 1,00,000/- to Rs. 1,50,000/- per month
- c) Bonus for the financial year, at the discretion of the Company
- d) Commission: Not exceeding 1.5 (one and half) percent of net profit in an accounting year of the Company subject to availability of profit and applicable provisions of law.
- e) Provident Fund: Company's contribution not to exceed 12% of salary
- f) Housing: The Company to provide rent free partially furnished, air-conditioned, residential accommodation with telephone, gas and electricity, the monetary value of which may be evaluated as per the Income-tax Rules, 1962.
- g) Medical Aid: Medical aid benefits for self and family as applicable to the Officers of the Company, subject to the condition that the cost of medical benefits to the Company shall not exceed Rs. 1,00,000/- per year.
- h) Personal accidents and Mediclaim Insurance Policy, premium not to exceed Rs. 1,00,000/- per annum as per the Income-tax Rules, 1962

- i) Free use of the Company's car and fuel expenses for use on the Company's business as well as for own use. If car is leased from an external agency or from spouse, lease rental and fuel expenses will be paid as per rules of the Company.
- j) Reimbursement of salary of driver and his meal coupons as per rules of the Company.
- k) Reimbursement of medical expenses incurred in India or abroad including hospitalisation, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
- l) The Company to pay the premium for the Group Insurance Policy taken for Mr. Rajeev Reniwal as per rules of the Company.
- m) The Company to pay fees for one Club (including admission or entrance fees and monthly or annual subscriptions)
- n) Leave on full pay and allowances as per rules of the Company for such number of days of leave as may be granted to other employees of the Company
- o) Reimbursement of actual travelling and entertainment expenses incurred on behalf of the Company, subject to such ceiling on entertainment expenses as may be imposed as per Company policy from time to time.
- p) Reimbursement of expenses on mobile phone and landline phone at residence as per rules of the Company.
- q) Reimbursement of expenses incurred by him in purchase of newspapers, magazines, books and periodicals in accordance with the Company's policy.
- r) Reimbursement of expenses incurred by him on account of business of the Company in accordance with the Company's policy.
- s) Other benefits like Gratuity, Provident Fund, leave etc. as applicable to the employees of the Company.

All the above perquisites shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such Rule, perquisites shall be evaluated at actual cost.

Other Terms and Conditions:

Sitting fees, if any paid to the Managing Director for attending meeting of the Board of Directors or any committee thereof shall be as per the company rules and as permissible at law.

The required disclosures as per the Secretarial Standards (SS-2) and Regulation 36(3) of the Listing Regulations, is part of this Notice.

Mr. Rajeev Shantisarup Reniwal is interested in the resolution set out at Item No. 3 of the Notice. Mrs. Sweety Rajeev Reniwal and Mr. Nishant Rajeev Reniwal, being related to Mr. Rajeev Shantisarup Reniwal may be deemed to be interested in the said resolution.

The other relatives of Mr. Rajeev Shantisarup Reniwal may be deemed to be interested in the said resolution of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the members.

ITEM NO. 4

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions of the Companies Act, 2013, each as amended, the Company is required to appoint Secretarial Auditors for a period of 5 years commencing FY 2025-26, to conduct the Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations read with applicable SEBI Circulars.

For identification of Secretarial Auditor, the Management had initiated the process and had detailed interactions with certain eligible audit firms and assessed them against a defined eligibility and evaluation criteria.

Further, Regulation 24A of the SEBI Listing Regulations requires every listed entity to undertake secretarial audit by a secretarial auditor who shall be a peer reviewed company secretary and shall annex a secretarial audit report with the annual report of the listed entity.

Under the Listing Regulations, every listed entity shall basis recommendation of the Board of Directors appoint / re-appoint an individual as a secretarial auditor for not more than one term of five consecutive years or a secretarial audit firm as secretarial auditor for not more than two terms of five consecutive years, subject to shareholders' approval at the Annual General Meeting. Further, the secretarial auditor should not have incurred any of the disqualifications as specified by the Securities and Exchange Board of India ("SEBI").

Basis the recommendation of the Audit Committee, the Board of Directors of the Company at its Meeting held on 30th May, 2025, has approved the appointment of M/s. Dilip Bharadiya & Associates (Membership no. FCS 7956 and Certificate of Practice no. 6740), as Secretarial Auditor of the Company to hold the office for first term of 5 (five) consecutive years commencing from the Financial Year 2025-26 till the Financial Year 2029-30, subject to approval of the Members of the Company at this Annual General Meeting.

Profile:

Dilip Bharadiya & Associates, the proposed Auditors have been in practice since July 2005 and have gained enormous experience in providing various report and certificates required under various statutes as laid down by the Constitution of India. Their core expertise is though in providing consultancy services on Companies Act. In the course of providing such services they have also provided certificates and audit reports as required by the SEBI Regulations and Stock Exchange compliances for listed and unlisted public companies. The proposed Auditors have provided their consent letter to act as the Secretarial Auditors of the Company. They have also confirmed that their firm:-

- is a Peer Reviewed Firm;
- has not incurred any of the disqualifications as specified by the SEBI and
- will not provide any services other than in compliance with Regulation 24A 1(B) of the SEBI Listing Regulations.

Based on the recommendation of the Audit Committee, the Board of Directors approved and recommended the aforesaid proposal for approval of Members taking into account the Firm's eligibility, experience, independent assessment and expertise of the partners in providing secretarial audit related services, competency of the staff and Company's previous experience based on the evaluation of the quality of audit work done by them in the past.

Remuneration:

The remuneration to be paid to Secretarial Auditors shall be mutually agreed between the Board, based on recommendation(s) of the Audit Committee, and the Secretarial Auditors, from time to time.

The said remuneration shall be decided considering changes in scope of audit and to meet inflationary costs of providing the audit service.

Basis of Recommendation:

The Audit Committee and the Board of Directors has recommended the appointment of M/s Dilip Bharadiya & Associates as Secretarial Auditor of the Company to the Members of the Company for their approval. The recommendation is based on various factors like fulfilment of eligibility criteria, capability, knowledge, expertise, industry experience, audit methodology, time and efforts required to be put in by them and reputation of the Firm.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for your approval.

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

(ANNEXURE TO NOTICE DATED SEPTEMBER 05, 2025)

DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings (SS-2)]

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

Mrs. Sweety Rajeev Reniwal is a Commerce graduate and has experience of over 28 years in the field of business administration, finance, management, sales, marketing and corporate governance. She is the Non-Executive Non-Independent Director of the Company. Her contribution in the growth of the Company is commendable. Mrs. Sweety Rajeev Reniwal is the member of the Nomination and Remuneration committee, Audit committee, Stakeholder's Relationship Committee and the Corporate Social Responsibility Committee. Further, she declared that she is not debarred from holding office of director by virtue of any SEBI order or any such authority.

B. Other Details

Name of Director	Mrs. Sweety Rajeev Reniwal
Director Identification Number (DIN)	00041853
Date of Birth	21/10/1973 (52 years)
Date of First Appointment	09/03/2002
Experience	28 years
Nature of expertise in specific functional areas	Sales and marketing
Terms and conditions of appointment/ re-appointment	No change in terms and conditions of appointment/reappointment.
Past Remuneration drawn from the Company	NIL
Shareholding in the Company as on March 31, 2025	4,07,745 Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Mr. Rajeev Reniwal, Managing Director (Husband) Mr. Nishant Rajeev Reniawal, CFO (Son) and not related to any other Director / Key Managerial Personnel
No. of Board Meetings attended during the Financial Year 2024-25	11

List of other Indian Public Limited Companies in which Directorships held⁽¹⁾	None
Chairperson/ Member of Committee(s) of Board of Directors of the Company⁽²⁾	2
Chairperson/ Member of the Committee(s) of Board of Directors of other Companies in which she is a Member/ Chairperson⁽²⁾	Nil

Notes:

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

➤ **MR. RAJEEV RENIWAL****A. Brief resume of Mr. Rajeev Reniwal including qualification, experience and expertise in specific functional area:**

Mr. Rajeev Reniwal has experience of over 32 years in the field of business administration, finance, management and sales. He has taken very pro-active efforts in the operations and management of the Company since his association with the Company. Further, he declared that he is not debarred from holding office of director by virtue of any SEBI order or any such authority.

Name of Director	Mr. Rajeev Reniwal
Director Identification Number (DIN)	00034264
Designation/category of the Director	Managing Director
Date of Birth	10/10/1968 (57 years)
Date of First Appointment	01/04/1993
Experience	32 years
Nature of expertise in specific functional areas	Business administration, finance, management
Terms and conditions of appointment/re-appointment	As per the resolution in Item no. 3 of this Notice read with the explanatory statement thereto.
Past Remuneration drawn from the Company	NIL
Details of Remuneration sought to be paid	As and when approved by the Board.
Shareholding in the Company as on March 31, 2025	3,37,526 Equity Shares 8.40%
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	(i) Mrs. Sweety Reniwal, Executive Director (Wife) (ii) Nishant Reniwal, CFO (Son) and not related to any other Director / Key Managerial Personnel
No. of Board Meetings attended during the Financial Year 2024-25	11
List of other Indian Public Limited Companies in which Directorships held⁽¹⁾	None
Chairperson/ Member of Committee(s) of Board of Directors of the Company⁽²⁾	Nil
Chairperson/ Member of the Committee(s) of Board of Directors of other Companies in which he is a Member/ Chairperson⁽²⁾	Nil

Notes:

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

REPORT OF THE BOARD OF DIRECTORS

Dear Members,

Your Directors have pleasure in presenting the 37th Annual Report along with the Audited Financial Statements (Consolidated and Standalone) for the year ended March 31, 2025.

1. FINANCIAL RESULTS

Your Company's financial performance for the financial year ended 31st March 2025, is summarised below:

(In Lakhs)

Particular	Standalone		Consolidated	
	For the financial year ended 31.03.2025	For the financial year ended 31.03.2024	For the financial year ended 31.03.2025	For the financial year ended 31.03.2024
Revenue from operations	15856.71	10,404.84	15856.71	10,404.84
Other Income	37.55	177.82	37.55	177.82
Total Revenue	15894.26	10582.66	15,894.26	10582.66
Cost of raw materials consumed	4642.76	6574.65	4,642.76	6574.65
Purchase of Stock – in – trade	11313.21	3975.29	11,313.21	3975.29
Changes in inventories of finished goods, stock – in – trade, work – in – process	(245.93)	(814.48)	(245.93)	(814.48)
Manufacturing expenses	121.09	133.32	121.09	133.32
Employee benefits expenses	174.92	221.91	174.92	221.91
Finance costs	216.94	356.57	216.94	356.57
Depreciation and amortization expenses	34.11	28.38	34.11	28.38
Other expenses	105.24	81.42	105.24	81.37
Total Expenses	16,362.33	10,557.06	16,362.33	10,557.01
Share of profit/ (loss) from associates	---	---	-	(0.05)
Profit / (Loss) before tax	-468.07	25.60	- 468.07	25.60
Less: Current Tax	-	7.73	-	7.73
Less: Deferred Tax	-96.21	1.73	-96.21	1.73
Profit / (Loss) after tax	-371.86	16.14	-371.86	16.14
Other Comprehensive Income	0.33	0.01	0.33	0.01
Total Comprehensive Income for the year	371.52	16.15	371.52	16.15
Earnings Per Share (Face Value of Rs. 10/- each)				
-Basic	(9.26)	0.40	(9.26)	0.40
-Diluted	(9.26)	0.40	(9.26)	0.40

2. PERFORMANCE AND FINANCIAL HIGHLIGHTS

Standalone

For the financial year 2024-25, the Company reported revenues of ₹15,894.26 lakhs. The operations for the year resulted in a loss before tax of ₹468.07 lakhs and a loss after tax of ₹371.86 lakhs.

Consolidated

For the financial year 2024-25, the Company reported revenues of ₹15,894.26 lakhs. The operations for the year resulted in a loss before tax of ₹468.07 lakhs and a loss after tax of ₹371.86 lakhs.

Revenue

The Company reported Revenue of Rs.15,856.71 Lakhs for the financial year 2024-25 in comparison to Rs. 10,404.84 Lakhs for the financial year 2023-24 registering a growth of 52.40% over the previous year.

Finance Cost

Finance cost stood at Rs. 216.94 Lakhs for the financial year 2024-25 in comparison to Rs.356.57 Lakhs for the financial year 2023-24.

Depreciation

Depreciation stood at Rs. 34.11 Lakhs for the financial year 2024-25 in comparison to Rs.28.38 Lakhs for the financial year 2023-24.

3. SEGMENTAL REVIEW

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

Segment-wise Standalone Ind AS Financial Results			In Lakhs
Particulars	Mumbai	Bhavnagar	Total
Segment Assets	4,699.59	961.41	5,660.99
Segment Liabilities	1682.59	29.01	1771.60
Revenue from External Source (excluding Inter Segment Revenue)	10400.58	5560.86	15961.45
Segment Results Before Interest and Taxes	(108.59)	(142.54)	(251.13)

4. CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, Listing Regulations, the Audited Consolidated Financial Statements for the financial year ended March 31, 2025 forms integral part of the Annual Report.

5. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

6. CORPORATE GOVERNANCE

A Report on Corporate Governance, in terms of Regulation 34 read with Schedule V of the Listing Regulations, along with a Certificate from Statutory Auditors of the Company, certifying compliance of conditions of Corporate Governance enumerated in the Listing Regulations, is presented as **Annexure B** of this Report.

7. LISTING ON STOCK EXCHANGE

The Company's shares are listed on BSE Limited.

8. DEPOSITORY SERVICES

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

9. TRANSFER TO RESERVES

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

10. DIVIDEND

Your Directors have considered it financially prudent in the long-term interest of the Company to reinvest the profits into the business of the Company, to build strong reserve base, meet the funds requirement and grow the business of the Company. Thus, your Board of Directors regrets their inability to recommend any dividend for the year ended March 31, 2025.

11. CHANGE IN NATURE OF BUSINESS

During the financial year ended March 31, 2025, there was no change in the nature of business of the Company.

12. MATERIAL CHANGES AND COMMITMENTS

Except as disclosed in this Report, there have been no material changes or commitments affecting the financial position of the Company between the close of the financial year under review and the date of this Report.

13. CAPITAL STRUCTURE

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

As on March 31, 2025, the total paid up equity share capital of the Company was Rs. 4,01,72,540/- (Rupees Four Crore One Lakh Seventy-Two Thousand Five Hundred and Forty only) consisting of 40,17,254 (Forty Lakhs Seventeen Thousand Two Hundred and Fifty Four) equity shares of face value Rs. 10/- each, fully paid up.

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

14. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)**Board Of Directors**

During the year under review, there has been no change in the composition of Board of Directors of the Company. As on March 31, 2025 the Board comprises of 4 (four) Directors: -

Sr. No.	Name of Director	DIN	Designation
1.	Mr. Rajeev Shantisarup Reniwal	00034264	Managing Director
2.	Mrs. Sweety Rajeev Reniwal	00041853	Non-Executive Non-Independent Director
3.	Mr. Manohar Hanumants Wagh	02622648	Non-Executive Independent Director
4.	Mr. Tejasbhai Himmatbhai Thakkar	03017277	Non-Executive Independent Director

Number of meetings of the Board of Directors:

During the year under review, 11 (Eleven) Board meetings were convened and held. The details of the meetings of the Board and various Committees of your Company are set out in the Corporate Governance Report which forms part of this Annual Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Retirement by Rotation and Subsequent Re-appointment:

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

Re-appointment, Appointment & Resignation:

- Mr. Manohar Hanumants Wagh (DIN: 02622648) and Mr. Tejasbhai Himmatbhai Thakkar (DIN: 03017277) were appointed as an Additional Independent Director of the Company by the Board of Directors with effect from April 1, 2024, subject to the approval of the Gujarat Maritime Board. Their appointment was duly regularized by the shareholders through a postal ballot conducted in June 2024.
- Mr. Bhushan Bhel (DIN: 03023697) and Mr. Yogesh Thakkar (DIN: 00043588) ceased to hold office as Independent Directors of the Company with effect from March 31, 2024, upon completion of their respective tenures.

Statement Of Declaration By Independent Directors

All the Independent Directors of the Company have given their respective declarations stating that they meet the criteria of Independence as provided in Section 149(6) of the Act

and Regulation 16(1)(b) of the SEBI Listing Regulations and there has been no change in the circumstances which may affect their status as an independent director during the year. During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

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

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

Key Managerial Personnel

As on March 31, 2025, following were the Key Managerial Personnel (KMP) of your Company in accordance with the provision of Section 2(51) and 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with SEBI (LODR) Regulations, 2015: -

Sr. No.	Name of KMP	Designation
1.	Mr. Rajeev Shantisarup Reniwal	Managing Director
2.	Mr. Nishant Shantisarup Reniwal	Chief Financial Officer

During the year under review, there has been following changes in the Key Managerial Personnel (KMP) of the Company.

- Mr. Dilip Vimal Kaushik resigned from the position of Chief Financial Officer with effect from **31st October, 2024**.
- Mr. Nishant Rajeev Reniwal, was appointed as Chief Financial Officer of the Company with effect from **28th January, 2025**.
- Ms. Fulvanti Jain tendered her resignation from the position of Company Secretary and Compliance Officer, which became effective from **28th January, 2025**.

Note: Ms. Diana Palia was appointed as the Company Secretary and Compliance Officer of the company with effect from **28th April, 2025**.

15. COMMITTEES OF THE BOARD

As on March 31, 2025, the Board has 4 committee i.e. Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee.

Audit Committee:

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

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

Nomination and Remuneration Committee ('NRC'):

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

Stakeholder's Relationship Committee ('SRC'):

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

Corporate Social Responsibility Committee ('CSR'):

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

16. COMPANY POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

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

17. PERFORMANCE EVALUATION OF THE BOARD

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

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

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

Outcome of the Evaluation

Board of Directors:

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

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

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

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

Committees of the Board:

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

The Independent Director(s) also evaluated the performance of Non-Independent Directors, the Chairman of the Board and the Board as a whole at the meeting of Independent Director(s) held on February 13, 2025. The outcome and feedback from Directors was discussed at the respective meetings of Board, Committees of Board and meetings of Independent Director.

The overall performance evaluation exercise was completed to the satisfaction of the Board. The Board of Directors deliberated on the outcome and necessary steps will be taken going forward. The details of the evaluation process are set out in the Corporate Governance Report which forms a part of this Annual Report.

18. DIRECTORS' RESPONSIBILITY STATEMENT

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

- (i) in the preparation of the annual accounts for the financial year ended March 31, 2025, the applicable accounting standards and Schedule III of the Companies Act, 2013 have been followed and there are no material departures from the same;
- (ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025 and of the profit and loss of the Company for the financial year ended March 31, 2025;
- (iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis;
- (v) proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and operating effectively;
- (vi) proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems are adequate and operating effectively.

19. INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

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

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

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

20. AUDITORS AND AUDITORS' REPORT**Joint Statutory Auditors**

M/s. LLB & Co, Chartered Accountants, Mumbai (ICAI Firm Registration No. 117758W) were appointed as Joint Statutory auditors at the 36th Annual General Meeting held on September 30, 2024 to hold office for a term of 5 consecutive years i.e. to hold office from the conclusion of 36th Annual General Meeting until the conclusion of 41st Annual General Meeting of the Company.

M/s. S. N. Shah & Associates, Chartered Accountants, Ahmedabad, having ICAI Firm Registration No. 109782W, were appointed as one of the Joint Auditors of the Company, at the Annual General Meeting held on September 30, 2022, for a first term of 5 (five) consecutive years i.e. to hold office from the conclusion of 34th Annual General Meeting until the conclusion of 49th Annual General Meeting of the Company to be held in the financial year 2027.

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

Observations of Statutory Auditors on Accounts for the year ended March 31, 2025:

There are no observations in the Auditors report for the financial year ended March 31, 2025 therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

Fraud Reporting:

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

21. SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made thereunder, the Board of Directors had appointed M/s. Dilip Bharadiya & Associates, Practising Company Secretaries, to conduct the Secretarial Audit of the Company for the financial year ended 31st March, 2025. The Secretarial Audit Report issued by the Secretarial Auditor forms part of this Report and is annexed herewith as **Annexure C**.

The Secretarial Audit Report confirms compliance with the applicable provisions of the Companies Act, 2013, the Listing Regulations, and other relevant laws applicable to the Company. The Report does not contain any qualification, reservation, or adverse remark, and accordingly, reflects the sound secretarial practices being followed by the Company.

Further, at its meeting held on 30th May, 2025, the Board of Directors has re-appointed M/s. Dilip Bharadiya & Associates, Practising Company Secretaries, to carry out the Secretarial Audit of the Company for a further period of five consecutive financial years, i.e., from F.Y. 2025–26 to F.Y. 2029–30, in order to ensure continuity and consistency in monitoring compliance and governance practices.

22. INTERNAL AUDITORS

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

23. DETAILS OF SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES

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

24. DEPOSITS

The Company has not accepted any deposits from the public falling under Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014. Thus, as on March 31, 2025, there were no deposits which were unpaid or unclaimed and due for repayment, hence, there has been no default in repayment of deposits or payment of interest thereon.

25. PARTICULARS OF LOANS, GUARANTEE & INVESTMENTS

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as on March 31, 2025, if any, form part of the *Notes to the Standalone Financial Statements* provided in this Annual Report.

26. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

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

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

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

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

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

27. PARTICULARS OF EMPLOYEES

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

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

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

29. RISK MANAGEMENT

Effective governance and robust risk management are the cornerstones of the Company's sustained performance. The Company has established a comprehensive framework to identify, assess, and manage risks that could materially impact its operations and performance. This framework is supported by standardized policies, strong internal control systems, and rigorous reporting mechanisms, ensuring compliance with applicable laws and regulations while safeguarding stakeholder interests.

The Company is exposed to multiple risks arising from its operating environment:

- **Market and Price Risk:** The Company's finished products primarily comprise re-rollable scrap generated from ship breaking, the pricing of which is directly linked to market rates of iron and steel. Consequently, fluctuations in the iron and steel market have a direct bearing on the Company's profitability.
- **Foreign Exchange Risk:** Raw materials (old ships) are procured from the international market on credit terms ranging from 180 to 360 days. To mitigate foreign exchange exposure, the Company follows a policy of full hedging/covering requirements and closely monitors currency movements. Despite these measures, volatility in foreign exchange rates continues to pose a risk.
- **Real Estate and Construction Market Risk:** The Company has invested surplus funds in a partnership firm engaged in real estate and redevelopment activities. Any fluctuation in this sector could have a financial impact on the Company.

Through its risk management practices, the Company strives to contain risks within its defined risk appetite, safeguard against fraud and damages, and enhance stakeholder value. Based on the assessment of the Board, there are currently no risks which threaten the very existence of the Company.

30. VIGIL MECHANISM

The Vigil Mechanism/Whistle-blower Policy has been approved and adopted by Board of Directors of the Company in compliance with the provisions of Section 177 (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations which provides a formal mechanism to the employees, business associates and stakeholders of the Company to, inter-alia, report any instances of financial irregularities, breach of code of conduct, abuse of authority, disclosure of financial/ price sensitive information, unethical / unfair actions concerning Company vendors/ suppliers, malafide

manipulation of company data/records, actual or suspected fraud or discrimination to the Company's Code of Conduct in an anonymous manner.

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

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

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

32. COMPLIANCE WITH SECRETARIAL STANDARDS

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

33. ANNUAL RETURN

In terms of Section 92(3) of the Act, the annual return of the Company for the financial year ended March 31, 2025 shall be available on the Company's website www.hariyanagroup.com.

34. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

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

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

The Company has not received any complaint of sexual harassment during the financial year 2024-25.

35. CORPORATE SOCIAL RESPONSIBILITY

The Board has constituted Sustainability and Corporate Social Responsibility Committee ('CSR Committee'). The Board has also approved a CSR policy on recommendations of CSR Committee, which is available on the website of the Company at www.hariyanagroup.com

Further, as per the provisions of Section 135(1) read with Section 135(5) of the Companies Act, 2013, every company having net worth of rupees five hundred crore or

more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year shall spend at least two percent of the average net profits of the company made during the three immediately preceding financial years.

Since, the Company does not fall under the criteria given under Section 135(1) of the Companies Act, 2013, the Company was not required to do CSR expenditure during the year under review 2024-25.

36. MAINTENANCE OF COST RECORDS

As per the requirement of maintenance of cost records as specified by the Central Government and pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, the Company has prepared and maintained cost records.

37. FAMILIARIZATION PROGRAMME

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

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

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

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

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

Pursuant to the provisions of Section 124 of the Act, relevant amounts which remained unpaid or unclaimed for a period of seven years have been transferred by the Company to the Investor Education and Protection Fund established by Central Government. Details of unpaid and unclaimed amounts have been uploaded on the Company's website.

There were no such funds which were required to be transferred to Investor Education

and Protection Fund (IEPF) during the financial year ended March 31, 2025.

39. TRANSFER OF 'UNDERLYING SHARES' TO IEPF

In terms of Section 124(6) of the Act, read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has transferred the equity shares in respect of which dividends have remained unclaimed for a period of seven consecutive years to the IEPF Account established by the Central Government. Details of shares transferred have been uploaded on the website of the Company.

40. OTHER DISCLOSURES

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

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

41. ACKNOWLEDGEMENT

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

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

On behalf of the Board of Directors
For **Inducto Steel Limited**

Rajeev Reniwal
Managing Director
(Din: 00034264)

Sweety Reniwal
Director
(Din: 00041853)

Date: May 30, 2025
Place: Mumbai

ANNEXURE A

MANAGEMENT DISCUSSION AND ANALYSIS

In 2024, the global economy navigated moderate growth amidst persistent inflationary pressures and geopolitical instability. A year marked by significant global elections, the immediate impact of which is evident, while long term effects remain to be seen, added another layer of complexity. Monetary policy, particularly interest rate adjustments in major economies, remained a central focus. Emerging markets exhibited diverse performance, influenced by commodity markets and debt vulnerabilities. Trade tensions and supply chain disruptions continued to strain global commerce and investment, while geopolitical volatility persisted. Concurrently, technological advancements, especially in AI and renewable energy, presented both, significant opportunities for productivity gains and challenges related to workforce adaptation. This confluence of factors created a dynamic and uncertain economic landscape for businesses and policymakers worldwide.

The OECD's latest Economic Outlook highlights a weakening in global economic prospects, driven by rising trade barriers, tightening financial conditions, declining investor and consumer confidence, and growing policy uncertainty. Global GDP growth is projected to decelerate from 3.3% in 2024 to 2.9% in both 2025 and 2026, with the most notable slowdowns anticipated in the United States, Canada, Mexico, and China. While modest improvements are forecasted in the euro area, inflationary pressures persist due to higher trade costs, though partially offset by softer commodity prices. G20 inflation is expected to gradually decline from 6.2% to 3.2% by 2026, underscoring a shift from post-pandemic resilience to a more uncertain global economic trajectory.

Key downside risks identified include further trade fragmentation, prolonged inflation, rising debt servicing costs, and tighter global financial conditions, especially impacting low-income nations. Persistent volatility in equity markets and the potential for more restrictive monetary policies remain significant concerns. Conversely, any easing of trade barriers and resolution of geopolitical conflicts could strengthen investor confidence and support global recovery. The OECD calls for structural policy reforms focused on revitalizing investment, enhancing productivity, and promoting long-term debt sustainability. A targeted reform agenda, particularly in public infrastructure and housing, is essential to stimulate sustainable growth and economic competitiveness in the coming years.

INDUSTRY STRUCTURE AND DEVELOPMENTS

Steel remains a critical driver of industrial and economic growth, serving core sectors such as construction, housing, power, petrochemicals, and engineering. India is the second-largest producer of steel globally and is projected to emerge as the largest producer in the near future, supported by capacity expansion, modernization, and enhanced integration with global raw material sources.

Ship breaking plays a vital role in this ecosystem by supplying re-rollable scrap and recyclable steel to the domestic market. With the average operational life of ships being 25–30 years, the steady decommissioning of vessels ensures a regular flow of scrap metal. The industry is highly labour-intensive and contributes significantly to the circular economy by recycling steel and reducing dependence on primary production.

India, with its long coastline and established ship breaking yards, has emerged as one of the leading global hubs for ship dismantling. This activity not only supports the domestic steel supply chain but also complements the maritime economy, where nearly 90-95% of India's trade by volume is conducted via sea routes.

The ship breaking and recycling sector in India operates within a well-defined legal and regulatory framework, ensuring compliance with global standards of safety, labour welfare, and environmental protection:

- The Ship Breaking Code (Revised), 2013 lays down detailed standards for ship dismantling, covering environmental safeguards, hazardous material handling, and worker safety protocols.
- The Recycling of Ships Act, 2019 aligns India with the Hong Kong International Convention for the Safe and Environmentally Sound Recycling of Ships, 2009, making India the first South Asian country to accede to this international standard.
- The Recycling of Ships Rules, 2020, framed under the Act, provide detailed regulatory guidance on compliance, safety, and environmental procedures for ship recycling facilities.
- Oversight by the Directorate General of Shipping (DGS) ensures adherence to international conventions such as SOLAS (Safety of Life at Sea) and MARPOL (Marine Pollution), further strengthening India's compliance ecosystem.

With most ship breaking yards obtaining Statements of Compliance (SoC) with the Hong Kong Convention, India has reinforced its position as a global leader in sustainable and safe ship recycling.

Your Company, with its primary focus on selling steel derived from dismantled ships, remains well-positioned within this industry framework. However, the demand for re-rollable scrap is inherently sensitive to fluctuations in iron and steel prices, which directly impact profitability.

➤ **Global Overview:**

According to the World Steel Association's ShortRange Outlook (SRO), global steel demand is expected to return to a growth trajectory after two consecutive years of contraction. Demand is projected to grow by 1.7% in 2024 to reach 1,793 Mt, followed by a further 1.2% growth in 2025 to 1,815 Mt. Despite persistent challenges—such as lingering pandemic effects, geopolitical tensions, inflationary pressures, and monetary tightening—the global economy has shown resilience, supporting the steel sector's gradual recovery.

In China, which remains the largest consumer of steel, demand is expected to remain stable in 2024, supported by infrastructure and manufacturing activity offsetting weakness in real estate investments. However, in 2025, demand is projected to decline by 1%, indicating that China may have already peaked in steel consumption, with a medium-term downward trend anticipated as its economy shifts away from real estate-driven growth.

Excluding China, steel demand is forecasted to expand by a healthy 3.5% annually over 2024–2025. India continues to be the strongest growth driver, with demand expected to rise at 8% per annum in both years, driven by infrastructure investment and growth across all steel-using

sectors. By 2025, India's demand is projected to be nearly 70 Mt higher than in 2020, reinforcing its position as the key growth market. Other emerging regions such as MENA and ASEAN are also expected to witness accelerating demand, though challenges around political stability and competitiveness may weigh on ASEAN's medium-term prospects.

In the developed economies, steel demand is expected to recover modestly, with 1.3% growth in 2024 and 2.7% in 2025. The US, Japan, and Korea are projected to demonstrate resilience, while the EU and UK continue to face the steepest challenges from inflation, high energy costs, and geopolitical uncertainty. After a prolonged slump, EU steel demand is expected to show meaningful recovery only in 2025, with a 5.3% rebound, though it would still remain close to pandemic trough levels.

Overall, global steel markets are set to remain volatile and unevenly distributed across regions, with India leading demand growth, China entering a phase of decline, and developed economies showing signs of a gradual but fragile recovery.

➤ Domestic Overview & Market Size:

The India steel market generated a revenue of USD 119,496.1 million in 2023 and is expected to reach USD 154,745.5 million by 2030. The India market is expected to grow at a CAGR of 3.8% from 2024 to 2030. In terms of segment, building & construction was the largest revenue generating end use in 2023.

India stands as the second-largest producer of crude steel globally, with production in FY 2024-25 reaching approximately 137.96 million tonnes of crude steel and 132.57 million tonnes of finished steel. Finished steel consumption mirrored this growth, totalling 137.85 million tonnes during the same period, and is forecasted to expand by 9-10% in FY25.

Per capita steel consumption, a key indicator of market maturity, stood at 97.7 kg in FY24, with the Government aiming to elevate this to 160 kg by 2030-31, signalling strong long-term growth potential.

India's steelmaking capacity currently approaches 200 million tonnes, with crude steel production around 151.1 million tonnes in FY 2024-25. The Government remains confident about reaching 300 million tonnes capacity by 2030-31, demonstrating robust industry expansion.

In fiscal 2024, India shifted from being a net exporter to a net importer of steel, with a trade deficit of 1.1 million tonnes, due to surging domestic demand and rising imports totalling 8.3 million tonnes. Exports grew modestly but could not offset import volumes.

The sector is witnessing significant capacity expansions, with major players such as JSW Steel and Tata Steel investing billions in new infrastructure—adding around 22 million tonnes of capacity from April 2024, including an increase by JSW to 38.5 Mt. This expansion is in response to buoyant domestic demand and infrastructure-led growth.

India hosts one of the world's largest ship breaking facilities at Alang, Gujarat, with over 150 yards, contributing about 33% of global scrapped tonnage (~6.2 million GT annually). In FY

2023–24, 157 ships were dismantled, recycling 1,147,480 LDT, up from 1,093,450 LDT in FY 2022–23. As of FY 2024, 15 ships have already arrived for dismantling.

After a 22% revenue decline in FY 2023–24 and 8.5% in FY 2022–23, the industry is expected to recover with ~15% revenue growth in FY 2024–25 (CRISIL Ratings). Growth is supported by (i) higher availability of ageing vessels globally, and (ii) India's rising competitiveness over Bangladesh and Pakistan due to better infrastructure and adherence to green recycling norms.

With its strong global position and focus on sustainable recycling, the sector is set for a healthy rebound in FY 2024–25, reinforcing India's role in the circular economy.

➤ Government Initiatives

The Government of India has undertaken several initiatives to enhance the competitiveness of the steel and allied ship recycling sector. Under the National Steel Policy (NSP) 2017, India is targeting a crude steel capacity of 300 MTPA by 2030–31, supported by large-scale infrastructure spending of ₹11.5 lakh crore in FY 2024–25. In addition, the PLI Scheme for Specialty Steel, with investment commitments of around ₹17,000 crore, is set to create 25 MTPA of high-value downstream steel capacity, reducing dependence on imports and encouraging technological advancement.

In the ship recycling industry, Alang continues to be the global leader, with over 150 yards operating along the Gujarat coast. The government has extended policy and financial support to strengthen this sector, including customs duty exemptions on imported ships for recycling, easier access to credit, and reforms to enhance environmental and worker safety standards. In FY 2023–24, 157 ships were recycled in Alang, contributing over 1.14 million LDT, and the momentum continues with 15 ships already arriving in FY 2024–25.

Further, India is aligning its practices with global norms. The government's emphasis on compliance with the Hong Kong International Convention (HKC) for Safe and Environmentally Sound Recycling of Ships has resulted in 96 Alang yards securing HKC Statements of Compliance, making India the largest cluster of compliant yards in the world. This strengthens India's position against competitors such as Bangladesh and Pakistan.

To improve long-term competitiveness, the government has also announced the Maritime India Vision 2030 and set up a ₹25,000 crore Maritime Development Fund to upgrade shipbuilding, repair, and recycling infrastructure. These steps are expected to attract more global shipowners to recycle vessels in India and ensure steady scrap supply to domestic steelmakers.

Collectively, these initiatives underline the government's focus on building capacity, improving global compliance, and positioning India—particularly Alang shipbreaking yard—as a sustainable global hub for ship recycling and steel recovery.

OPPORTUNITY AND THREAT

With increasing infrastructure development, rapid urbanisation, and the drive towards sustainable solutions, the steel industry in India is poised for strong growth. India, among the fastest-growing major economies, is projected to become the third-largest economy by 2030, and the steel sector will play a critical role in supporting this expansion. Infrastructure investments,

particularly in transport, housing, and renewable energy, will remain the primary driver of domestic steel demand.

India has clear structural advantages that strengthen its competitiveness, including abundant raw material reserves, a strong base of technically skilled manpower, and one of the world's fastest-growing markets. The National Steel Policy, 2017 envisions a 300 million tonne steelmaking capacity and 158 kg per capita steel consumption by FY 2030-31. The policy also emphasizes rural steel consumption, with the government targeting an increase from 19.6 kg to 38 kg per capita by 2030-31, creating significant long-term opportunities for the industry.

In addition to traditional sectors such as construction and housing, demand is increasingly emerging from areas like personal mobility, capital goods, and renewable energy equipment. The government's push towards 'Aatmanirbhar Bharat', along with rural economic growth, will further boost steel consumption in India. This provides a favorable landscape for steel companies to expand capacity and consolidate their market presence.

At the same time, global trends around climate change and sustainability present both risks and opportunities. The steel sector, being a 'hard-to-abate' industry, faces increasing pressure to reduce its carbon footprint. However, this also creates avenues for innovation in processes, products, and business models. Companies that adopt green technologies and circular economy practices can build a differentiated position and strengthen long-term resilience.

Overall, while external risks such as global economic volatility and climate-related challenges persist, India's policy support, demographic trends, and strong domestic demand position the steel industry for sustained growth in the coming decade.

SEGMENT WISE PERFORMANCE

➤ Segmental Review

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

➤ Segment-wise Standalone Ind AS Financial Results

(Rs. In Lakhs)

Particulars	Mumbai	Bhavnagar	Total
Segment Assets	4,699.59	961.41	5661.00
Segment Liabilities	1,682.59	29.01	1,711.6
Revenue from External Source (excluding Inter Segment Revenue)	10,400.58	5,560.86	15,961.44
Segment Results Before Interest and Taxes	(108.59)	(142.54)	(251.13)

i. Bhavnagar:

During FY 2024-25, the Ship-Breaking Unit at Alang Ship Breaking Yard, Bhavnagar witnessed a challenging year due to volatile prices of old ships, fluctuations in iron and steel

product markets, and currency movements of the Indian Rupee against the US Dollar. As a result, the segment recorded revenue of ₹5,560.86 Lakhs with a loss of ₹142.54 Lakhs, compared to a revenue of ₹8,053.74 Lakhs and profit of ₹279.29 Lakhs in the previous year.

Despite these headwinds, the management maintained a prudent approach towards ship procurement and inventory management. While international markets remained uncertain, the company ensured that operations were aligned with long-term sustainability goals.

The management remains optimistic about the sector's future outlook, supported by the expected recovery in global shipping cycles, increasing demand for iron and steel, and continued infrastructure development in India. With careful capacity utilization and strategic procurement, the company is confident of improving performance and returning to a path of profitable growth in the coming years.

ii. **Mumbai:**

During the year under review, the Mumbai Unit reported a revenue of ₹10,400.58 Lakhs; however, the operations resulted in a net loss of ₹108.59 Lakhs.

OUTLOOK

India continues to remain the largest ship-breaking market in the world, with the Alang Ship Breaking Yard in Gujarat alone handling nearly 450 ships annually. The Government of India, through initiatives under the Recycling of Ships Act, 2019 and alignment with the Hong Kong Convention, has laid strong emphasis on making the sector more environmentally sound and globally competitive. With this, the country's ship recycling capacity is expected to surpass nine million gross tonnage, strengthening India's leadership position in the global market.

On the domestic front, the outlook for the iron and steel sector remains encouraging, supported by rapid infrastructure development, urbanisation, and government-led investments in core industries. The demand for sustainable and innovative products, coupled with India's rising share in global steel consumption, is expected to create substantial growth opportunities for ship-recycled steel.

Your Directors believe that the Company is well positioned to capitalise on these developments. Despite short-term fluctuations in ship availability, international pricing, and currency volatility, the management remains confident in the long-term prospects of the industry. With prudent procurement strategies, efficient operations, and focus on sustainability, the Company aims to strengthen its presence in the market.

Looking ahead, the management expects that the increasing demand for recycled steel, supported by global moves towards greener practices and circular economy, will continue to drive growth. The Company is committed to leveraging these opportunities to create long-term value for stakeholders, while maintaining its focus on environmental compliance, innovation, and sustainable practices.

RISK AND CONCERN

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

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

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

➤ **Regulatory Risks**

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

➤ **Macroeconomic and Market risks**

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

➤ **Safety Risks**

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

➤ **Commodity Risks**

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

The risks for the Company arise from the inherent nature of the shipbuilding industry. The commercial shipbuilding industry prospects are dependent on world trade and the cyclicity of oil, natural gas, shipping, transportation and other trade related industries. Offshore Industry continues to be in the trough.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

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

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

FINANCIAL PERFORMANCE & ANALYSIS

The Company's financial performance for the year ended March 31, 2025 is summarized below:

Standalone & Consolidated Ind AS Financial Results: Review and Analysis

(Rs. In Lakhs)

Particular	Standalone		Consolidated	
	For the financial year ended 31.03.2025	For the financial year ended 31.03.2024	For the financial year ended 31.03.2025	For the financial year ended 31.03.2024
Revenue from operations	15,856.71	10,404.84	15,856.71	10,404.84
Other Income	37.55	177.82	37.55	177.82
Total Revenue	15,894.26	10,582.66	15,894.26	10,582.66
Cost of raw materials consumed	4642.76	6,574.65	4642.76	6,574.65
Purchase of Stock - in - trade	11313.21	3,975.29	11313.21	3,975.29
Changes in inventories of finished goods, stock - in - trade, work - in - process	(245.93)	(814.48)	(245.93)	(814.48)
Manufacturing expenses	121.09	133.32	121.09	133.32
Employee benefits expenses	174.92	221.91	174.92	221.91
Finance costs	216.94	356.57	216.94	356.57
Depreciation and amortization expenses	34.11	28.38	34.11	28.38
Other expenses	105.24	81.42	105.24	81.37
Total Expenses	16,362.33	10,557.06	16,362.33	10,557.01
Share of profit/ (loss) from	---	---	---	(0.05)

associates				
Profit / (Loss) before tax	(468.07)	25.60	(468.07)	25.60
Less: Current Tax	-	7.73	-	7.73
Less: Deferred Tax	(96.21)	1.73	(96.21)	1.73
Profit / (Loss) after tax	(371.86)	16.14	(371.86)	16.14
Other Comprehensive Income	0.33	0.01	0.33	0.01
Total Comprehensive Income for the year	(371.52)	16.15	(371.52)	16.15
Earnings Per Share (Face Value of Rs. 10/- each)				
-Basic	(9.26)	0.40	(9.26)	0.40
-Diluted	(9.26)	0.40	(9.26)	0.40

➤ **Standalone Cash Flow Analysis**

(Rs. In Lakhs)

Particular	For the financial year ended 31.03.2025	For the financial year ended 31.03.2024
Net Cash Flow from Operating Activities	(1186.95)	(109.34)
Net Cash Outflow from Investing Activities	105.52	1,095.18
Net Cash Outflow from Financing Activities	1075.50	(1,574.25)
Net Cash Inflow/(Outflow)	(5.94)	(588.41)

➤ **Business Overview**

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

The sales turnover of the company for FY 2024-25 and FY 2023-24 were Rs.15,856.71 Lakhs and Rs. 10,404.84 Lakhs respectively. In spite of frequent fluctuation in the prices of old ship in the international market and also heavy dollar exchange rate fluctuations, the company was able to perform very well in terms of sales turnover. However, the prices in Iron and steel industry are gradually getting stabilized, but foreign currency and fluctuations in value of Indian Rupee vis-à-vis US Dollar remains a concerning area for the company even in the current year.

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

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

Standalone

For the financial year 2024-25, the Company reported revenues of ₹15,894.26 lakhs. The operations for the year resulted in a loss before tax of ₹468.07 lakhs and a loss after tax of ₹371.86 lakhs.

Consolidated

For the financial year 2024-25, the Company reported revenues of ₹15,894.26 lakhs. The operations for the year resulted in a loss before tax of ₹468.07 lakhs and a loss after tax of ₹371.86 lakhs.

Revenue

The Company reported Revenue of Rs.15,856.71 Lakhs for the financial year 2024-25 in comparison to Rs. 10,404.84 Lakhs for the financial year 2023-24 registering a growth of 52.40% over the previous year.

Finance Cost

Finance cost stood at Rs. 216.94 Lakhs for the financial year 2024-25 in comparison to Rs.356.57 Lakhs for the financial year 2023-24.

Depreciation

Depreciation stood at Rs. 34.11 Lakhs for the financial year 2024-25 in comparison to Rs.28.38 Lakhs for the financial year 2023-24.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

Your Company treats its “human resources” as one of its most important assets. We continuously invest in attraction, retention and development of talent on an ongoing basis. Our thrust is on the promotion of talent internally through job rotation and job enlargement. We believe in harnessing its leadership and people capabilities through sharp focus and initiatives on talent development. The total number of permanent employees as on 31.03.2025 was 280.

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

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

SIGNIFICANT KEY FINANCIAL INDICATORS

For changes in 25% or more in key financial indicators as compared to the immediately previous financial year, refer note no. 5.10 to the Financial Statement for the year ended March 31, 2025.

CHANGE IN NET WORTH

The Company's Net worth stood at Rs.3,949.39 Lakhs for the financial year 2024-25 as compared to Net worth of Rs.4,320.91 Lakhs for the previous financial year 2023-24. During the year under review, the Company incurred losses as compared to the profit earned for the previous year 2023-2024 and hence the return on Net worth of Company is (9.26)% as compared to 0.40 % of previous financial year.

CAUTIONARY STATEMENT

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

CONCLUSION

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

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

Rajeev Reniwal
Managing Director
(DIN: 00034264)

Sweety Reniwal
Director
(DIN: 00041853)

Date: May 30, 2025
Place: Mumbai

ANNEXURE B

CORPORATE GOVERNANCE REPORT

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

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

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

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

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

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

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

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

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

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

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

I. BOARD OF DIRECTORS

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

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

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

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

A. Composition of Board of Directors

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

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

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

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

As on March 31, 2025, your Company's Board comprises of 4 (Four) Directors, categorised as below:

Sr. No.	Name of Director	Designation	DIN
1	Mr. Rajeev Shantisarup Reniwal	Executive- Director	00034264
2	Mrs. Sweety Rajeev Reniwal	Non-Executive Non-Independent Director	00041853
3	Mr. Manohar Hanumants Wagh	Non-Executive Independent Director	02622648
4	Mr. Tejasbhai Himmatbhai Thakker	Non-Executive Independent Director	03017277

* None of the Directors are related to any other except Mr. Rajeev Reniwal, Mrs. Sweety Reniwal.

Mrs. Sweety Reniwal retires by rotation in the ensuing 37th Annual General Meeting of the Company. Details of the said Director retiring by rotation form part of the Notice of the said AGM.

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

In terms of the provisions of Section 184 of the Act and Regulation 26(2) of the SEBI Listing Regulations, the Directors present necessary disclosures regarding the positions held by them on the Board and/or Committees of other public and/or private companies, from time to time. On basis of such disclosures, it is confirmed that as on the date of this Report, none of the Directors of your Company

- hold directorships in more than 10 public limited companies (listed or unlisted); and
- is a member of more than 10 Committees (considering only Audit Committee and Stakeholders Relationship Committee) or Chairperson of more than 5 Committees across all the public companies (listed or unlisted) in which he/ she is a Director.

The details of each Director along with the number of Directorships/Committee Memberships/Chairmanships and their shareholding in the Company as on March 31, 2025, along with the date of joining the Board, are provided herein below:

Name of the Director	Date of joining	Shareholding in the Company	Directorships in other Companies ⁽¹⁾	No. of other Companies Board Committees ⁽³⁾ in which Chairperson/Member	
				Chairperson	Member
Mr. Rajeev Reniwal	01/04/1993	3,37,526	01 ⁽²⁾	Nil	Nil
Mrs. Sweety Reniwal	09/03/2002	4,07,745	Nil	Nil	Nil
Mr. Manohar* Hanumants Wagh	01/04/2024	0	Nil	Nil	Nil
Mr. Tejasbhai* Himmatbhai Thakker	01/04/2024	0	Nil	Nil	Nil

* Appointed w.e.f. 01st April, 2024

Notes:

- 1) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, total number of Directorships excludes Directorships in the Company, Foreign Companies, Private Limited Companies, Companies formed under Section 25 of the erstwhile Companies Act, 1956 and under Section 8 of the Act.
- 2) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, Chairmanship/ Membership of Committee only include the Audit Committee and Stakeholders Relationship Committee in other Indian Public Companies (Listed and Unlisted).

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

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

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

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

The Board meets at least 4 times in a year (one meeting in every calendar quarter) and the maximum gap between any two consecutive meetings is less than 120 days, as stipulated under Section 173(1) of the Act, Regulation 17(2) of the SEBI Listing Regulations and the Secretarial Standards issued by Institute of Company Secretaries of India.

During the financial year 2024-25, **11 (Eleven)** meetings of the Board were held and the gap between two meetings did not exceed 120 days. The necessary quorum was present for all the meetings.

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

Sr. No.	Date of the Meeting
1.	April 01, 2024
2.	May 17, 2024
3.	May 25, 2024
4.	May 30, 2024

5.	July 09, 2024
6.	August 14, 2024
7.	September 05, 2024
8.	November 14, 2024
9.	January 01, 2025
10.	February 07, 2025
11.	February 13, 2025

The details of attendance of Directors at each such meeting of the Board and at the 36th Annual General Meeting of the Company held on September 30, 2024, are provided herein below:

Sr. No.	Date of the meeting for the Financial Year 2024-25	Name of the Directors			
		Mr. Rajeev Reniwal	Mrs. Sweety Reniwal	*Mr. Manohar Hanumant Wagh	*Mr. Tejasbhai Himmatbhai Thakker
		Board Meeting held during the tenure			
1	April 01, 2024	P	P	A	A
2	May 17, 2024	P	P	A	A
3	May 25, 2024	P	P	P	A
4	May 30, 2024	P	P	P	P
5	July 09, 2024	P	P	P	P
6	August 14, 2024	P	P	P	P
7	September 05, 2024	P	P	P	P
8	November 14, 2024	P	P	P	P
9	January 01, 2025	P	P	P	P
10	February 07, 2025	P	P	P	P
11	February 13, 2025	P	P	P	P
		Annual General Meeting			
36 th	September 30, 2024	P	P	P	P

Note:

P: Present

A: Leave of Absence

NA: Not Applicable

*Appointed w.e.f. 01st April, 2024

C. Independent Directors

All Independent Directors on the Board are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations. The maximum tenure of the Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

In compliance with the SEBI Listing Regulations, the Directors of the Company do not serve as an Independent Director in more than seven listed companies.

The Independent Directors on the Board of your Company are experienced, competent and highly respected individuals in their respective fields, which brings an ideal mixture of expertise, professionalism, knowledge and experience to the table.

Further, as provided in the Act, a formal letter of appointment has been issued to the Independent Directors and the same is also disclosed on website of the Company i.e. www.hariyanagroup.com.

D. Separate meeting of Independent Directors

The Independent Directors met twice during the year on May 30, 2024 and February 13, 2025, without the presence of Executive Directors or Management representatives, inter alia, to discuss the performance of Non-Independent Directors & the Board as a whole and to assess the quality, quantity & timeliness of flow of information between the Management of the Company and the Board, that is necessary for the Board to effectively and reasonably perform its duties.

Both the Independent Directors were present for the meeting.

E. Appointment and Tenure

The Directors of the Company are appointed/re-appointed by the Board on the recommendations of the Nomination and Remuneration Committee and approval of the Members at the Annual General Meeting ("AGM"). In accordance with the Articles of Association of the Company, all Directors, except the Managing Director and Independent Directors of the Company, are liable to retire by rotation at the AGM each year and, if eligible, offer themselves for re-election. The Executive Directors on the Board have been appointed in terms of the provisions of the Act and serve in accordance with the terms of their contract of service with the Company.

As regards the appointment and tenure of the Independent Directors, the Company has adopted the provisions with respect to appointment and tenure of Independent Directors which are consistent with the Act and the SEBI Listing Regulations.

F. Board Induction, Training and Familiarisation

In terms of the provisions of Regulation 25 of the SEBI Listing Regulations, your Company has framed a Familiarisation Programme for Independent Directors of the Company, structured into two parts i.e. 'Induction' and 'Ongoing Interaction'. This Programme aims to provide insights into the business of the Company, to enable the Independent Directors to understand their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, its business in depth and contribute significantly to the Company.

At the time of appointing an Independent Director, a formal letter of appointment is given to him/ her, which inter alia explains the role, function, duties and responsibilities expected from him/ her as an Independent Director of the Company. The Directors are

also provided with necessary documents, reports and internal policies of the Company, to enable them to familiarise with the Company's procedures and practices. The compliances applicable to them, in terms of the provisions of the Act, SEBI Listing Regulations and other applicable laws, are explained to them and an affirmation is obtained from them, in that regard.

Further, on an ongoing basis as a part of the agenda of meetings of the Board/ Committee(s), presentations are regularly made to the Independent Directors on various matters inter alia covering the Company's businesses & operations, strategy, risk management framework, industry & regulatory updates and other relevant matters.

These presentations enable one-on-one interaction between the Independent Directors and the Senior Management of the Company/ Statutory Auditor/ Internal Auditor of the Company. Additionally, visits to the divisions and plant locations of the Company etc. are also arranged to apprise them of the actual operations of the Company.

The details of the Familiarisation Programmes for Independent Directors are also available on the website of the Company i.e. www.hariyanagroup.com.

G. Board Confirmation regarding Independence of the Independent Directors

All the Independent Directors of the Company have given their respective declaration/ disclosures under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations and have confirmed that they fulfill the independence criteria as specified under Section 149(6) of the Act and Regulation 16 of the Listing Regulations and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

In the opinion of the Board based on the disclosures received from all the Independent Directors, the Independent Directors meet the criteria of 'Independence' specified in the Regulation 16(1) of the Listing Regulations and Section 149(6) of the Act and the Rules made thereunder and are independent of the Management as required under Regulation 25 of the Listing Regulations.

H. Resignation of Independent Director(s)

During the year under review, none of the Independent Directors of the Company had resigned before the expiry of their respective tenure(s).

I. The Board has identified the following skills/ expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Sr. No.	Skills/Expertise/ Competence	Particulars
1.	Global Business	Understanding, of global business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions.

2.	Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
3.	Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.
4.	Finance	An understanding of Finance and Financial Reporting Processes. Understanding and overseeing various risks faced by the Company and ensuring that appropriate policies and procedures are in place to effectively manage risks.

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

Name of Director	Global Business	Strategy and Planning	Governance	Finance
Mr. Rajeev Reniwal	√	√	√	√
Mrs. Sweety Reniwal	√	√	√	√
Mr. Manohar Hanumants Wagh	√	√	√	√
Mr. Tejasbhai Himmatbhai Thakker	√	√	√	√

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

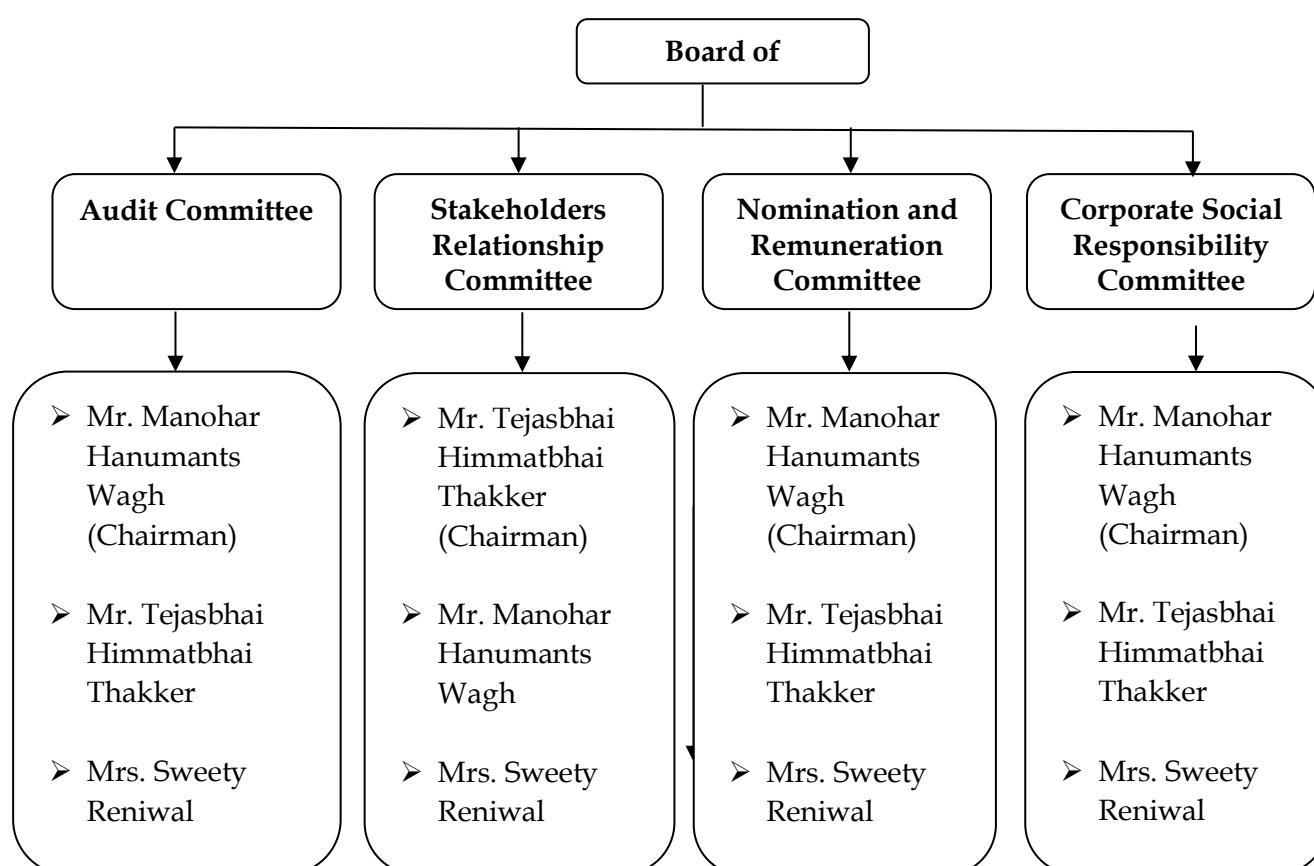
COMMITTEES OF THE BOARD

The Committees of the Board ("Committees") play a crucial role in the governance structure of the Company. They have been constituted under the formal approval of the Board to carry out clearly defined roles. Members of the Committees possess expertise in relevant areas and functions, which enables better handling and expedient resolution of

diverse matters. Terms of reference of all the committees are laid down in line with the requirements of the Act and the SEBI Listing Regulations, to deal with specific areas/activities which concern the Company and need a closer review and to carry out clearly defined roles.

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

Composition of Committees as on March 31, 2025



Ms. Fulvanti Jain, Company Secretary and Compliance Officer of the Company, acted as the Secretary to all the Committees of the Board during her tenure. She resigned from the position of Company Secretary and Compliance Officer with effect from 28th January, 2025. The Committees of the Board continued to function in compliance with the applicable provisions of law, and the meetings of the Committees were duly convened and held during the year.

Note: During the financial year, following changes took place and accordingly the committees have been re-constituted.

- a) Mr. Manohar Hanumants Wagh (DIN: 02622648) and Mr. Tejasbhai Himmatbhai Thakker (DIN: 03017277) were appointed as an Additional Independent Director of

the Company by the Board of Directors with effect from April 1, 2024, subject to the approval of the Gujarat Maritime Board. Their appointment was duly regularized by the shareholders through a postal ballot conducted in June 2024.

- b) Mr. Bhushan Bhel (DIN: 03023697) and Mr. Yogesh Thakkar (DIN: 00043588) ceased to hold office as Independent Directors of the Company with effect from March 31, 2024, upon completion of their respective tenures.

❖ **Audit Committee**

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

(i) Composition:

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

Mr. Manohar Hanumants Wagh, Independent Director, is the Chairman of the Audit Committee. Mr. Tejasbhai Himmatbhai Thakker and Mrs. Sweeti Reniwal are the other members of the Committee.

(ii) Brief Description of Terms of Reference:

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

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

a. Financial Matters:

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

b. Internal Controls, Audit and Auditors:

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

c. Other Matters:

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

(iii) Meetings and Attendance during the year:

The Committee met **6 (Six)** times during the year under review i.e. on May 30, 2024; July 9, 2024, August 14, 2024, September 5, 2024, November 14, 2024 and February 13, 2025 (each meeting being consecutively numbered from 1 to 4), to deliberate on various matters.

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

Name of the Member	Meetings of Committee for the Financial Year 2024-2025							
	May 30, 2024	July 9, 2024	August 14, 2024	September 5, 2024	November 14, 2024	February 12, 2025	Meetings held during the tenure	Meetings attended
Mr. Manohar Hanumants Wagh	P	P	P	P	P	P	06	03
Tejasbhai Himmatbhai Thakker	P	P	P	P	P	P	06	03
Mrs. Sweety Reniwal	P	P	P	P	P	P	06	03

Note: *P: Present *A: Absent

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

B. Nomination and Remuneration Committee

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

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

1. Composition:

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

Mr. Manohar Hanumants Wagh, Independent Director, is the Chairman of the said Committee. Mr. Tejasbhai Himmatbhai Thakker and Mrs. Sweeti Reniwal are the other members of the Committee.

2. Brief Description of Terms of Reference:

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

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

3. Meetings and Attendance during the year:

NRC met **Six (6) times** during the year under review i.e. on April 01, 2024, May 25, 2024, May 30, 2024, September 05, 2024, November 14, 2024 and January 28, 2025 to deliberate on various matters.

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

Name of the Member	Meetings of Committee for the Financial Year 2024-2025							
	April 01, 2024	May 25, 2024	May 30, 2024	September 05, 2024	November 14, 2024	January 28, 2025	Meetings held during the tenure	Meetings attended
Mr. Manohar Hanumants Wagh	P	P	P	P	P	P	06	06
Mr. Tejasbhai Himmatbhai Thakker	P	P	P	P	P	P	06	06
Mrs. Sweety Reniwal	P	P	P	P	P	P	06	06

Note: *P: Present *A: Absent

4. Performance Evaluation Criteria for Independent Directors:

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

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

5. Nomination Policy and Remuneration Philosophy/ Policy:

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

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

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

6. Remuneration to Non-Executive Directors:

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

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

7. Remuneration to Executive Directors:

In terms of the provisions of the Act and in line with the Nomination Policy and Remuneration Philosophy/Policy of the Company, the appointment and remuneration of Executive Directors (i.e. Managing Director, in case of the Company) is approved by the Board and the Members of the Company, on recommendation of the NRC. The appointment of Executive Directors is subject to termination by either party by giving one month's notice of such termination in writing by either side or salary in lieu thereof or by mutual consent. The remuneration paid to the Managing Director comprises salary, allowances, perquisites, stock options, performance linked income/bonus and other Retirement Benefit Funds, as approved by the Members at the Annual General Meeting. No Remuneration is paid to the Executive Directors of the Company during the financial year ended 2024-25.

Annual increments are linked to performance and are decided by the NRC and recommended to the Board for approval thereof. The Performance Review System is primarily based on competencies and values. The Company closely monitors growth and development of top talent in the Company to align personal aspirations with the organizational goals and objectives.

The details of remuneration paid to the Executive Director(s), during the year under review, are mentioned herein below:

Name of Director	Remuneration Paid
Mr. Rajeev Reniwal	Nil
Mrs. Sweety Reniwal	Nil

8. Stock Options:

The Company does not grant any Employee Stock Option Scheme.

C. Stakeholders Relationship Committee

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

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

1. Composition:

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

Mr. Tejasbhai Himmatbhai Thakker, Independent Director, is the Chairman of the Committee. Mr. Manohar Hanumants Wagh and Mrs. Sweety Reniwal are the members of the Committee.

Note: Ms. Fulvanti Jain, Company Secretary and Compliance Officer of the Company, acted as the Secretary to all the Committees of the Board during her tenure. She resigned from the position of Company Secretary and Compliance Officer with effect from 28th January, 2025. The Committees of the Board continued to function in compliance with the applicable provisions of law, and the meetings of the Committees were duly convened and held during the year.

2. Brief Description of Terms of Reference:

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

- Reviewing of relating to transfer of shares, transmission of shares, issue of duplicate share certificates, non-receipt of Annual Report, non-receipt of declared dividends and any other shareholder related queries/complaints;
- Reviewing of status of requests i.e., processing of complaints within statutory timelines;
- Approving transfer and transmission of shares, issue of duplicate share certificates, etc.; and
- Overseeing the performance of Registrar and Transfer Agent.

3. Meetings and Attendance during the year:

SRC met **4 times** during the year under review i.e. on May 30, 2024; August 14, 2024; November 14, 2024 and February 13, 2025 to deliberate on various matters with respect to Stakeholders of the Company. The details of attendance of Members of the Committee at each meeting are provided herein below:

Name of the Member	Meetings of Committee for the Financial Year 2024-2025					
	May 30, 2024	August 14, 2024	November 14, 2024	February 13, 2025	Meetings held during the tenure	Meetings attended

Mr. Tejasbhai Himmatbhai Thakker	P	P	P	P	04	04
Mr. Manohar Hanumants Wagh	P	P	P	P	04	04
Mrs. Sweety Reniwal	P	P	P	P	04	04

Note: *P: Present *A: Absent

(iv) Shareholder's complaints:

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

D. Corporate Social Responsibility Committee

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

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

1. Composition:

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

Mr. Manohar Hanumants Wagh, Independent Director, is the Chairman of the Committee. Mr. Tejasbhai Himmatbhai Thakker and Mrs. Sweety Reniwal are the members of the Committee.

2. Brief Description of Terms of Reference:

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

- Reviewing and finalising the annual CSR Budget of the Company (including any specific project driven budgets) for undertaking the CSR activities for and on behalf of the Company and thereafter to recommend the said CSR Budget to the Board for its approval and to implement the same post approval of the Board;

- Authorising any officer and/or other person for and on behalf of the Company to form collaborative partnerships with the Government, the District or local authorities or agencies, village panchayats, NGOs and other like-minded Stakeholders, so as to enable the Company to widen its CSR reach and also to leverage upon their collective expertise, wisdom and experience which such partnerships shall bring to the table and taking all further actions and steps and doing all acts, deeds and things, which may be required to be done and performed from time to time in above connections; and
- Performing such other acts, deeds, things and powers as may be delegated to the Committee by the Board from time to time.

3. Meetings and Attendance:

CSR Committee met 1 (one) time during the year under review i.e. on May 30, 2024 to deliberate on various matters with respect to Stakeholders of the Company.

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

Name of the Member	Meetings of Committee for the Financial Year 2024-2025		
	May 30, 2024	Meetings held during the tenure	Meetings attended
Mr. Manohar Hanumants Wagh	P	01	01
Mr. Tejasbhai Himmatbhai Thakker	P	01	01
Mrs. Sweety Reniwal	P	01	01

Note: *P: Present *A: Absent

II. GENERAL BODY MEETINGS

• Annual General Meetings

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

Financial year	AGM No.	Date	Location	Time	Particulars of Special Resolution(s) passed
2021-22	34 th	September 30, 2022	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")	10.00 a.m.	1. Reappointment of Mr. Rajeev Shantisarup Reniwal (DIN: 00034264) as a Managing Director of the Company for a period of three consecutive years with effect from October 01, 2022.
2022-23	35 th	September 30, 2023	Through Video Conferencing ("VC")/ Other	10.00 a.m.	None

			Audio Visual Means ("OAVM")		
2023-24	36 th	September 30, 2024	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")	10.00 a.m.	None

All Special Resolutions in the previous three AGMs of the Company were passed with requisite majority. All Resolutions were approved through remote e-voting.

- **Postal Ballot**

During the year under review, following resolutions were approved through postal ballot.

Date of Postal Ballot notice	Resolutions proposed	Scrutinizer	Link for Postal Ballot notice
May 25, 2024	1. Appointment of Mr. Manohar Hanumants Wagh (DIN: 02622648) as Non-Executive Independent Director of the Company. 2. Appointment of Mr. Tejasbhai Himmatbhai Thakker (DIN: 03017277) as Non-Executive Independent Director of the Company.	M/s. Dilip Bharadiya And Associates, Company Secretaries	https://www.hariyanagroup.com/pdf/postal/Postal-Ballot-Notice-25.05.2024.pdf

None of the business proposed to be transacted at the ensuing Annual General Meeting require passing a special resolution through postal ballot.

MEANS OF COMMUNICATION

A. Results:

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

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

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

B. Presentations made to institutional investors or to the analysts

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

GENERAL SHAREHOLDER INFORMATION

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

A. Thirty Seventh Annual General Meeting:

Thirty Seventh Annual General Meeting (Day, Date, Time and Venue)	Tuesday, September 30, 2025 at 10.00 a.m. through VC/ OAVM
Cut-off date for e-voting	September 23, 2025

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

B. Financial Year:

Your Company follows April-March as the Financial Year.

C. Tentative calendar for the Financial Year ending March 31, 2026:

The tentative months for the quarterly meetings of the Board of Directors for consideration of quarterly / half-yearly / annual financial results for the Financial 2025-2026, are as under:

Sr. No.	Particulars of the Quarter	Tentative Months
1.	Results for the quarter ended June 30, 2025	July/ August, 2025
2.	Results for the quarter and six months ended September 30, 2025	October/ November, 2025
3.	Results for the quarter and nine months ended December 31, 2025	January/ February, 2026
4.	Results for the quarter and year ended March 31, 2026	April/ May, 2026

Further, the tentative months for the Thirty Eighth (38th) AGM of the Company for the Financial Year ending March 31, 2026 shall be August/ September, 2026.

Dividend Payment Date: Not Applicable.

D. Stock Exchanges where Securities of the Company are listed

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

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

E. Payment of Annual Listing/ Custody/ Issuer Fees:

Annual Listing Fees for the Financial Year 2025-26 have been paid to the Stock Exchange.

Annual Custody/ Issuer Fees have been paid to National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") for the Financial Year 2025-26.

Further, in terms of circular no. IMD/FPIC/CIR/P/2018/61 dated April 5, 2018, issued by Securities and Exchange Board of India ("SEBI"), your Company had appointed NSDL as the "Designated Depository" for the purpose of monitoring of Foreign Investment limits on behalf of the Company.

F. Registrar and Share Transfer Agents

Name	MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited)
Registered Office Address	C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai-400083
E-mail id	rnt.helpdesk@in.mpms.mufig.com
Tel No.	022 - 49186270
Website	www.in.mpms.mufig.com
SEBI Registration Number	INR000004058

G. Distribution of Shareholding as on March 31, 2025:

Distribution Schedule on Scrip Value as on March 31, 2025				
Share of Nominal Value	Number of Holders	(%) of Holders	Total Amount	% of Amount
UPTO 5000	2210	9.32	1,812,760	4.51
5001 TO 10000	83	0.35	634,550	1.58
10001 TO 20000	5	0.02	320,480	0.80
20001 TO 30000	3	0.01	144,220	0.36
30001 TO 40000	7	0.03	241,540	0.60
40001 TO 50000	15	0.06	366,810	0.91
50001 TO 100000	29	0.12	429,870	1.07
100001 TO ABOVE	19	0.08	36,222,310	90.17
T O T A L	2,371	100.00	40,172,540	100.00

Distribution Schedule on Number of Shares as on March 31, 2025				
No. of Share	Number of Holders	(%) of Holders	Total Shares	% of Shares
1 TO 100	1754	73.98	42,435	1.06
101 TO 200	173	7.30	27,546	0.69
201 TO 500	283	11.94	111,295	2.77
501 TO 1000	83	3.50	63,455	1.58
1001 TO 5000	54	2.28	118,244	2.94
5001 TO 10000	5	0.21	32,048	0.80
10001 TO 100000	11	0.46	461,397	11.49
100001 TO ABOVE	8	0.34	3,160,834	78.68
T O T A L	2,371	100.00	4,017,254	100.00

H. Category-wise Shareholding Pattern of the Company as on March 31, 2025:

Sr. no.	Category	No. of Shareholders	No. of Shares held	% of Share holding
1.	Promoter and Promoter Group	11	27,84,774	69.32
2.	Bodies Corporate	15	1,55,961	3.88
3.	NRI	07	2,501	0.06
5.	Individual share capital upto Rs. 2 Lacs	2,312	4,025,70	10.02
6.	Individual share capital in excess of Rs. 2 Lacs	06	6,61,884	16.48
7.	HUF	20	9,564	0.24
Total		2,371	40,17,254	100.00

I. Details of Shares held by Directors as on March 31, 2025:

Sr. No.	Name of Directors	DIN	No. of Shares Held
1.	Mr. Rajeev Reniwal	00034264	3,37,526
2.	Mrs. Sweety Reniwal	00041853	4,07,745
3.	Mr. Manohar Hanumants Wagh	02622648	0
4.	Mr. Tejasbhai Himmatbhai Thakker	03017277	0

J. Dematerialisation of Shares and Liquidity

As on March 31, 2025, 98.76 % of the total Equity Share Capital of the Company was held in dematerialised form with NSDL and CDSL under International Securities Identification Number ("ISIN") -INE146H01018

The break-up of Equity Shares held in dematerialised and physical mode as on March 31, 2025, is as under:

Particulars	No. of Shares	Percentage %
Physical	49,600	1.23
Dematerialised Mode ⁽¹⁾ :		
CDSL	19,21,482	47.83
NSDL	20,46,172	50.94
Total	40,17,254	100.00

Note:

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

K. Reconciliation of Share Capital Audit:

As stipulated under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, M/s. Dilip Bharadiya & Associates, Company Secretaries, carry out a quarterly audit for the purpose of reconciliation of the total issued capital, listed capital and the capital held by the depositories in dematerialised form, the details of changes in the Share Capital during each quarter.

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

L. Outstanding Global Depository Receipts ("GDRs")/ American Depository Receipts ("ADRs")/ Warrants or any convertible instruments, conversion date and likely impact on equity:

Your Company has not issued any GDRs/ ADRs/ Warrants/ convertible instruments and hence, there are no outstanding GDRs/ ADRs/ Warrants or any convertible instruments pending for conversion as on March 31, 2025.

M. Commodity Price Risk/ Foreign Exchange Risk and Hedging Activities:

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

N. Share Transfer System:

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

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

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

O. Investor Service and Grievance Handling Mechanism:

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

During the Financial Year 2024-25, the Company did not receive any complaints.

P. Company's Recommendations to the Shareholders

1. Open Demat account and Dematerialise your shares

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

2. Consolidation of folios and avoidance of multiple mailing

In order to enable the Company to reduce costs and duplicity of efforts for providing services, Shareholders who have more than one folio/ demat account in the same order of names, are requested to consolidate their holdings under one folio/ demat account. They may write to the RTA/ Depository Participant ("DP") in that regard. This would facilitate one-stop tracking of all corporate benefits on the shares and would reduce time and efforts required to monitor and service multiple folios/ demat accounts.

3. Submit Nomination Form

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

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

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

5. Intimate/ update contact details

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

6. Service of documents through electronic means

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

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

7. Exercise caution

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

8. Deal with Registered Intermediaries

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

9. Monitor holdings regularly

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

10. Mode of Postage

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

Q. Plants/ Divisions of the Company with their locations:**1. Ship Breaking Yard:**

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

2. Branch Office:

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

R. Address for Correspondence:

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

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

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

Registrar and Share Transfer Agents (RTA)**MUFG Intime India Private Limited**

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

Ph: 022 - 49186270;

Fax: 022 - 49186060;

Email: rnt.helpdesk@lin.mpms.mufg.com

Website: in.mpms.mufg.com

Registered Office**Inducto Steels Limited**

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

Ph: +91 22 22043211

Fax: +91 22 22043215

E-mail: secretarial.inducto@gmail.com

Website: www.hariyanagroup.com

S. Feedback:

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

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

T. OTHER DISCLOSURES

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

All the Related Party Transactions ("RPTs") entered into by your Company, during the Financial Year 2024-25, were at arm's length and in the ordinary course of business of the Company. All such transactions had prior approval of the Audit Committee and the Board.

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

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

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

Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response
1.	Submission of Financial Results under Regulation 33 of SEBI (LODR) Regulation 2015 for the quarter ended September 2022	Regulation 33 of SEBI (LODR) Regulation 2015	Delay in submission of Financial Results under Regulation 33 of SEBI (LODR) Regulation 2015 for the quarter ended September 2022	BSE	Fine	Delay in submission of Financial Results under Regulation 33 of SEBI (LODR) Regulation 2015 for the quarter ended September 2022	Rs. 3,30,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.
2	Prior intimation under Regulation 29 of SEBI (LODR) Regulation 2015 during the quarter ended November 2022	Regulation 29 of SEBI (LODR) Regulation 2015	Non compliance of Regulation 29 of SEBI (LODR) Regulation 2015 during the quarter ended November 2022	BSE	Fine	Non compliance of Regulation 29 of SEBI (LODR) Regulation 2015 during the quarter ended November 2022	Rs. 10,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.

3	Submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2015	Regulation 27(2) of SEBI (LODR) Regulation 2015	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2015	BSE	Fine	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2015	Rs. 5,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.
4	Submission of Annual Report under Regulation 34 of SEBI (LODR) Regulation 2015 for the quarter ended December 2015	Regulation 34 of SEBI (LODR) Regulation 2015	non compliance of Regulation 34 of SEBI (LODR) Regulation 2015 for the period ended March 2015	BSE	Fine	non compliance of Regulation 34 of SEBI (LODR) Regulation 2015 for the period ended March 2015	Rs. 1,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.
5	Submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2013	Regulation 27(2) of SEBI (LODR) Regulation 2015	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2013	BSE	Fine	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2013	Rs. 1,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.
6	Submission of disclosure of related party transactions on consolidated basis.	Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015	Delay in submission of disclosure of related party transactions on consolidated basis for the half year ended March 31, 2023.	BSE	Fine	There was delay in submission of disclosure of related party transactions on consolidated basis for the half year ended March 31, 2023.	Rs. 11,800/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance.	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on July 15, 2023.

c) Vigil Mechanism/ Whistle Blower Policy and affirmation that no personnel have been denied access to the Audit Committee

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

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

d) Other Policies, Programmes and Codes of the Company

- **Corporate Social Responsibility Policy:**

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

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

- **Policy on Related Party Transactions:**

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

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

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

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

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

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

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

- **Policy on Preservation of Documents:**

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

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

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

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

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

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

- **Policy for Archival of Documents:**

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

statutes, law, regulations etc. and other legal and administrative aspects. The policy is also available on the website of the Company i.e. www.hariyanagroup.com.

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

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

e) Commodity Price Risk and Commodity Hedging Activities

Your Company does not engage in Commodity hedging activities.

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

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

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

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

g) Disclosure of Accounting Treatment

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

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

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

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

A certificate from Company Secretary in Practice certifying that none of the Directors on the Board of the Company as on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such Statutory Authority, is annexed at the end of this Report.

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

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

k) Management

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

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

l) Shareholders

According to the Articles of Association, one-third of the Directors retires by rotation and if eligible, seek re-appointment at the AGM. Accordingly, Mrs. Sweety Reniwal will retire in the ensuing 37th AGM of the Company and is eligible for re-appointment. Accordingly, the Board has recommended her re-appointment in the said AGM. The detailed profile of Mrs. Sweety Reniwal is provided in the notice convening the said AGM.

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

Total fees paid by the Company excluding GST thereon, to the Statutory Auditors viz M/s. S. N. Shah & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 109782W) and M/s. LLB & Co, Chartered Accountants, Mumbai (Firm Registration No. 117758W), be all entities in the network firm/network entity of which the Statutory Auditors is a part, are as follows:

Sr. No.	Particulars	Amount (Rs. in Lakhs)
1	Audit Fees	2.75
2	Limited Review	---
3	Other Services	---
4	Re-imbursement of Expenses	---
Total		2.75

n) Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the Financial Year 2024-25.

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

No complaint was received by the Internal Complaints Committee during the year under review and pending as at March 31, 2025, pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

SUBSIDIARY COMPANIES

As on March 31, 2025, your Company did not have any subsidiary.

LOANS AND ADVANCES

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

MATERIAL SUBSIDIARIES

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

MD/ CFO CERTIFICATION

As required under the provisions of Regulation 33 of the SEBI Listing Regulations, Mr. Rajeev Reniwal, Managing Director and Mr. Nishant Rajeev Reniwal – Chief Financial Officer has reviewed the Audited Financial Results and Cash Flow Statements for the Financial Year ended March 31, 2025 and accordingly has provided a certificate, which is enclosed separately at the end of this Report.

DECLARATION

The declaration from the Managing Director stating that as on 31 March 2025, all the board members and the senior management personnel of the Company have adhered to the code of conduct for FY 2025 and the same has been included in this report duly signed by the Managing Director of the Company.

REPORT ON CORPORATE GOVERNANCE

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

The Compliance Certificate received from the Statutory Auditors i.e. M/s. S. N. Shah & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 109782W) and M/s. LLB & Co, Chartered Accountants, Mumbai (Firm Registration No. 117758W),

regarding compliance of Corporate Governance requirements is annexed to the Report of the Board of Directors.

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

For and on behalf of the Board of Directors

Rajeev Reniwal
Managing Director
(DIN: 00034264)

Sweety Reniwal
Director
(DIN: 00041853)

Date: May 30, 2025
 Place: Mumbai

DECLARATION

As provided under the provisions of Schedule II and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Directors and Senior Management Personnel of the Company have affirmed the Compliance with the Code of Conduct for the year ended March 31, 2025.

Place: Mumbai
 Date: May 30, 2025

Rajeev Shantisarup Reniwal
Managing Director
DIN: 00034264

MANAGING DIRECTOR (MD) / CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To
 The Board of Directors
Inducto Steel Limited
 Mumbai

We have reviewed Audited Financial Statements and the cash flow statement of **INDUCTO STEEL LIMITED** ('Company') for the year ended March 31, 2025 and that to the best of our knowledge and belief, we state that;

1. 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.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the Financial Year ended on March 31, 2025 which are fraudulent, illegal or violate the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or propose to be taken for rectifying these deficiencies.
4. We have indicated to the auditors and the Audit committee
 - i. significant changes, if any, in internal control over financial reporting during the Financial Year ended on March 31, 2025;
 - ii. significant changes, if any, in accounting policies made during the Financial Year ended on March 31, 2025 and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Rajeev Reniwal
 Managing Director
 (DIN: 00034264)

Nishant Reniwal
 Chief Financial Officer

Place: Mumbai
 Date: May 30, 2025

LLB & Co.

Chartered Accountants
Office No. 525, The Summit Business
Bay, Near gurunank petrol pump,
Andheri East, Mumbai – 400069

S. N. Shah & Associates

Chartered Accountants
Sapna House, 10-B, Govt. Servants CHS, Opp
Municipal Market, C G Road, Navrangpura,
Ahmedabad – 380009

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of INDUCTO STEELS LIMITED

1. We, are the joint Statutory Auditors of Inducto Steels Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2025, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

Management's Responsibility

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

Auditor's Responsibility

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

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2025.
8. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For LLB & Co.
Chartered Accountants
 FRN: 117758W

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

CA Lalit Bajaj
Partner
 M. No. 104234

CA Dhruvin Joshi
Partner
 M. No. 612290

Place: Mumbai
 Date: May 30, 2025

Place: Ahmedabad
 Date: May 30, 2025

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

The Members
INDUCTO STEEL LIMITED
 156, Maker Chambers VI,
 220 Jamnalal Bajaj Marg,
 Nariman Point,
 Mumbai - 400021

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

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

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

Based on our examination of documents/ information/ explanations provided to us by the Company and such other verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] carried out by us as deemed necessary and adequate, in our opinion and to the best of our information and knowledge, **we certify that as on date of this certificate, none of the directors on the Board of the Company, as listed hereunder, for the Financial Year ending on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.**

Sr. No.	Name of the Director	DIN	Date of appointment
1.	Rajeev Shantisarup Reniwal	00034264	01/04/1993
2.	Sweety Rajeev Reniwal	00041853	09/03/2002
3.	Manohar Hanumants Wagh	02622648	01/04/2024
4.	Tejasbhai Himmatbhai Thakker	03017277	01/04/2024

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

For **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA

Partner

F.C.S No. 7956 C.O.P No. 6740

UDIN: F007956G000510953

Place: Mumbai

Date: May 30, 2025

ANNEXURE C

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

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

To,
The Members,
INDUCTO STEEL LIMITED

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

Based on our verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the Financial Year ended on **March 31, 2025** ("period under review"), complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company as given in **Annexure-I**, for the period under review, according to the applicable provisions of:
 - (i) The Companies Act, 2013 ("the Act") and the Companies Amendment Act, 2017 as amended from time to time and the rules made thereunder (*to the extent applicable*);
 - (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder (*to the extent applicable*);
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder (*to the extent applicable*);
 - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (*to the extent applicable*);
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client; and
 - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. We have relied on the representations made by the Company and its officers and report of the Internal Auditor for systems and mechanism formed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company which are stated above very specifically.
3. We have also examined compliance with the applicable clauses of the following:
 - (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - (ii) The Listing Agreements entered into by the Company with BSE Limited ("BSE/ Stock Exchange"), from time to time and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Submission of Financial Results under Regulation 33 of SEBI (LODR) Regulation 2015 for the quarter ended September 2022	Regulation 33 of SEBI (LODR) Regulation 2015	Delay in submission of Financial Results under Regulation 33 of SEBI (LODR) Regulation 2015 for the quarter ended September 2022	BSE	Fine	Delay in submission of Financial Results under Regulation 33 of SEBI (LODR) Regulation 2015 for the quarter ended September 2022	Rs. 3,30,000 /-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.	-
2	Prior intimation under Regulation 29 of SEBI (LODR) Regulation 2015 during the quarter ended November 2022	Regulation 29 of SEBI (LODR) Regulation 2015	Non compliance of Regulation 29 of SEBI (LODR) Regulation 2015 during the quarter ended November 2022	BSE	Fine	Non compliance of Regulation 29 of SEBI (LODR) Regulation 2015 during the quarter ended November 2022	Rs. 10,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.	-

						er 2022				
3	Submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2015	Regulation 27(2) of SEBI (LODR) Regulation 2015	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2015	BSE	Fine	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2015	Rs. 5,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.	-
4	Submission of Annual Report under Regulation 34 of SEBI (LODR) Regulation 2015 for the quarter ended December 2015	Regulation 34 of SEBI (LODR) Regulation 2015	non compliance of Regulation 34 of SEBI (LODR) Regulation 2015 for the period ended March 2015	BSE	Fine	non compliance of Regulation 34 of SEBI (LODR) Regulation 2015 for the period ended March 2015	Rs. 1,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.	-
5	Submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2013	Regulation 27(2) of SEBI (LODR) Regulation 2015	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2013	BSE	Fine	Delay in submission of Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulation 2015 for the quarter ended December 2013	Rs. 1,000/-	The Company has paid the fine and ensured to take all possible measures so as to avoid subsequent non-compliance	The Company has duly paid the Standard Operating Procedures (SOP) fine levied by BSE on December 3, 2024.	-

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors and Committees during the period under review were carried out in compliance with the provisions of the Act and Listing Regulations.

Adequate notice is given to all Directors to schedule the Board Meetings; agenda and detailed notes on agenda were sent at least seven days in advance; and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation of all Directors at the meeting.

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

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

For **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA

Partner

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

UDIN: F007956G000511041

Place: Mumbai

Date: May 30, 2025

Annexure - I**List of documents verified**

1. Memorandum & Articles of Association of the Company;
2. Annual Report for the Financial Year ended March 31, 2024.
3. Minutes of the meetings of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee held during the financial year under review, alongwith the Attendance Registers;
4. Resolutions passed by way of circulation approved by the Board of Directors and its Committees from time to time.
5. Minutes of General Body Meeting held during the financial year under review;
6. Statutory Registers viz.
 - Register of Directors & KMP & Directors Shareholding
 - Register of loans, guarantees and security and acquisition made by the Company
 - Register of Charges
 - Register of Related Party Transaction- Transactions are in the Ordinary Course of Business at Arm's Length Basis.
 - Register of Members;
7. Agenda papers submitted to all the Directors/ Members for the Board and Committee Meetings;
8. Declarations received from the Directors of the Company pursuant to the provisions of Section 184(1), Section 164(2), Section 149(3) and Section 149(7) of the Companies Act, 2013;
9. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 2013, as amended from time to time along with the attachments thereof, during the financial year under review.
10. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Annexure - II

To,
The Members,
INDUCTO STEEL LIMITED

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

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

For **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA
Partner
FCS No.: 7956, C P No.: 6740

Place: Mumbai
Date: May 30, 2025

ANNEXURE D

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

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

- 1) Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2024-25; and
- 2) Percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, if any, for the Financial Year 2024-25:

(Rs. In Lakhs)

Sr. No.	Name	Designation	Remuneration for the Financial Year 2024-25	Percentage Increase/ (Decrease) in remuneration in the Financial Year 2024-25 (%)	Ratio of Remuneration of each Director to Median Remuneration of Employees
1.	Dilip Vimal Kaushik*	Chief Financial Officer	6,59,160	Not Applicable	Not Applicable
2.	Fulvanti Jain^	Company Secretary	4,60,000	Not Applicable	Not Applicable

*Resigned w.e.f. October 31, 2024

^Resigned w.e.f. January 28, 2025

- 3) **Percentage increase in the median remuneration of employees in the financial year:**
The percentage increase in the median remuneration of employees in the financial year is NIL.
- 4) **Number of permanent employees on the rolls of Company:** 280
- 5) **Average percentile increase/decrease already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The average remuneration of the employees of the Company other than Managerial Personnel has no change and hence the information cannot be furnished. Further, such increase/ decrease is not comparable for the reasons as mentioned above.

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

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

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

Rajeev Reniwal
Managing Director
(DIN: 00034264)

Sweety Reniwal
Director
(DIN: 00041853)

Date: May 30, 2025
Place: Mumbai

ANNEXURE E

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2025

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

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

Health, Safety and Environment:

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

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

Conservation of energy:

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

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

activities and the Company has taken various measures to control the consumption of fuel and energy.

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

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

Technology absorption:

The Company continues to adopt and use the latest technologies to improve the productivity and quality of its services and products. The Company's operations do not require significant absorption of technology. There has been no import of technology in FY 2023-24.

Foreign exchange earnings and Outgo:

Particulars	Current Year			Previous Year		
	INR	USD	EUR	INR	USD	EUR
Foreign Exchange Earnings	---	---	---	---	---	---
Foreign Exchange Outgo	7,690.89	91.08	---	7,467.30	9037	---

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

Rajeev Reniwal
Managing Director
(DIN: 00034264)

Sweety Reniwal
Director
(DIN: 00041853)

Date: May 30, 2025

Place: Mumbai

LLB & Co.

Chartered Accountants

Office No. 5, Barsana, Salasar Brij Bhoomi, Nr.

Maxus Mall, Bhayander (W),

Thane - 401101

S.N. Shah & Associates

Chartered Accountants

10-B, Sapan House, Municipal Market

Navrangpura, Ahmedabad-380009

INDEPENDENT AUDITOR'S REPORT

To the Members of
Inducto Steel Limited

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Inducto Steel Limited**, ("the Company") which comprises the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income/Loss), statement of changes in equity and statement of cash flow for the year ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) specified in section 133 of the Companies Act, 2013, of the state of affairs of the Company as at March 31, 2025, and total comprehensive loss (comprising of loss and other comprehensive loss), changes in equity and its cash flows for the year ended.

Basis for Opinion

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

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

Key Audit Matters

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

Key Audit Matter	Auditor's Response
<p>1. <u>Evaluation of uncertain tax positions</u> The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p> <p>2. <u>Investment of Rs. 2,200.65 Lacs in Partnership Firm</u> As detailed in Note 3.2 to the standalone Financial Statements, the company has invested in two partnership firms and balance outstanding in current capital and fixed capital account as on March 31, 2025 is Rs. 2,200.65 Lacs (As on March 31, 2024 Rs. 2,470.16 Lacs) which constitutes 38.88% of the total assets of the Company and pursuant to deed of partnership of both the firms, no interest is receivable on capital investment in partnership firms.</p> <p>Further attention is drawn to the fact that capital invested in one firm amounting to Rs. 21.58 crores have been utilized for</p>	<p><u>Principal Audit Procedures:</u></p> <ul style="list-style-type: none"> • Obtained details of completed tax assessments and demands till the year ended March 31, 2025 from management. • Obtained understanding of key uncertain tax positions. • Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions. • Assessed management's estimates of the possible outcome of the disputed cases. • Assessed relevant disclosures made within the financial statements to address whether they appropriately reflect the face and circumstances of each disputed case and requirement of relevant accounting standard for disclosure and reporting. <p><u>Our audit procedures included the following:</u></p> <ul style="list-style-type: none"> • Obtained details of capital balances at the year ended on March 31, 2025 and share of profit/ (loss) for the year ended on March 31, 2025. • Obtained Management certified Financial Statement (in case audit is not applicable) of all the partnership firm. • Performed necessary procedures to verify the disclosure of Loans and Advances disclosed in the Unaudited Financial Statements of the partnership firm. • Obtained Management representation Letter as regards to recoverability of investment in capitals accounts of the Partnership Firms.

<p>granting advances for starting joint venture and excess capital withdrawn by few partners.</p> <p>The said firm has neither able to start any joint venture as intended and nor able to recover the advances granted for starting joint venture and excess capital withdrawn by few partners.</p> <p>Due to the materiality of above assets in context of the standalone financial statement where recoverability risk could have significant impact of the financial position of the company.</p>	
---	--

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

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were

operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the company's financial reporting process.

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

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

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

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

opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure - A** statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - ii) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - iii) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - iv) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian

Accounting Standards specified under Section 133 of the Act.

- v) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
- vi) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure B** to this report; and
- vii) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (1) The Company has disclosed impact of pending litigations which could materially impact its financial statements - *Refer Note 5.8 of the Standalone Financial Statements*;
 - (2) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - (3) There has been no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
 - (4) Management Representation:
 - (a) The Management of the Company has represented to us that to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The management of the Company has represented, that, to the best of it's knowledge and belief no funds (which are material either individually or in the aggregate) have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) Companies (Audit and Auditors) Rules, 2014 (as amended) and provided in clauses (a) and (b) above contain any material mis-statement.
- (d) The company has not declared or paid any dividend during the year.
- (5) As per the explanation given to us by the management, the Company has used accounting software for maintaining its books of account for the period ended March 31, 2025 which has a feature of recording audit trail (edit log) facility however, the company has not provided audit trail records for the entire period ended on March 31, 2025. In the absence of audit trail records, we are unable to comment whether audit trail feature of the said software was enabled and operated throughout the period for all relevant transactions in the software or whether there were any instances of the audit trail feature been tampered with. Since the company has not provided audit trail records we are unable to comment on whether audit trail has been preserved by the company as per statutory requirement of record retention or not.
- viii) In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

CA Lalit Bajaj
Partner
M. No. 104234
UDIN: 25104234BMKXJT9163

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 25612290BMITXW3650

Annexure A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March 2025, we report that:

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

Description of property	Gross carrying value (INR in Lacs)	Held in name of	Whether promoter, director of their employee	Period held - indicate range, where appropriate	Reason for not being held in name of company*
Factory Land	10.91	Hariyana Industrial Gases Private Limited and Inducto Techno Castings Private Limited	No	Since 2006	For certain properties Acquired through amalgamation/ merger, the change in the name of the Company is pending.

- (d) The Company has not revalued its Property, Plant and Equipment during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.

- (e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder.

2. (a) As explained to us, the physical verification of inventory has been conducted at reasonable intervals by the Management during the year. In our opinion, the coverage and procedures of such verification by Management is appropriate. However, as regards stock of raw materials, the company is mainly engaged in ship breaking activities and old and used ships are its main raw materials. Ascertaining actual weight of ship at the time of purchase and thereafter; is not possible due to its nature and size, loss of weight on account of corrosion and other factors during the usage of the ship and its voyage for long period of time. Inventory of raw materials at the close of the year is ascertained by reducing the weight of the scrap sold together with the estimated wastage of the material. As informed to us, the discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate of the total value of inventory.

(b) According to information and explanations given to us and on the basis of records examined by us, the Company has been sanctioned working capital limits (Overdraft Facility) in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. According to the information and explanations given to us, the quarterly returns or statements filed by the Company with such banks in materiality are in agreement with the unaudited books of account of the company of the respective quarters. According to the information and explanations given to us and on the basis of verification of unaudited books of accounts for the first three quarters of the year, audited books of account for the year and quarterly returns submitted to the banks, we are of the opinion that there have been variation of more than 10.00% in net current assets as submitted to the banks and as per books of account.

(c)

(Rs. In Lacs)

Sr. No.	Quarter Ended	Name of Bank	Particulars of current assets provided by way of security	Amount as per Audited/Unaudited books of accounts	Amount as per quarterly statement submitted to bank	Amount as per quarterly statement excess/(short) books of accounts	Reasons for material differences
1.	June, 2024	Punjab National Bank	Trade Receivables	383.93	695.53	311.61	The company includes GST Receivable for the purpose of calculation of DP in the stock statement.
2.	September, 2024	Punjab National Bank	Trade Receivables	702.02	1,224.52	522.51	
3.	December, 2024	Punjab National Bank	Trade Receivables	876.66	1,609.55	732.90	
4.	March, 2025	Punjab National Bank	Trade Receivables	1,022.03	1,272.60	250.56	

5.	June, 2024	Punjab National Bank	Sundry Creditors	4,657.84	3922.00	(735.80)	Trade payables were reduced to the extent of Fixed Deposits created for settlement of LC issued to those suppliers.
6.	December, 2024	Punjab National Bank	Sundry Creditors	2,692.51	2394.20	(298.31)	
7.	March, 2025	Punjab National Bank	Sundry Creditors	22.24	27.82	5.58	Due to Bank Reconciliation entry.

3. (a) The Company has invested in two partnership firms and given interest free loans to one related party. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans to parties and investments in the associate and other partnership firm are as per the table given below:

(Rs. In Lacs)

Particulars	Related Parties Amount (INR in Crores)	Others Amount (INR in Crores)
Aggregate amount of loan granted/provided during the year		
- Chief Financial Officer	NIL	NIL
Aggregate amount of loan received back during the year		
- Chief Financial Officer	2.65	NIL
Balance outstanding in loans and advances		
- Chief Financial Officer	NIL	NIL
Investment made during the year in other partnership firms		
- Capital introduced during the year	7694.00	NIL
- Capital withdrawn during the year	7963.50	NIL
Balance outstanding in Investments (net of credit balances) as at March 31, 2025		
- Associates	43.12	NIL
- Other partnership firm	2157.53	NIL

According to information and explanations given to us, the company has not granted any loans, advances in the nature of loans to any party or provided any guarantee or security to any company, firms, limited liability partnership or any other party during the year except for the loan given above.

(b) In our opinion, the terms and conditions of investments made, and loans & advances given during the year are, prima facie, not prejudicial to the Company's interest, based on

the information and explanations provided by the Company.

(c) According to the information and explanations given to us, the company has not stipulated any schedule for repayment of the loans. As informed to us, the repayment of loan was received as and when demands were raised. As informed to us, there is no default in repayment of loan by the party.

(d) According to the information and explanations given to us, in respect of loans granted and advances in the nature of loans provided by the Company, there was no overdue amount remaining outstanding as at the balance sheet date.

(e) According to the information and explanations given to us, the company has not stipulated any schedule for repayment of the loans. However, as explained to us, no loan or advances in the nature of loan granted by the Company against which demand was made from the party, has been renewed or extended or fresh loans were granted to settle the amounts against which demands were made from the same party.

(f) According to the information and explanations given to us, the company has not stipulated any specific terms or conditions and stipulated any schedule for repayment of the loans as to the loans granted to the above party. The aggregate amount of such loans granted during the year was Rs. NIL referred as defined in clause (76) of section 2 of the Companies Act, 2013.

4. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it, as applicable.

5. The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

6. As informed and explained to us, the Company is not required to maintain cost records under Section 148(1) of the Companies Act, 2013, for the products of the Company. Accordingly, the provisions of maintenance of cost records as prescribed by the Central Government are not applicable to the Company for the year under audit.

7. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of provident fund, employees' state insurance, income taxes, goods and services tax, labour welfare fund, duty of customs, cess and other material statutory dues, as applicable, with the appropriate authorities. There have been no undisputed statutory dues outstanding for more than 6 months as at 31st March, 2025.

(b) According to the information and explanations given to us and the records of the Company examined by us. The particulars of statutory dues referred to in sub- clause (a) as at March 31, 2025 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Demand raised (INR in Lacs)	Amount paid against demand raised (INR in Lacs)	Period to which amount relates (FY)	Forum where the dispute is pending)

Income Tax Act, 1962	Income Tax	42.20	7.62	2011-12	Hon. ITAT "T" Bench, Mumbai.
Income Tax Act, 1962	Income Tax	245.66	48.99	2013-14	Hon. ACIT Circle 3(1)(2), Mumbai
Income Tax Act, 1962	Income Tax	71.97	NIL	2015-16	Hon. ITAT, Mumbai Bench
Central Excise Act, 1944	Excise Duty	12.38	6.19	---	CESTAT, Ahmedabad

8. According to the information and explanations given to us and so far as appears from our examination of books of account and other records as applicable and produced before us by the Company, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

9. (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Willful Defaulter by any bank or government or any government authority.

(c) The company has not raised any new term loan during the year and hence reporting under clause 3(ix)(c) of the Order is not applicable to the company.

(d) According to the information and explanations given to us, and the audit procedures performed by us, and on an overall examination of the financial statements of the company for the year, prima facie we are of the opinion that funds raised on short-term basis amounting to Rs. 92.57 Lacs, have been used during the year for long-term purposes by the company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the company has not raised any money from any person or entity for the account of or to pay the obligations of its associates, subsidiaries or joint ventures.

(f) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the company has not raised any loans during the year by pledging securities held in their subsidiaries, joint ventures or associate companies.

10. (a) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer and through debt instruments by way of further public offer during the year.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.
- (c) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, the Company has not received any whistle-blower complaints during the year.
12. (a) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under Clause 3(xii) of the Order is not applicable to the Company.
13. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.
14. (a) In our opinion and according to the information and explanation given to us, the company has an internal audit system commensurate with the size and nature of its business.
- (b) We have held discussions with the internal auditors of the company for the year under audit and considered their opinion in determining the nature, timing and extent of our audit procedure.
15. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under Clause 3(xv) of the Order is not applicable to the Company.
16. (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

- (d) In our opinion, there is no core investment company within the Group (as defined in the regulations made by the Reserve Bank of India). Accordingly reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
17. The Company has incurred cash loss of Rs. 432.81 Lakhs in the current financial year and the company has not incurred any cash loss in the immediately preceding financial year.
18. According to the information and explanations given to us, pursuant to completion of two terms of five consecutive years of appointment as auditor, there has been change in one of the joint Statutory Auditors during the Financial Year and we have considered the issues, objections or concerns raised by the outgoing auditors.
19. According to the information and explanations given to us and on the basis of the financial ratios (also refer Schedule Note 5.10 to the financial statements), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
20. The provisions of Corporate Social Responsibility as prescribed under section 135 of the Companies Act, 2013 does not apply to the company.
21. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements.

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

CA Lalit Bajaj
Partner
M. No. 104234
UDIN:

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 25612290BMITXW3650

Annexure B to the Independent Auditor's Report

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

We have audited, the internal financial controls with reference to financial statements of **Inducto Steels Limited** ("the Company") as of March 31, 2025 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to financial statements. Meaning of Internal Financial Controls with reference to financial statements. A company's internal financial control with reference to financial statements is a process designed to provide reasonable

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion and according to the best of information and explanations provided to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

CA Lalit Bajaj
Partner
M. No. 104234
UDIN: 25104234BMKXJT9163

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 25612290BMITXW3650

Standalone Balance Sheet as at March 31, 2025

(All amounts in Rs.Lacs except for No. of Shares)

Particulars	Note No.	As at	
		March 31, 2025	March 31, 2024
ASSETS			
I. Non-current assets			
Property, plant and equipment	3.1	376.69	233.86
Financial assets			
Investment	3.2	2200.66	2470.16
Other financial assets	3.3	10.88	10.81
Deferred Tax Assets (Net)	3.4	78.83	-
Other non-current assets	3.5	290.13	280.35
		2957.19	2995.18
II. Current assets			
Inventories	3.6	1362.77	1219.96
Financial assets			
Trade receivables	3.7	1022.03	322.56
Cash and cash equivalents	3.8	31.44	37.37
Current Tax Assets (Net)	3.9	10.10	1.60
Other current assets	3.10	277.47	159.39
		2703.80	1740.89
		5660.99	4736.07
Total Assets			
EQUITY AND LIABILITIES			
Equity			
Equity share capital	3.11	401.73	401.73
Other equity	3.12	3547.67	3919.19
		3949.39	4320.91
Liabilities			
I. Non-current liabilities			
Provisions	3.13	4.23	4.96
Deferred tax liabilities (net)	3.14	-	18.94
		4.23	23.89
II. Current liabilities			
Financial liabilities			
Borrowings	3.15	1640.72	348.28
Trade payables	3.16	22.24	1.69
Other financial liabilities	3.17	13.00	11.54
Other current liabilities	3.18	30.74	24.39
Provisions	3.19	0.66	5.36
		1707.37	391.26
		5660.99	4736.07
Total Equity and Liabilities			

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

As per our report of even date

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

For and on behalf of the Board
Inducto Steels Limited

CA Lalit Bajaj
Partner
Membership No. 104234
UDIN : 25104234BMKXJT9163

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN : 25612290BMITXW3650

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Diana Palia
Company Secretary

Nishant Reniwal
Chief Financial Officer

Place: Mumbai
Date: 30-05-2025

Place: Ahmedabad
Date: 30-05-2025

Place: Mumbai
Date: 30-05-2025

Standalone Statement of Profit and Loss for the year ended March 31, 2025

(All amounts in Rs.Lacs except for No. of Shares)

Particulars	Note No.	Year ended	
		March 31, 2025	March 31, 2024
Income			
Revenue from operations	4.1	15856.71	10404.84
Other income	4.2	37.55	177.82
Total Income		15894.26	10582.66
Expenses			
Cost of raw materials consumed	4.3	4642.76	6574.65
Purchase of Stock - in - Trade	4.4	11313.21	3975.29
Changes in the inventories of Finished Goods, Stock In Trade and Work - In Progress	4.5	(245.93)	(814.48)
Manufacturing Expenses	4.6	121.09	133.32
Employee benefits expense	4.7	174.92	221.91
Finance costs	4.8	216.94	356.57
Depreciation and amortisation expense	3.1	34.11	28.38
Other Expenses	4.9	105.24	81.42
Total expenses		16362.33	10557.06
Profit before tax		(468.07)	25.60
Tax expenses :	5.1		
Current tax		-	7.73
Taxes of Earlier Years		1.66	1.35
Deferred tax		(97.87)	0.38
Profit for the year		(371.86)	16.14
Other comprehensive income			
Items not to be reclassified to profit or loss :			
- Re-measurement gain/ (loss) on defined benefit plans		0.45	0.01
- Tax (charge)/ credit on above		(0.11)	(0.00)
Total other comprehensive income		0.33	0.01
Total comprehensive income for the year		(371.52)	16.15
Earning per equity share [face value Rs.10/- each]	5.3		
Basic		(9.26)	0.40
Diluted		(9.26)	0.40

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

As per our report of even date

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

For and on behalf of the Board
Inducto Steels Limited

CA Lalit Bajaj
Partner
Membership No. 104234
UDIN : 25104234BMKXJT9163

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN : 25612290BMITXW3650

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Diana Palia
Company Secretary

Nishant Reniwal
Chief Financial Officer

Place: Mumbai
Date: 30-05-2025

Place: Ahmedabad
Date: 30-05-2025

Place: Mumbai
Date: 30-05-2025

Standalone statement of Cash flow for the year ended March 31, 2025

(All amounts in Rs.Lacs except for No. of Shares)

Particulars	Year ended	
	March 31, 2025	March 31, 2024
Cash flow from operating activities		
Profit before tax	(468.07)	25.60
Adjustment for :		
Depreciation and amortisation expense	34.11	28.38
Finance cost	216.94	356.57
Interest income	(13.03)	(49.61)
Provision for doubtful debts	-	-
Provision for Expected Credit Loss	1.03	0.32
Re-measurement gain/ (loss) on defined benefit plans	0.45	0.01
(Gain)/Loss on sale of property, plant and equipment, net	-	(33.59)
Provision for Expected Credit Loss Reversed	(0.32)	(0.24)
(Profit)/ Loss from partnership firms	0.00	0.06
Operating profit before working capital changes	(228.89)	327.51
Adjustments for changes :		
Decrease / (Increase) in Trade and other receivables	(818.25)	(81.49)
Decrease / (Increase) in Inventories	(142.81)	(339.71)
(Decrease) / Increase in Trade and other payables	22.94	12.48
Cash generated/ (used) in operations	(1167.02)	(81.21)
Direct taxes paid	(19.94)	(28.13)
Net Cash generated from/(used in) operating activities [A]	(1186.95)	(109.34)
Cash Flow from investing activities		
Purchase of fixed assets	(176.93)	(10.27)
Proceeds from sale of fixed assets	-	50.00
(Purchase) / Proceeds of non - current investments	269.50	1006.06
(Increase)/Decrease in Other Financial Asset	(0.07)	(0.16)
(Profit)/ Loss from partnership firms	(0.00)	(0.06)
Interest received	13.03	49.61
Net cash generated from/(used in) investing activities [B]	105.52	1095.18
Cash flow from financing activities		
Proceeds/ (Repayment) from short term borrowings, net	1292.44	(1219.30)
Finance cost	(216.94)	(354.95)
Net cash generated from/(used in) financing activities [C]	1075.50	(1574.25)
Net increase/(decrease) in cash & cash equivalents [A+B+C]	(5.94)	(588.41)
Cash & cash equivalents at the beginning of the year	37.37	625.78
Cash & cash equivalents at the end of the year	31.44	37.37

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

Particulars	March 31, 2025	March 31, 2024
Cash and Cash Equivalents (Note 3.8)	31.44	37.37
Bank Overdrafts (Note 3.15)	-	-
Balances as per the statement of cash flow	31.44	37.37

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

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

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

As per our report of even date

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

For and on behalf of the Board
Inducto Steels Limited

CA Lalit Bajaj
Partner
Membership No. 104234
UDIN : 25104234BMKXJT9163

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN : 25612290BMITXW3650

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Diana Palia
Company Secretary

Nishant Reniwal
Chief Financial Officer

Place: Mumbai
Date: May 30, 2024

Place: Ahmedabad
Date: 30-05-2025

Place: Mumbai
Date: 30-05-2025

Inducto Steels Limited

Standalone statement of changes in equity for the year ended March 31, 2025

A. Equity share capital

(All amounts in Rs.Lacs except for No. of Shares)

Particulars	Amount
Balance as at April 1, 2023	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2024	401.73
Balance as at April 1, 2024	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2025	401.73

B. Other equity

Other Equity					
Particulars	Attributable to the equity holders of the Company				Total
	Reserve and Surplus				
	Capital Reserve Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	
Balance as at April 1, 2023	1022.37	127.41	2752.83	0.44	3903.04
Profit for the year	-	-	16.14	-	16.14
Other Comprehensive Income (net)					
Re-measurement losses on defined benefit plans	-	-	-	0.01	0.01
Balance as at March 31, 2024	1022.37	127.41	2768.96	0.45	3919.19
Balance as at April 1, 2024	1022.37	127.41	2768.96	0.45	3919.19
Profit for the year	-	-	(371.86)	-	(371.86)
Other Comprehensive Income (net)					
Re-measurement losses on defined benefit plans	-	-	-	0.33	0.33
Balance as at March 31, 2025	1022.37	127.41	2397.11	0.78	3547.67

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

As per our report of even date

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

For and on behalf of the Board
Inducto Steels Limited

Rajeev Reniwal
Director
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Membership No. 104234
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UDIN : 25612290BMITXW3650

Diana Palia
Company Secretary

Nishant Reniwal
Chief Financial Officer

Place: Mumbai
Date: 30-05-2025

Place: Ahmedabad
Date: 30-05-2025

Place: Mumbai
Date: 30-05-2025

Notes forming part of the Standalone Financial Statements

Note 1: Company information

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

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

The standalone financial statements were authorized for issue in accordance with a resolution of the directors on May 30, 2025.

Note 2: Material accounting policies

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

Basis of preparation and presentation:

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

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

a) Use of estimates and judgments

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

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

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

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

b) Current / Non-Current Classification

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

An asset is treated as current when it is:

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

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

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

All other liabilities are classified as non-current.

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

c) Property, Plant and Equipment

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

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

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

All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

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

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

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

An item of property, plant and equipment and any significant part is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

d) Impairment

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

Recoverable amount is the higher of fair value less costs to sell and value in use. In

assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. An impairment loss is recognized in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

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

e) Cash and Cash Equivalents

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

f) Provisions & Contingent Liabilities

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

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

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

g) Inventories

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

Costs are determined on FIFO basis.

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

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

h) Employee Benefit Expense

- *Defined contribution plans*

Contributions under defined contribution plans are recognized as expense for the period in which the employee has rendered service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

- *Defined benefit plans*

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

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

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

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

i) Taxes

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

Current Tax

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

Deferred Tax

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

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

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

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realized based on the tax rates and tax laws that have been enacted or substantially enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying value of its assets and liabilities.

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

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

j) Investments in subsidiaries, associates

Investments in subsidiaries, associates and joint ventures are carried at cost/deemed cost applied on transition to Ind AS, less accumulated impairment losses, if any. Where

an indication of impairment exists, the carrying amount of investment is assessed and an impairment provision is recognized, if required immediately to its recoverable amount. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognized in the statement of profit and loss.

k) Financial Instruments

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

Financial Assets

- *Initial recognition and measurement*

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

- *Subsequent measurement*

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

a) Financial Assets measured at Amortized Cost

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

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

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

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

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business

model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

- *Other Equity Investments*

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

- *Impairment of Financial Assets*

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

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

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

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

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

Financial Liabilities

- *Initial recognition and measurement*

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

- *Subsequent measurement*

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

Derecognition of Financial Instruments

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

Offsetting

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

l) **Fair value measurement**

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

The financial instruments are categorized into three levels based on the inputs used to arrive at fairvalue measurements as described below:

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

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

Level 3: Inputs based on unobservable market data.

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

m) **Revenue recognition**

Revenue is recognized to the extent it is probable that the economic benefits will flow to

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

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

Sale of products

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

Interest income

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

Dividend Income

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

n) Finance Costs

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

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

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

o) Foreign Currencies Transactions

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

statements.

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

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

p) Earnings per Share

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

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

Key Accounting Estimates & Judgements

1 Valuation of deferred tax assets

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

2 Defined benefit plan

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

The parameter that is subject to change the most is the discount rate. In determining the

appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation and extrapolated as needed along the yield curve to correspond with the expected term of the defined benefit obligation.

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

Refer to Note 5.2 for further details.

3 Property, Plant and Equipment

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

4 Recoverability of Trade Receivables

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

Notes to the Standalone Financial Statements

(All amounts in Rs.Lacs except for No. of Shares)

Note 3.1		Property Plant and Equipment														
A S S E T S	Land	Factory Shed & Building	Plant & Machinery	Weigh Bridge	Winch	Wire Rope	Crane	Green Plot Developme nt	Office Equipments	Furniture & Fixtures	Vehicles	Metal Detector	Computer	Borewell	Oxygen Tank	Total
Gross carrying amount																
As at April 1, 2023	1.66	34.41	10.60	9.75	183.49	20.38	65.76	19.22	4.35	0.22	69.33	0.51	0.52	0.82	19.71	440.73
Additions	-	1.40	0.45	1.17	-	3.08	3.87	-	0.22	-	-	-	0.08	-	-	10.27
Disposal	-	-	-	-	-	-	-	19.22	-	-	-	-	-	-	-	19.22
As at March 31, 2024	1.66	35.81	11.05	10.91	183.49	23.46	69.63	-	4.57	0.22	69.33	0.51	0.60	0.82	19.71	431.77
As at April 1, 2024	1.66	35.81	11.05	10.91	183.49	23.46	69.63	-	4.57	0.22	69.33	0.51	0.60	0.82	19.71	431.77
Additions	-	-	-	-	-	0.78	176.15	-	-	-	-	-	-	-	-	176.93
Disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	1.66	35.81	11.05	10.91	183.49	24.24	245.79	-	4.57	0.22	69.33	0.51	0.60	0.82	19.71	608.70
Accumulated depreciation																
As at April 1, 2023	-	26.85	9.19	5.97	48.19	12.48	50.45	2.66	3.93	0.21	10.46	0.49	0.49	0.78	0.19	172.34
Depreciation for the year	-	1.06	0.17	0.53	11.23	1.45	4.65	0.15	0.15	-	8.03	-	0.01	-	0.94	28.38
Deduction / Adjustment / Writtent back	-	-	-	-	-	-	-	2.81	-	-	-	-	-	-	-	2.81
As at March 31, 2024	-	27.92	9.36	6.50	59.43	13.93	55.10	-	4.08	0.21	18.49	0.49	0.50	0.78	1.13	197.91
As at April 1, 2024	-	27.92	9.36	6.50	59.43	13.93	55.10	-	4.08	0.21	18.49	0.49	0.50	0.78	1.13	197.91
Depreciation for the year	-	1.06	0.19	0.56	11.20	1.54	10.52	-	0.08	-	8.01	-	0.02	-	0.94	34.11
Deduction / Adjustment / Writtent back	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	-	28.98	9.56	7.06	70.63	15.46	65.62	-	4.16	0.21	26.49	0.49	0.52	0.78	2.07	232.01
Net Carrying Amounts																
As at March 31, 2024	1.66	7.90	1.69	4.41	124.06	9.53	14.53	-	0.49	0.01	50.84	0.03	0.10	0.04	18.58	233.86
As at March 31, 2025	1.66	6.83	1.49	3.85	112.86	8.78	180.17	-	0.41	0.01	42.83	0.03	0.08	0.04	17.64	376.69

Note 3.2		Investments Non - Current		(All amounts in Rs.Lacs except for No. of Shares)	
Particulars		As at			
		March 31, 2025	March 31, 2024		
(A) Investment at Cost					
-	In Associate (as per Equity Method)	(%) of Share in Profit/ (Loss)			
Fixed Capital					
	(i) Calvin Divine Enterprise LLP		0.10		0.10
Current Capital					
	(i) Calvin Divine Enterprise LLP	20%	43.02		43.02
In Partnership Firms					
Fixed Capital					
	(ii) Shree Balaji Associates		0.25		0.25
Current Capital					
	(ii) Shree Balaji Associates	5%	2157.28		2426.78
(B) Investment at Fair value through profit and loss (FVTPL):					
-	Investment in Equity Shares (Quoted)				
	Hariyana Ship Breakers Limited		0.01		0.01
	10 (PY 10) shares of Rs.10/- each fully paid up				
Total			2200.66		2470.16
Notes :					
Aggregate amount of quoted investments					
	(a) Market value of quoted investments		0.01		0.01
Aggregate amount of unquoted investments					
	(a) Investments carried at cost		2200.65		2470.16
Note 3.3		Other Financial Asset			
Particulars		As at			
		March 31, 2025	March 31, 2024		
(Unsecured, Considered Good)					
a)	Security Deposits		5.81		5.81
b)	Bank FDRs (with more than 12 months maturity)		5.07		5.00
Total			10.88		10.81
Note 3.4		Deferred Tax Assets (net)			
Particulars		As at			
		March 31, 2025	March 31, 2024		
a)	Deferred tax Assets/(liabilities)-On Account of Depreciation		80.02		-
b)	Deferred tax assets/(liabilities) -On account of Doubtful Debts & Retirement Benefits		(1.20)		-
Total			78.83		-
Refer Note 5.1 for details of deferred tax liabilities and assets.					
Note 3.5		Other Non-Current Asset			
Particulars		As at			
		March 31, 2025	March 31, 2024		
(Unsecured, Considered Good)					
a)	Withholding taxes and Balances with Revenue Authorities		124.64		124.71
b)	Advance receivable in cash or kind		165.49		155.63
Total			290.13		280.35
Notes :					
(i) Withholding taxes and Balances with Revenue Authorities primarily consist pre-paid taxes and amounts paid under protest in respect of demands and claims from various revenue authorities of India.					
(ii) Advance receivable in cash or kind primarily include fees paid under protest to Gujarat Maritime Board (GMB) in respect of demand raised by GMB.					
Note 3.6		Inventories			
Particulars		As at			
		March 31, 2025	March 31, 2024		
(As verified, valued and certified by management)					
a)	Raw Materials				
	- Uncut Ship		290.96		394.08
b)	Traded Goods & Finished Goods		1071.81		825.88
Total			1362.77		1219.96

Note 3.7 Current Financial Assets - Trade Receivables		As at	
Particulars	March 31, 2025	March 31, 2024	
Trade Receivable considered good - Unsecured	1023.06	322.89	
Less: Allowance for expected credit loss	1.03	0.32	
Trade Receivable considered good - Unsecured	1022.03	322.56	
Trade Receivable - having significant credit risk - Unsecured	-	-	
Less: Allowance for credit risk	-	-	
Trade Receivable - having significant credit risk - Unsecured	-	-	
Trade Receivable - credit impaired - Unsecured	3.31	3.31	
Less: Allowance for credit impairment	3.31	3.31	
Trade Receivable - credit impaired - Unsecured	-	-	
Total	1022.03	322.56	

Notes:

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

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

Particulars	March 31, 2025	March 31, 2024
Balance at the beginning of the year	0.32	0.24
Movement during the year	0.71	0.08
Less : Write off of bad debts	-	-
Balance at the end of the year	1.03	0.32

(ii) Ageing of trade receivables as on 31-03-2025 are as below:

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed - considered good	1022.93	0.13	-	-	-	1023.06
Disputed - having significant credit risk	-	-	-	-	-	-
Disputed - credit impaired	-	-	-	-	3.31	3.31

Ageing of trade receivables as on 31-03-2024 are as below:

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed - considered good	322.89	-	-	-	-	322.89
Disputed - having significant credit risk	-	-	-	-	-	-
Disputed - credit impaired	-	-	-	-	3.31	3.31

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

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

Note 3.8 Cash and Cash Equivalents		As at	
Particulars	March 31, 2025	March 31, 2024	
Cash in hand (as certified by management)	15.21	15.30	
Balances With Banks			
- In current accounts/CC Accounts	16.23	22.08	
- In Bank Term Deposits (Maturity period less than 12 Months)	-	-	
Total	31.44	37.37	
<i>The details of balances as on balance sheet dates with banks are as follows:</i>			
In current accounts			
- Punjab National Bank CC	16.23	22.08	
Total	16.23	22.08	

Note 3.9 Current Tax Assets (net)		As at	
Particulars	March 31, 2025	March 31, 2024	
TDS & TCS Receivable	10.10	9.33	
Less: Current Tax Provision	-	(7.73)	
Total	10.10	1.60	

Note 3.10 Other Current Assets		As at	
Particulars		March 31, 2025	March 31, 2024
(Unsecured, considered good)			
a) Staff Advances		4.67	7.00
b) GST Balances		254.98	118.14
c) Advance to Suppliers		15.56	32.07
d) Pre-paid Expenses		2.27	2.18
Total		277.47	159.39

Notes :

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

Note 3.11 Equity Share Capital		March 31, 2025		March 31, 2024	
Particulars		Number	Amount	Number	Amount
AUTHORISED SHARE CAPITAL					
Equity Shares of Rs. 10/- each		55,00,000	550.00	55,00,000	550.00
		55,00,000	550.00	55,00,000	550.00
ISSUED, SUBSCRIBED & PAID UP CAPITAL					
Equity Shares of Rs. 10/- each fully paid		40,17,254	401.73	40,17,254	401.73
Total		40,17,254	401.73	40,17,254	401.73

Notes:

1 2417856 equity shares allotted as fully paid up bonus shares in the year 1994-95 by capitalisation of revaluation reserve of Rs.1,38,65,529, capital subsidy of Rs.21,01,687 and surplus in profit and loss accounts of Rs.82,11,344.

2 499078 equity shares allotted to the shareholders of Inducto Technocastings Private Limited and Hariyana Industrial Gases Private Limited, which were merged with the company w.e.f. 03.04.2005.

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

Particulars	March 31, 2025		March 31, 2024	
	Number	Amount	Number	Amount
At the beginning of the year	40,17,254	401.73	40,17,254	401.73
Add: Issue of Bonus Shares during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	40,17,254	401.73	40,17,254	401.73

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

Sr. No.	March 31, 2025		March 31, 2024	
	No. of Shares	% of Holding	No. of Shares	% of Holding
1 Rakesh S Reniwal	14,89,988	37.09%	14,89,988	37.09%
2 Babita S Agarwal	2,03,100	5.06%	2,03,100	5.06%
3 Rajeev S Reniwal	3,37,526	8.40%	3,37,526	8.40%
4 Sweety R Reniwal	4,07,745	10.15%	4,07,745	10.15%

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

5. Shares held by promoters as at March 31, 2025:

Promoter Name	No. of Shares	% of total shares	% Change during the year
Shalini S. Reniwal	10	0.00	0.00
Unnati R. Reniwal	10	0.00	0.00
Sanjeev S. Reniwal	500	0.01	0.00
Shantisarup R. Reniwal	2,665	0.07	0.00
Shantisarup Reniwal & Sons .	12,255	0.31	0.00
Lalitadevi S Reniwal	1,53,375	3.82	0.00
Sanjeev Reniwal (HUF)	1,86,800	4.65	0.00
Rajeev Reniwal (HUF)	1,93,900	4.83	0.00
Rajeev Shantisarup Reniwal	3,37,526	8.40	0.00
Sweety R. Reniwal	4,07,745	10.15	0.00
Rakesh Shantisarup Reniwal	14,89,988	37.09	0.00

6 Terms/rights attached to equity shares :

- The company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in indian rupees. The dividend proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting.

- In the event of liquidation of the company, the holders of the Equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

Note 3.12 Other Equity		As at	
Particulars	Note No.	March 31, 2025	March 31, 2024
a) Capital Redemption Reserve	I	1022.37	1022.37
b) General Reserve	II	127.41	127.41
c) Retained Earnings	III	2397.11	2768.96
d) Other Comprehensive Income	IV	0.78	0.45
Total		3547.67	3919.19

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

Notes :

I. Capital reserve represents reserve created pursuant to the business combinations and includes forfeited shares.

II. General reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue, etc.

III. Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to the shareholders.

Note 3.13 Provisions		As at	
Particulars		March 31, 2025	March 31, 2024
Accrued defined benefit plan liability		4.23	4.96
Total		4.23	4.96

Refer to Note - 5.2 for detailed disclosure

Note 3.14 Deferred Tax Liabilities (net)		As at	
Particulars		March 31, 2025	March 31, 2024
a) Deferred tax liabilities-On Account of Depreciation		-	18.04
b) Deferred tax liabilities/(assets) -On account of Doubtful Debts & Retirement Benefits		-	0.90
Total		-	18.94

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

Note 3.15 Current Financial Liabilities - Borrowings		As at	
Particulars		March 31, 2025	March 31, 2024
Secured			
a. Working Capital Finance			
- Punjab National Bank -CC A/c 0902108700000034		654.23	318.28
- Punjab National Bank -CC A/c 0902108700000061		986.50	-
Unsecured			
- Loan from Others		-	30.00
Total		1640.72	348.28

Details of security:

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

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

Note 3.16 Current Financial Liabilities - Trade Payables		As at	
Particulars		March 31, 2025	March 31, 2024
Trade Payables			
(A) Total outstanding dues of micro enterprises and small enterprises		-	1.69
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		22.24	-
Total		22.24	1.69

Notes :

(i) Ageing of trade payables as on 31-03-2025 are as below:

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME		-	-	-	-
(ii) Others	22.24	-	-	-	22.24
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Ageing of trade payables as on 31-03-2024 are as below:

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	1.69	-	-	-	1.69
(ii) Others	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

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

Note 3.17 Other Current Financial Liabilities		As at	
Particulars		March 31, 2025	March 31, 2024
Accrued expenses		13.00	5.16
Brokerage Payable		-	6.38
Total		13.00	11.54

Note 3.18 Other Current Liabilities		As at	
Particulars		March 31, 2025	March 31, 2024
Statutory Dues		10.49	4.31
Other Payables		15.28	15.24
Advance from Customers		4.97	4.84
Total		30.74	24.39

Note 3.19 Short Term Provisions		As at	
Particulars		March 31, 2025	March 31, 2024
Provision for Employee Benefits			
i) Salary & Incentives		-	4.67
ii) Contribution to Provident Funds		0.50	0.51
iii) ESIC Payable		0.16	0.18
Total		0.66	5.36

Note 4.1 REVENUE FROM OPERATIONS		<i>(All amounts in Rs.Lacs except for No. of Shares)</i>	
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
a) Sale of products			
- Manufactured	4948.18	7254.32	
- Traded	10908.53	3150.52	
	15856.71	10404.84	
Note 4.2 OTHER INCOME			
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
a) Interest Income			
i. Other Interest	13.03	49.61	
b) Other Income :			
i. MTM Gain on Fair value of Mutual Fund/ Quoted Equity Shares (FVTPL)	0.00	0.00	
ii. Other Income	-	0.02	
iii. Gain on Foreign Exchange Variation	24.20	94.36	
iv. Subsidy Received for Green Plot	-	33.59	
v. Provision for Expected Credit Loss Reversed	0.32	0.24	
	37.55	177.82	
Note 4.3 COST OF CONSUMPTION OF RAW MATERIALS			
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
Inventory at the Beginning of the Year	394.08	868.85	
Less: Stock in Trade converted to Property, Plant & Equipment	(173.90)	-	
Add: Ship Purchase for Recycling	4713.54	6099.88	
	4933.71	6968.73	
Less: Inventory at the end of the Year	290.96	394.08	
Cost of Consumption of Raw Materials	4642.76	6574.65	
Note 4.4 PURCHASE OF STOCK - IN - TRADE			
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
Purchases of Traded Goods	11313.21	3975.29	
	11313.21	3975.29	
Note 4.5 CHANGES IN INVENTORIES			
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
Inventory at the Beginning of the Year	825.88	11.40	
Less : Inventory at the End of the Year	1071.81	825.88	
	(245.93)	(814.48)	
Note 4.6 MANUFACTURING EXPENSES			
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
Gases & Carbide	64.19	64.12	
Consumable Expenses	4.78	12.08	
Plot Rent & Development Charges	15.82	15.70	
Repair & Maintenance	0.13	5.43	
Power & Fuel Expenses	2.79	3.11	
Pollution Control Expenses	1.68	1.63	
Other Manufacturing Expenses	1.71	1.25	
Vessel Cutting Technical Service Charges	30.00	30.00	
	121.09	133.32	

Inducto Steels Limited

Note 4.7	EMPLOYEE BENEFIT EXPENSES	
Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Salaries & Wages	135.49	171.58
Bonus Expenses	22.97	29.13
Contribution to Provident Funds	9.83	13.04
Contribution to ESIC	3.84	4.99
Staff Welfare Expenses	0.16	0.28
Ex-Gratia Expenses	0.30	
Gratuity Expenses	2.32	2.89
	174.92	221.91

Note 4.8	FINANCE COSTS	
Particulars	For the year ended	
	March 31, 2025	March 31, 2024
a) Bank Charges		
Bank Commission & Charges	61.09	12.02
L C Charges	70.89	219.77
Bank Processing Charges	-	22.13
Stamp Duty & Registration Charges	-	20.15
b) Interest Expenses		
Other Parties	2.75	43.53
Bank	81.55	36.74
Late payment of Statutory Dues	0.66	0.60
Shortfall in payment of advance Income Tax	-	1.61
	216.94	356.57

Note 4.9	OTHER EXPENSES	
Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Duties & Taxes	0.05	0.03
Advertisements	0.81	0.77
Accounting Charges	-	2.63
Donation	0.56	1.59
Fees & Subscription	0.86	0.69
Filing Fees	0.10	0.30
Insurance Expense	1.07	0.92
Legal & Professional Expenses	20.85	30.25
GMB Charges	12.10	-
Business Promotion Expenses	1.43	-
Other Expenses	1.00	1.46
Payment to Auditors	2.75	3.66
Postage & Courier	0.09	0.09
Printing & Stationery	0.23	0.26
Rent, Rates & Taxes	-	0.02
Security Charges	2.64	2.64
Share Registration Expenses	1.07	0.79
Share of Loss from Partnership Firm	0.00	0.06
Telephone Expenses	0.68	0.69
Travelling Expenses	13.12	21.38
Vehicle Running & Maintenance	3.02	3.71
Provision for Expected Credit Loss	1.03	0.32
Late Filing Fees (BSE)	3.47	-
Brokerage & Commission Expenses	38.31	9.16
	105.24	81.42

Note 5.1 : Income Tax

(All amounts in Rs.Lacs except for No. of Shares)

The major component of Income Tax Expense for the year ended March 31, 2025 and March 31, 2024 are as follows:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Statement of Profit and Loss		
Current tax		
Current income tax	-	7.73
Adjustment of tax relating to earlier periods	1.66	1.35
Deferred tax		
Deferred tax expense	(97.87)	0.38
	(96.21)	9.46
Other comprehensive income		
Deferred tax on		
- Re-measurement gain/ (loss) on defined benefit plans	0.11	0.00
	0.11	0.00
Income tax expense as per the statement of profit and loss	(96.10)	9.47

A) Income tax expense/(benefit)

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

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Profit/(Loss) before tax	(468.07)	25.60
Income tax expense at tax rates applicable	-	6.44
Adjustments for:		
Expenses not allowed as deduction	-	1.02
Exempt Income	-	0.02
Others (Net)	-	(0.51)
Difference of Depreciation	-	0.04
Provision for Gratuity and Doubtful Debts	-	0.73
Tax expense / (benefit) as reported	-	7.73
Effective Tax Rate (%)	-	30.21

B) Deferred tax assets/(liabilities)**(i) For the year ended on March 31, 2025**

Particulars	As at April 1, 2024	Recognised/ (reversed) in the Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at March 31, 2025
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	18.04	(98.06)	-	(80.02)
Allowance for Doubtful Debts & Retirement Benefit Plans	0.90	0.19	0.11	1.20
	18.94	(97.87)	0.11	(78.83)

(ii) For the year ended on March 31, 2024

Particulars	As at April 1, 2023	Recognised/ (reversed) in the Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at March 31, 2024
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	18.47	(0.43)	-	18.04
Allowance for Doubtful Debts & Retirement Benefit Plans	0.09	0.81	0.00	0.90
	18.55	0.38	0.00	18.94

C) Current tax assets and liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
Current tax assets	10.10	1.60
Current tax liabilities	-	-

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

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

Amount of Rs. 13.67 Lakhs (FY 2023-2024 : Rs. 18.03 Lakhs) is recognised as expenses and included in Note 4.7 : Employee benefit expense.

Particulars	Year ended 31-Mar-25	Year ended 31-Mar-24
Provident fund	9.83	13.04
ESIC	3.84	4.99
	13.67	18.03

B. Defined benefit plans:

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

(a) Gratuity

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

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

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Discount rate (per annum)	7.20%	7.20%
Expected rate of salary increase	7.00%	7.00%
Attrition rate	Up to 30 Years - 3%	Up to 30 Years - 3%
	31-44 Years - 2%	31-44 Years - 2%
	Above 44 Years - 1%	Above 44 Years - 1%
Mortality rate during employment (% of IALM 2012-14)	100%	100%

2. Movements in present value of obligation and plan assets

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Opening defined benefit obligation	4.96	2.08
Current service cost	1.97	2.74
Interest cost	0.36	0.16
Actuarial (gain)/loss arising from changes in financial assumptions	0.36	0.20
Actuarial (gain)/loss arising from experience adjustments	(0.81)	(0.22)
Benefits paid	(2.60)	-
Closing defined benefit obligation	4.23	4.96

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

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Remeasurement on the net defined benefit liability comprising:		
- Actuarial (gain)/loss arising from changes in financial assumptions	0.36	0.20
- Actuarial (gain)/loss arising from experience adjustments	(0.81)	(0.22)
Components of defined benefit costs recognised in other comprehensive income	(0.45)	(0.01)

4. Sensitivity analysis of significant assumptions are as follows:

Particulars	Sensitivity level	Defined benefit obligation	
		31-Mar-25	31-Mar-24
Defined benefit obligation (Base)		4.23	4.96
Discount Rate	1% increase	3.68	4.28
	1% decrease	4.92	5.78
Salary Growth Rate	1% increase	4.91	5.77
	1% decrease	3.68	4.28
Attrition Rate	1% increase	4.15	4.90
	1% decrease	4.31	5.01
Mortality Rate	1% increase	4.23	4.96
	1% decrease	4.23	4.96

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

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Gratuity		
Within the next 12 months (next annual reporting period)	0.02	0.06
Between 2 and 5 years	1.44	0.55
Beyond 5 years	13.77	17.35
Total expected payments	15.22	17.95

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

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Weighted average duration	16 Years	16 Years

C. Other Long term employee benefit plans

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

Note 5.3 : Earnings per Share (EPS)

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Earning per share		
- Basic	-9.26	0.40
- Diluted	-9.26	0.40
Face value per share	10	10
Basic & Diluted EPS		
Profit for the year attributable to equity shareholders	(371.86)	16.14
Weighted average number of equity shares used in the calculation of earnings per share	40,17,254	40,17,254

Note 5.4 : Capital Management

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

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

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

Particulars	As at	
	31-Mar-25	31-Mar-24
Borrowings, Trade and other payables	1706.71	385.90
Less: cash and cash equivalent	31.44	37.37
Net debt	1675.27	348.53
Equity share capital	401.73	401.73
Other equity	3547.67	3919.19
Total capital	3949.39	4320.91
Capital and net debt	5624.67	4669.44
Gearing ratio	29.784	7.464

Note 5.5 : Financial Instruments**(a) Financial assets and liabilities**

The following tables present the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2025 and March 31, 2024 :

Particulars	As at	
	31-Mar-25	31-Mar-24
Financial Assets		
a. Measured at cost:		
Investments		
- in Partnership Firms	0.25	0.25
- in Associate	0.10	0.10
b. Measured at amortized cost:		
Cash & cash equivalents (including other bank balances)	31.44	37.37
Trade receivables	1022.03	322.56
c. Mandatorily measured at fair value through profit or loss (FVTPL) / other comprehensive income (OCI):		
Investments		
- Equity shares (Quoted)	0.01	0.01
Financial Liabilities		
a. Measured at amortised cost:		
Borrowings	1640.72	348.28
Trade Payables	22.24	1.69
Other financial liabilities	13.00	11.54

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below. Except for the following, the management considers that the carrying amounts of financial assets and financial liabilities recognised in the standalone financial statements approximate their fair values:

(i) Quantitative disclosures fair value measurement hierarchy for assets :

Particulars	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
As at March 31, 2025				
Assets measured at fair value				
FVTPL investments				
Equity shares-Quoted	0.01	-	-	0.01
As at March 31, 2024				
Assets measured at fair value				
FVTPL investments				
Equity shares-Quoted	0.01	-	-	0.01

(ii) Quantitative disclosures fair value measurement hierarchy for liabilities :

Company does not have any financial liability which is measured either at Fair value through profit and loss account or measured at Fair value through other comprehensive income.

(c) Financial risk management

In the course of its business, the Company is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimise potential adverse effects and achieve greater predictability to earnings. In line with the overall risk management framework and policies, the management monitors and manages risk exposure through an analysis of degree and magnitude of risks.

Market risk

Market risk Market risk is the risk of any loss in future earnings, in realising fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

Interest rate risk

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs. The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to debt obligations.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Change in basis points	Effect on profit before tax
March 31, 2025		
Interest bearing borrowings (in INR)	+50	(8.20)
	-50	8.20
March 31, 2024		
Interest bearing borrowings (in INR)	+50	(1.74)
	-50	1.74

This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Foreign currency risk

The fluctuation in foreign currency exchange rates may have a potential impact on the statement of profit and loss and equity.

The Company, as per its risk management policy, uses foreign currency forward contracts primarily to hedge foreign exchange exposure. Any weakening of the functional currency may impact the Company's cost of imports and cost of borrowings and consequently may increase the cost of financing the Company's capital expenditures.

Given below is the foreign currency exposure arising from the non derivative financial instruments:

Particulars	Foreign Currency Amount (in USD)		Reporting Currency Amount	
	As at		As at	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Trade Payables	-	-	-	-

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant.

Particulars	Change in USD rate	Effect on profit before tax
March 31, 2025		
Trade Payables	+5%	-
	-5%	-
March 31, 2024		
Trade Payables	+5%	-
	-5%	-

Equity price risk

Equity price risk is related to change in market reference price of investments in equity securities held by the Company. The fair value of quoted investments held by the Company exposes the Company to equity price risks. In general, these investments are not held for trading purposes.

The fair value of quoted investments in equity, classified as fair value through profit and loss as at March 31, 2025 and March 31, 2024 was ₹1006 and ₹678, respectively.

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, balances with bank, bank deposits. None of the financial instruments of the Company result in material concentration of credit risk.

Trade receivables

Customer credit risk is managed by the Company's internal policies, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on market feedback and credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in independent markets.

Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company monitors its risk of shortage of funds through using a liquidity planning process that encompasses an analysis of projected cash inflow and outflow.

The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

(i) The table below summarises the maturity analysis for its financial liabilities based on the undiscounted cash flows at the end of reporting period :

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
As at March 31, 2025						
Borrowings	-	-	1640.72	-	-	1640.72
Trade Payables	-	22.24	-	-	-	22.24
Other current financial liabilities	-	13.00	-	-	-	13.00
As at March 31, 2024						
Borrowings	-	-	348.28	-	-	348.28
Trade Payables	-	1.69	-	-	-	1.69
Other current financial liabilities	-	11.54	-	-	-	11.54

Note 5.7 : Segment Information

The Group's business segments are identified based on the geographic locations of its units and the internal business reporting system as per Ind AS-108-“Operating Segments”, Business segments of the company are primarily categorized as: Mumbai and Bhavnagar. Segment wise Revenue, Results, Assets and Liability are as follows:

Particulars	Mumbai	Bhavnagar	Total
i. Segment Revenue			
Gross Revenue	10299.16	5557.55	15856.71
	<i>2479.62</i>	<i>7925.22</i>	<i>10404.84</i>
Less: Intersegmental revenue	-	-	-
	-	-	-
Revenue from operations	10299.16	5557.55	15856.71
	<i>2479.62</i>	<i>7925.22</i>	<i>10404.84</i>
Other Income (after inter segment eliminations)	34.24	3.31	37.55
	<i>49.30</i>	<i>128.52</i>	<i>177.82</i>
ii. Segment Results			
Total Segment Profit before Interest and Tax	(108.59)	(142.54)	(251.13)
	<i>103.88</i>	<i>278.29</i>	<i>382.17</i>
Interest Expenses (after inter segment eliminations)			216.94
			<i>356.57</i>
Profit before Tax			(468.07)
			<i>25.60</i>
Taxes			(96.21)
			<i>9.46</i>
Profit after Tax (including share of profit / (loss))			(371.86)
			<i>16.14</i>
iii. Segment Assets	4699.59	961.41	5660.99
	<i>3683.58</i>	<i>1052.49</i>	<i>4736.07</i>
iv. Segment Liabilities	1682.59	29.01	1711.60
	<i>351.16</i>	<i>64.00</i>	<i>415.16</i>

(* Figures in italics are in respect of the previous year)

Notes:

- Revenue from external sources includes income from sale of manufactured goods.
- Carrying amount of segment assets comprises of non-current assets and current assets identified to respective segments.

Operating Revenue

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
- From Outside India	-	-
- From India	15856.71	10404.84

Productwise Revenue

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
- Waste & Scrap of Iron and Steel	15856.71	10404.84

Note 5.7 : Related Party transactions

Related party disclosures, as required by Ind AS 24, "Related Party Disclosures", are given below.

(A) Particulars of related parties and nature of relationships

A. Companies over which Key Management Personnel and their relatives are able to exercise significant influence

- Shree Balaji Associates
- Haryana Ship Demolition Private Limited
- Aplomb Enterprises Private Limited
- RSNM Enterprises

B. Associate

- Calvin Divine Enterprise LLP

C. Key Management Personnel
Managing director

1. Rajeev Reniwal

Non Executive director

2. Sweety Reniwal

Chief Financial Officer

3. Dilip Kaushik (Resigned w.e.f. October 30, 2024)

4. Nishant R Reniwal (Appointed w.e.f. January 28, 2025)

Company Secretary

5. Fulvanti Jain - Company Secretary (Resigned w.e.f. January 28, 2025)

6. Diana Palia - Company Secretary (Appointed w.e.f. April 28, 2025)

Inducto Steels Limited
(B) Related party transactions and balances

The details of material transactions and balances with related parties are given below:

a) Transactions during the year	Year ended	
	31-Mar-25	31-Mar-24
Other income		
<u>Share of Profit/ (Loss) from the partnership firm</u>		
Shree Balaji Associates	(0.00)	(0.01)
<u>Share of Profit/ (Loss) from associate</u>		
Calvin Divine Enterprise LLP	(0.00)	(0.05)
	(0.00)	(0.06)
Remuneration Paid		
Dilip Kaushik (incl. Gratuity)	9.49	9.97
Fulvanti Jain	4.60	6.00
	14.09	15.97
Purchases		
Rajeev Reniwal	1171.93	318.64
	1171.93	318.64
Veseel Cutting Technical Servie		
RSNM Enterprise (Proprietorship of Nishan Reniwal) (Relative of Rajeev Reniwal)	30.00	30.00
	30.00	30.00
Loan Taken		
Rajeev Reniwal	13.08	1138.00
	13.08	1138.00
Loan Repaid		
Rajeev Reniwal	13.08	2685.58
	13.08	2685.58
Interest Paid		
Rajeev Reniwal	-	36.07
	-	36.07
Loan Given		
Dilip Kaushik	-	2.85
	-	2.85
Loan Received Back		
Dilip Kaushik	2.65	0.20
	2.65	0.20
Investment in Partnership Firm		
<u>Capital Introduced</u>		
Shree Balaji Associates - Current Capital	7694.00	5964.00
	7694.00	5964.00
<u>Capital Withdrawan</u>		
Shree Balaji Associates - Current Capital	7963.50	6970.00
	7963.50	6970.00
b) Balances at the end of the year	As at	
	31-Mar-25	31-Mar-24
Current Financial Borrowings		
Rajeev Reniwal	-	-
	-	-
Short Term Loans & Advances		
Dilip Kaushik	-	2.65
	-	2.65
Investments in partnership firm		
Shree Balaji Associates - Fixed Capital	0.25	0.25
Shree Balaji Associates - Current Capital	2157.28	2426.78
	2157.53	2427.03
Investments in associate		
Calvin Divine Enterprise LLP - Fixed Capital	0.10	0.10
Calvin Divine Enterprise LLP - Current Capital	43.02	43.02
	43.12	43.12

Note 5.8 : Contingencies and commitments

Particulars	As at	
	31-Mar-25	31-Mar-24
Contingent Liabilities		
<u>Disputed liabilities not acknowledged as debts*</u>		
a. Disputed demand under :		
- Income tax	359.83	359.83
- Excise Duty	12.38	12.38
<u>Claims against the Company</u>		
- Gujarat Maritime Board (GMB)	155.63	155.63
- Customs & Excise	12.51	12.51

* The Company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

Notes:

1. The Company has ongoing disputes with income tax authorities relating to tax treatment of certain items. These mainly include disallowance of expenses, tax treatment of certain expenses claimed by the Company as deduction and the computation of or eligibility of the Company's use of certain allowances.

2. The Company has deposited Rs.6.19 Lacs (March 31,2024: Rs.6.19 Lacs) under protest against demand of Rs. 12.38 Lacs raised by Excise & Customs Department. The matter is pending before the appellate authority (CESTAT). The company expects to sustain its position on ultimate resolution of the said appeal.

3. The Company has deposited Rs.155.63 Lacs (March 31,2024:Rs.155.63 Lacs) under protest against demand raised by Gujarat Maritime Board (GMB) on account of amendment fees and delayed interest. The matter is pending before the appellate authority of GMB. The company expects favourable resolution of the said appeal.

4. The Company has deposited amount under protest of Rs.12.51 Lacs (March 31, 2024 : Rs. 12.51 Lacs) in respect of various demands relating to customs and excise duty. The matters are pending before the various appellate authorities. The company expects favourable resolution of the said appeals.

Note 5.9 : Other Information (including foreign currency transactions)

Particulars	Year ended	
	31-Mar-25	31-Mar-24
1. Information regarding Imports (CIF) (in INR)		
a) Raw materials and components	4713.54	6072.98
b) Traded Goods	3115.63	1762.41
	7829.16	7835.39
2. Auditors' remuneration		
Included under Other Expenses		
i) For financial audit	2.30	3.66
ii) For Tax Audit	0.45	-
iii) For other services - limited review, certification	-	-
	2.75	3.66

Note 5.10 : Financial Ratios

The ratios as per the latest amendment to Schedule III are as below:

Particulars	Numerator	Denominator	Year ended		Variance (in %)	Remarks for variance more than 25%
			31-Mar-25	31-Mar-24		
(1) Current ratio	Total current assets	Total Current liabilities	1.58	4.45	-64.41%	Due to availment of short term borrowings during the year by the company.
(2) Debt equity ratio	Debt (Debt: Non-current borrowings + Current borrowings)	Average Equity (Equity: Equity share capital + Other Equity)	0.42	0.08	-415.41%	Due to availment of short term borrowings during the year by the company.
(3) Debt service coverage ratio	EBITDA (EBITDA : Profit before taxes + depreciation & Amortisation + Interest)	Long Term Debts + Interest Expense	-4.11	1.65	-348.33%	Due to loss during the year the DSCR has reduced.
(4) Return on Equity (%)	Profit After Tax	Average Equity (Equity: Equity share capital + Other Equity)	-8.99%	0.37%	-2503.55%	The company has incurred loss during the year due to high purchase price during the year leading to negative ROE. This indicates better management of inventory during the year by the company.
(5) Inventory turnover ratio (in Times)	Cost of Goods Sold	Average Inventory	12.39	9.61	28.99%	
(6) Debtors turnover ratio (in Times)	Revenue From Operation	Average Trade Receivables	23.59	37.09	-36.42%	This indicates higher credit given by the company to its customers.
(7) Trade payables turnover ratio (in days)	Total Purchase	Average Trade Payables	1339.40	11937.83	-88.78%	This indicates higher credit received from the suppliers.
(8) Net capital turnover ratio (in days)	Revenue From Operation	Average working capital	13.52	12.69	6.50%	Not Applicable
(9) Net profit ratio (%)	Profit after tax	Revenue From Operation	-2.35%	0.16%	-1612.18%	The company has incurred loss during the year due to high purchase price during the year.
(10) Return on Capital Employed (%)	EBIT (EBIT: Profit Before Tax + Finance Cost)	Average Capital Employed (Capital Employed: Equity share capital + Other Equity + Non Current Liabilities + Current Liabilities)	-4.44%	8.07%	-154.98%	The company has incurred loss during the year due to high purchase price during the year leading to negative ROCE.
(11) Return on investment (%)	Return on Investments	Non Current Investments	0.00%	0.00%	102.95%	Investment income is not material to the company.

Previous year ratios are reworked on account of proper reworking of applicable parameters

Note 5.11 : Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

The company has communicated suppliers to provide confirmations as to their status as Micro, Small or Medium Enterprise registered under the applicable category as per the provisions of the Micro, Small and Medium Enterprises (Development) Act, 2006 (MSMED Act, 2006). The company has classified suppliers into Micro, Small and Medium Enterprises as per the confirmations received by the company upto the date of the financial statements.

Note 5.12 : Other Notes

- i) The figures for the previous year have been reclassified/ regrouped wherever necessary for better understanding and comparability.
- ii) The balances of trade receivables, other current and non current assets, trade payables and other current and non current liabilities are unsecured and subject to confirmation from the respective parties.
- iii) The company has invested in two partnership firms and balance outstanding in current capital account as on March 31, 2025 is Rs.22.01 Crores (As on March 31, 2024 Rs.24.70 Crores). Pursuant to partnership deed executed among partners no interest is payable or recoverable to or from partners on balances outstanding in current capital account.
- iv) In the opinion of the Management Long Term Loans and Advances, Other Non Current Assets, Current Assets and Other Current Assets fetch approximately the value as stated in the Financial Statement if realised in the ordinary course of business subject to balance confirmation. The provision for all known liabilities is adequate and is not in excess of amounts considered reasonably necessary.

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

As per our report of even date

For LLB & Co.

Chartered Accountants

FRN : 117758W

For S.N. Shah & Associates

Chartered Accountants

FRN : 109782W

For and on behalf of the Board

Inducto Steels Limited

CA Lalit Bajaj

Partner

Membership No. 104234

UDIN : 25104234BMKXJT9163

CA Dhruvin Joshi

Partner

Membership No. 612290

UDIN : 25612290BMITXW3650

Rajeev Reniwal

Director

DIN: 00034264

Sweety Reniwal

Director

DIN: 00041853

Diana Palia

Company Secretary

Place: Mumbai

Date: 30-05-2025

Nishant Reniwal

Chief Financial Officer

Place: Mumbai

Date: 30-05-2025

Place: Ahmedabad

Date: 30-05-2025

LLB & Co.
Chartered Accountants
Office No. 5, Barsana, Salasar Brij Bhoomi, Nr.
Maxus Mall, Bhayander (W),
Thane - 401101

S.N. Shah & Associates
Chartered Accountants
10-B, Sapan House, Municipal Market
Navrangpura, Ahmedabad-380009

INDEPENDENT AUDITOR'S REPORT

To the Members of
Inducto Steel Limited

Report on the audit of the Consolidated financial statements

Opinion

We have audited the accompanying consolidated financial statements of **Inducto Steel Limited**, ("the Company") and its Associate (herein after together referred to as "Group") which comprises the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income/Loss), statement of changes in equity and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred as "the consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the material accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) specified in section 133 of the Companies Act, 2013, of the state of affairs of the Company as at March 31, 2025, and total comprehensive loss (comprising of loss and other comprehensive loss), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Financial Statements of the current period. These matters were

addressed in the context of our audit of the consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
<p>1. <u>Evaluation of uncertain tax positions</u> The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p> <p>2. <u>Investment of Rs. 2,200.65 Lacs in Partnership Firm</u> As detailed in Note 3.2 to the Consolidated Financial Statements, the company has invested in two partnership firms and balance outstanding in current capital and fixed capital account as on March 31, 2025 is Rs. 2,200.65 Lacs (As on March 31, 2024 Rs. 2,470.16 Lacs) which constitutes 38.88% of the total assets of the Company and pursuant to deed of partnership of both the firms, no interest is receivable on capital investment in partnership firms.</p> <p>Further attention is drawn to the fact that capital invested in one firm amounting to Rs. 21.58 crores have been utilized for granting advances for starting joint venture and excess capital withdrawn by few partners.</p> <p>The said firm has neither able to start any joint venture as intended and nor able to recover the advances granted for starting joint venture and excess capital withdrawn by few partners.</p> <p>Due to the materiality of above assets in context of the Consolidated financial statement where recoverability risk could have significant impact of the financial position of the company.</p>	<p><u>Principal Audit Procedures:</u></p> <ul style="list-style-type: none"> • Obtained details of completed tax assessments and demands till the year ended March 31, 2024 from management. • Obtained understanding of key uncertain tax positions. • Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions. • Assessed management's estimates of the possible outcome of the disputed cases. • Assessed relevant disclosures made within the financial statements to address whether they appropriately reflect the face and circumstances of each disputed case and requirement of relevant accounting standard for disclosure and reporting. <p><u>Our audit procedures included the following:</u></p> <ul style="list-style-type: none"> • Obtained details of capital balances at the year ended on March 31, 2025 and share of profit/ (loss) for the year ended on March 31, 2025. • Obtained Management certified Financial Statement (in case audit is not applicable) of all the partnership firm. • Performed necessary procedures to verify the disclosure of Loans and Advances disclosed in the Unaudited Financial Statements of the partnership firm. • Obtained Management representation Letter as regards to recoverability of investment in capitals accounts of the Partnership Firms.

Other Matters

The consolidated financial statements also include the Company's share of net loss of Rs. 94 for the year ended March 31, 2025, as considered in the consolidated financial statements, in respect of one associate, whose financial statements/ financial information have been audited by the other auditor whose reports have been furnished to one of the joint auditors by the Management, and our opinion in so far as it relates to the amounts and disclosures included in respect of this associate, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid associate is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with regard to our reliance on the work done and the reports of the other auditors and the financial statements/ financial information certified by the Management.

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

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

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

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

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

The Holding Company's, Management of Associate and subsidiary and Board of Directors and the management of the Associate are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness

of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the respective management of each of the entity included in the group are responsible for assessing the each entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management of the respective entity either intends to liquidate a respective entity or to cease operations, or has no realistic alternative but to do so.

The Board of Directors and the management are also responsible for overseeing each entity's, included in the group, financial reporting process.

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

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

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

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

Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group to cease to continue as a going concern.

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

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, based on our audit we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
 - c. The Consolidated balance sheet, the Consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flow statement dealt with by this Report are in agreement with the books of account for the purpose preparation of consolidated financial statements;
 - d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, as applicable.
 - e. On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f. With respect to the adequacy of the internal financial controls over financial reporting of

- the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" to this report; and
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. the Group has disclosed impact of pending litigations which could materially impact its financial statements - *Refer Note 5.9 of the Consolidated Financial Statements*;
 - ii. the Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. there have been no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. Management Representation:
 1. The Management of the Holding Company and its associate has represented to us that to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the respective entity to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its associate ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 2. The respective management of the Holding Company and its associate has represented, that, to the best of it's knowledge and belief no funds (which are material either individually or in the aggregate) have been received by the holding company or its associate from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the holding company or its associate shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 3. Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) Companies (Audit and Auditors) Rules, 2014 (as amended) and provided in clauses (a) and (b) above contain any material misstatement.
 4. The Holding company has not declared or paid any dividend during the year.
 - v. As per the explanation given to us by the management, the Company has used

accounting software for maintaining its books of account for the period ended March 31, 2025 which has a feature of recording audit trail (edit log) facility however, the company has not provided audit trail records for the entire period ended on March 31, 2025. In the absence of audit trail records, we are unable to comment whether audit trail feature of the said software was enabled and operated throughout the period for all relevant transactions in the software or whether there were any instances of the audit trail feature been tampered with. Since the company has not provided audit trail records we are unable to comment on whether audit trail has been preserved by the company as per statutory requirement of record retention or not.

- h. In our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.
- i. With respect to the matters specified in clause (xxi) of Para 3 and 4 of the Companies (Auditor's Report) Order, 2020 ("The Order") issued by the Central Government in terms of section 143(11) of the Act, according to information and explanations given to us, and based on CARO Report issued by us on the Consolidated financial statement of the holding company, we report that there are no qualifications or adverse remarks by the auditors in the CARO Report of the holding company included in consolidated financial statement.

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

CA Lalit Bajaj
Partner
M. No. 104234
UDIN: 25104234BMKXKA1732

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 25612290BMITXX4062

Annexure A to the Independent Auditor's Report

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

In conjunction with our audit of the Consolidated financial statements of the company as of and for the year ended March 31, 2025, we have audited, the internal financial controls over financial reporting of **Inducto Steels Limited** (hereinafter referred to as 'the Company'). Reporting under clause (i) of sub-section 3 of section 143 of the Act in respect of adequacy of internal financial controls with reference to financial statements is not applicable to one associate, namely Calvin Divine Enterprise LLP, pursuant to MCA notification.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to financial

statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion and according to the best of information and explanations provided to us, the holding Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For LLB & Co.
Chartered Accountants
FRN : 117758W

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

CA Lalit Bajaj
Partner
M. No. 104234
UDIN: 25104234BMKXKA1732

CA Dhruvin Joshi
Partner
M. No. 612290
UDIN: 25612290BMITXX4062

Consolidated Balance Sheet as at March 31, 2025

(All amounts in Rs.Lacs except for No. of Shares)

		(All amounts in Rs.Lacs except for No. of Shares)	
Particulars	Note No.	As at	
		March 31, 2025	March 31, 2024
ASSETS			
I. Non-current assets			
Property, plant and equipment	3.1	376.69	233.86
Financial assets			
Investment	3.2	2200.66	2470.16
Other financial assets	3.3	10.88	10.81
Deferred Tax Assets (Net)	3.4	78.83	-
Other non-current assets	3.5	290.13	280.35
		2957.19	2995.18
II.Current assets			
Inventories	3.6	1362.77	1219.96
Financial assets			
Trade receivables	3.7	1022.03	322.56
Cash and cash equivalents	3.8	31.44	37.37
Current Tax Assets (Net)	3.9	10.10	1.60
Other current assets	3.10	277.47	159.39
		2703.80	1740.89
Total Assets		5660.99	4736.07
EQUITY AND LIABILITIES			
Equity			
Equity share capital	3.11	401.73	401.73
Other equity	3.12	3547.67	3919.19
Equity attributable to owners of the Company		3949.39	4320.91
Non controlling interest		-	-
		3949.39	4320.91
Liabilities			
I. Non-current liabilities			
Provisions	3.13	4.23	4.96
Deferred tax liabilities (net)	3.14	-	18.94
		4.23	23.89
II.Current liabilities			
Financial liabilities			
Borrowings	3.15	1640.72	348.28
Trade payables	3.16	22.24	1.69
Other financial liabilities	3.17	13.00	11.54
Other current liabilities	3.18	30.74	24.39
Provisions	3.19	0.66	5.36
		1707.37	391.26
Total Equity and Liabilities		5660.99	4736.07

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

As per our Report even date

For LLB & Co
Chartered Accountants
 FRN.117758W

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

For and on behalf of the Board
Inducto Steels Limited

CA Lalit Bajaj
Partner
 Membership No. 104234
 UDIN: 25104234BMKXKA1732

CA Dhruvin Joshi
Partner
 Membership No. 612290
 UDIN: 25612290BMITXX4062

Rajeev Reniwal
Director
 DIN: 00034264

Sweety Reniwal
Director
 DIN: 00041853

Diana Palia
Company Secretary

Nishant Reniwal
Chief Financial Officer

Place: Mumbai
 Date: 30-05-2025

Place: Ahmedabad
 Date: 30-05-2025

Place: Mumbai
 Date: 30-05-2025

Consolidated Statement of Profit and Loss for the year ended March 31, 2025

(All amounts in Rs.Lacs except for No. of Shares)

Particulars	Note No.	Year ended	
		March 31, 2025	March 31, 2024
Income			
Revenue from operations	4.1	15856.71	10404.84
Other income	4.2	37.55	177.82
Total Income		15894.26	10582.66
Expenses			
Cost of raw materials consumed	4.3	4642.76	6574.65
Purchase of Stock - in - Trade	4.4	11313.21	3975.29
Changes in the inventories of Finished Goods, Stock In Trade and Work - In Progress	4.5	(245.93)	(814.48)
Manufacturing Expenses	4.6	121.09	133.32
Employee benefits expense	4.7	174.92	221.91
Finance costs	4.8	216.94	356.57
Depreciation and amortisation expense	3.1	34.11	28.38
Other Expenses	4.9	105.24	81.37
Total expenses		16362.33	10557.01
Profit Before Share of Profit/(Loss) of Associates, Exceptional Item and Tax		(468.07)	25.65
Share of profit/ (loss) from associates		(0.00)	(0.05)
Profit Before Exceptional Item and Tax		(468.07)	25.60
Exceptional Items		-	-
Profit before tax		(468.07)	25.60
Tax expenses :	5.1		
Current tax		-	7.73
Tax of Earlier Years		1.66	1.35
Deferred tax		(97.87)	0.38
Profit for the year		(371.86)	16.14
Other comprehensive income			
Items not to be reclassified to profit or loss :			
- Re-measurement gain/ (loss) on defined benefit plans		0.45	0.01
- Tax (charge)/ credit on above		(0.11)	(0.00)
Total other comprehensive income		0.33	0.01
Total comprehensive income for the year		(371.52)	16.15
Total comprehensive income for the year attributable to :			
- Owners of the Company		(371.52)	16.15
- Non controlling interest		-	-
Earning per equity share [face value Rs.10/- each]	5.3		
Basic		-9.26	0.40
Diluted		-9.26	0.40

The accompanying notes are an integral part of the Consolidated financial statement:

As per our Report even date

For LLB & Co
Chartered Accountants
FRN.117758W

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

For and on behalf of the Board
Inducto Steels Limited

CA Lalit Bajaj
Partner
Membership No. 104234
UDIN: 25104234BMKXKA1732

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN: 25612290BMITXX4062

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Diana Palia
Company Secretary

Nishant Reniwal
Chief Financial Officer

Place: Mumbai
Date: 30-05-2025

Place: Ahmedabad
Date: 30-05-2025

Place: Mumbai
Date: 30-05-2025

Consolidated statement of Cash flow for the year ended March 31, 2025

(All amounts in Rs.Lacs except for No. of Shares)

Particulars	Year ended	
	March 31, 2025	March 31, 2024
Cash flow from operating activities		
Profit before tax	(468.07)	25.65
Adjustment for :		
Depreciation and amortisation expense	34.11	28.38
Finance cost	216.94	356.57
Interest income	(13.03)	(49.61)
Provision for Expected Credit Loss	1.03	0.32
Provision for doubtful debts	-	-
Re-measurement gain/ (loss) on defined benefit plans	0.45	0.01
(Gain)/Loss on sale of property, plant and equipment, net	-	(33.59)
Provision for Expected Credit Loss Reversed	(0.32)	(0.24)
(Profit)/ Loss from partnership firms	(0.00)	(0.05)
Operating profit before working capital changes	(228.89)	327.45
Adjustments for changes :		
Decrease / (Increase) in Trade and other receivables	(818.25)	(81.49)
Decrease / (Increase) in Inventories	(142.81)	(339.71)
(Decrease) / Increase in Trade and other payables	22.94	12.48
Cash generated/ (used) in operations	(1167.02)	(81.27)
Direct taxes paid	(19.94)	(28.13)
Net Cash generated from/(used in) operating activities [A]	(1186.96)	(109.40)
Cash Flow from investing activities		
Purchase of fixed assets	(176.93)	(10.27)
Proceeds from sale of fixed assets	-	50.00
(Purchase) / Proceeds of non - current investments	269.50	1006.06
(Increase)/Decrease in Other Financial Asset	(0.07)	(0.16)
(Profit)/ Loss from partnership firms	-	-
Interest received	13.03	49.61
Net cash generated from/(used in) investing activities [B]	105.52	1095.24
Cash flow from financing activities		
Proceeds from short term borrowings, net	1292.44	(1219.30)
Finance cost	(216.94)	(354.95)
Net cash generated from/(used in) financing activities [C]	1075.50	(1574.25)
Net increase/(decrease) in cash & cash equivalents [A+B+C]	(5.94)	(588.41)
Cash & cash equivalents at the beginning of the year	37.37	625.78
Cash & cash equivalents at the end of the year	31.44	37.37

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

Particulars	March 31, 2025	March 31, 2024
Cash and Cash Equivalents (Note 3.7)	31.44	37.37
Bank Overdrafts (Note 3.13)	-	-
Balances as per the statement of cash flow	31.44	37.37

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

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

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

For LLB & Co
Chartered Accountants
FRN.117758W

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

For and on behalf of the Board
Inducto Steels Limited

CA Lalit Bajaj
Partner
Membership No. 104234
UDIN: 25104234BMKXKA1732

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN: 25612290BMITXX4062

Rajeev Reniwal
Director
DIN: 00034264

Sweetey Reniwal
Director
DIN: 00041853

Diana Palia
Company Secretary

Nishant Reniwal
Chief Financial Officer

Place: Mumbai
Date: 30-05-2025

Place: Ahmedabad
Date: 30-05-2025

Place: Mumbai
Date: 30-05-2025

Notes to the Consolidated Financial Statements

Note 3.1		Property Plant and Equipment														
A S S E T S	Land	Factory Shed & Building	Plant & Machinery	Weigh Bridge	Winch	Wire Rope	Crane	Green Plot Development	Office Equipments	Furniture & Fixtures	Vehicles	Metal Detector	Computer	Borewell	Oxygen Tank	Total
Gross carrying amount																
As at April 1, 2023	1.66	34.41	10.60	9.75	183.49	20.38	65.76	19.22	4.35	0.22	69.33	0.51	0.52	0.82	19.71	440.73
Additions	-	1.40	0.45	1.17	-	3.08	3.87	-	0.22	-	-	-	0.08	-	-	10.27
Disposal	-	-	-	-	-	-	-	19.22	-	-	-	-	-	-	-	19.22
As at March 31, 2024	1.66	35.81	11.05	10.91	183.49	23.46	69.63	-	4.57	0.22	69.33	0.51	0.60	0.82	19.71	431.77
As at April 1, 2024	1.66	35.81	11.05	10.91	183.49	23.46	69.63	-	4.57	0.22	69.33	0.51	0.60	0.82	19.71	431.77
Additions	-	-	-	-	-	0.78	176.15	-	-	-	-	-	-	-	-	176.93
Disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	1.66	35.81	11.05	10.91	183.49	24.24	245.79	-	4.57	0.22	69.33	0.51	0.60	0.82	19.71	608.70
Accumulated depreciation																
As at April 1, 2023	-	26.85	9.19	5.97	48.19	12.48	50.45	2.66	3.93	0.21	10.46	0.49	0.49	0.78	0.19	172.34
Depreciation for the year	-	1.06	0.17	0.53	11.23	1.45	4.65	0.15	0.15	-	8.03	-	0.01	-	0.94	28.38
Deduction / Adjustment /Writtent back	-	-	-	-	-	-	-	2.81	-	-	-	-	-	-	-	2.81
As at March 31, 2024	-	27.92	9.36	6.50	59.43	13.93	55.10	-	4.08	0.21	18.49	0.49	0.50	0.78	1.13	197.91
As at April 1, 2024	-	27.92	9.36	6.50	59.43	13.93	55.10	-	4.08	0.21	18.49	0.49	0.50	0.78	1.13	197.91
Depreciation for the year	-	1.06	0.19	0.56	11.20	1.54	10.52	-	0.08	-	8.01	-	0.02	-	0.94	34.11
Deduction / Adjustment /Writtent back	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	-	28.98	9.56	7.06	70.63	15.46	65.62	-	4.16	0.21	26.49	0.49	0.52	0.78	2.07	232.01
Net Carrying Amounts																
As at March 31, 2024	1.66	7.90	1.69	4.41	124.06	9.53	14.53	-	0.49	0.01	50.84	0.03	0.10	0.04	18.58	233.86
As at March 31, 2025	1.66	6.83	1.49	3.85	112.86	8.78	180.17	-	0.41	0.01	42.83	0.03	0.08	0.04	17.64	376.69

Consolidated statement of changes in equity for the year ended March 31, 2025

(All amounts in Rs.Lacs except for No. of Shares)

A. Equity share capital

Particulars	Amount
Balance as at April 1, 2023	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2024	401.73
Balance as at April 1, 2024	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2025	401.73

B. Other equity

Particulars	Attributable to the equity holders of the Company				Total
	Reserve and Surplus				
	Capital Reserve Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	
Balance as at April 1, 2023	1022.37	127.41	2752.83	0.44	3903.04
Profit for the year	-	-	16.14	-	16.14
Other Comprehensive Income (net)					-
Re-measurement losses on defined benefit plans	-	-	-	0.01	0.01
Balance as at March 31, 2024	1022.37	127.41	2768.96	0.45	3919.19
Balance as at April 1, 2024	1022.37	127.41	2768.96	0.45	3919.19
Profit for the year	-	-	(371.86)	-	(371.86)
Other Comprehensive Income (net)					-
Re-measurement losses on defined benefit plans	-	-	-	0.33	0.33
Balance as at March 31, 2025	1022.37	127.41	2397.11	0.78	3547.67

For LLB & Co
Chartered Accountants
FRN.117758W

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

For and on behalf of the Board
Inducto Steels Limited

CA Lalit Bajaj
Partner
Membership No. 104234
UDIN: 25104234BMKXKA1732

CA Dhruvin Joshi
Partner
Membership No. 612290
UDIN: 25612290BMITXX4062

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Diana Palia
Company Secretary

Nishant Reniwal
Chief Financial Officer

Place: Mumbai
Date: 30-05-2025

Place: Ahmedabad
Date: 30-05-2025

Place: Mumbai
Date: 30-05-2025

Notes forming part of the Consolidated Financial Statements

Note 1: Company information

Inducto Steel Limited is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The company has its primary listing on BSE Limited. During the year, the Company was engaged in the ship breaking business and trading activities in metal scrap, coals, aluminum foil & other inputs. However, as and when any surplus fund is available, the same is given on interest to other parties and also invested in the shares and securities to earn short term and long-term capital gains.

The consolidated financial statements comprise financial statements of the Company, and its one associate.

The consolidated financial statements as at March 31, 2025 present the financial position of the company as well as its interests in associate. The list of entities consolidated is provided in schedule note 5.8.

The Consolidated Financial Statements are presented in Indian Rupees.

The consolidated financial statements were authorized for issue in accordance with a resolution of the directors on May 30, 2025.

Note 2: Material accounting policies

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

Basis of preparation and presentation:

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

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

Basis of consolidation:

The consolidated financial statements include the company's share of profit/ (loss) of its associate that is consolidated using the equity or proportionate method of consolidation, as applicable. Detailed disclosure is provided in schedule note 5.8.

a) Use of estimates and judgments

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

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

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

- i) Note 3.1 - Property, plant and equipment - useful life and impairment
- ii) Note 5.1 - Recoverability/recognition of deferred tax assets
- iii) Note 5.2 - Assets and obligations relating to employee benefits
- iv) Note 5.9 - Provisions and contingent liabilities

b) Current/Non-Current Classification

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

An asset is treated as current when it is:

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

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

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

All other liabilities are classified as non-current.

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

c) Property, Plant and Equipment

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

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

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

All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

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

Depreciation on Property, Plant and Equipment is provided on the straight-line method over the useful lives of the assets estimated by the management. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Useful lives and residual values of assets are reviewed periodically. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

An item of property, plant and equipment and any significant part is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

d) Impairment

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

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. An impairment loss is recognized in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

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

e) Cash and Cash Equivalents

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

f) Provisions & Contingent Liabilities

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

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

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

g) Inventories

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

Costs are determined on FIFO basis.

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

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

h) Employee Benefit Expense

- *Defined contribution plans*

Contributions under defined contribution plans are recognized as expense for the period in which the employee has rendered service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

- *Defined benefit plans*

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

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

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

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

i) **Taxes**

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

Current Tax

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

Deferred Tax

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

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

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

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realized based on the tax rates and tax laws that have been enacted or substantially enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying value of its assets and liabilities.

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

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

j) Investments in subsidiaries, associates

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

k) Financial Instruments

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

Financial Assets

- *Initial recognition and measurement*

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

- *Subsequent measurement*

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

a) Financial Assets measured at Amortized Cost

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

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

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

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

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

- *Other Equity Investments*

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

- *Impairment of Financial Assets*

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

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

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

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

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

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

Financial Liabilities

- *Initial recognition and measurement*

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

- *Subsequent measurement*

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

Derecognition of Financial Instruments

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

Offsetting

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

m) Fair value measurement

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

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

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

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

Level 3: Inputs based on unobservable market data.

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

n) Revenue recognition

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

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

Sale of products

Revenue from the sale of products is recognized when the significant risks and rewards of ownership of the products have passed to the buyer, usually on delivery of the products.

Revenue from the sale of products is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Interest income

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

Dividend Income

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

o) Finance Costs

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

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

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

p) Foreign Currencies Transactions

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

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

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

q) Earnings Per Share

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

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

Key Accounting Estimates & Judgements

1 Valuation of deferred tax assets

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

2 Defined benefit plan

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

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

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

Refer to Note 5.2 for further details.

3 Property, Plant and Equipment

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

4 Recoverability of Trade Receivables

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

Note 3.2		Investments Non - Current	(All amounts in Rs.Lacs except for No. of Shares)	
Particulars		As at		
		March 31, 2025	March 31, 2024	
(A) Investment at Cost				
- In Associates (as per the Equity Method)		(% of Share in Profit/ (Loss))		
Fixed Capital				
(i) Calvin Divine Enterprise LLP		0.10	0.10	
Current Capital				
(i) Calvin Divine Enterprise LLP		43.02	43.02	20%
- In Partnership Firms				
Fixed Capital				
(ii) Shree Balaji Associates		0.25	0.25	
Current Capital				
(ii) Shree Balaji Associates		2157.28	2426.78	5%
(B) Investment at Fair value through profit and loss (FVTPL):				
- Investment in Equity Shares (Quoted)				
Hariyana Ship Breakers Limited		0.01	0.01	
10 (PY 10) shares of Rs.10/- each fully paid up				
Total		2200.66	2470.16	
Notes :				
Aggregate amount of quoted investments				
(a) Market value of quoted investments		0.01	0.01	
Aggregate amount of unquoted investments				
(a) Investments carried at cost		2200.65	2470.16	
Note 3.3		Other Financial Asset		
Particulars		As at		
		March 31, 2025	March 31, 2024	
(Unsecured, Considered Good)				
a) Security Deposits		5.81	5.81	
b) Bank FDRs (with more than 12 months maturity)		5.07	5.00	
Total		10.88	10.81	
Note 3.4		Deferred Tax Assets (net)		
Particulars		As at		
		March 31, 2025	March 31, 2024	
a) Deferred tax (assets)/(liabilities)-On Account of Depreciation		80.02	-	
b) Deferred tax (assets)/(liabilities)-On account of Doubtful Debts and Retirement Benefit:		(1.20)	-	
Total		78.83	-	
Note 3.5		Other Non-Current Asset		
Particulars		As at		
		March 31, 2025	March 31, 2024	
(Unsecured, Considered Good)				
a) Withholding taxes and others				
- Advance Income Taxes (Net of Provisions)		105.93	106.01	
- Balance with Revenue Authorities		18.70	18.70	
b) Advance receivable in cash or kind		165.49	155.63	
Total		290.13	280.35	
Notes :				
(i) Withholding taxes and others primarily consist pre-paid taxes and amounts paid under protest in respect of demands and claims from various revenue authorities of India.				
(ii) Advance receivable in cash or kind primarily include fees paid under protest to Gujarat Maritime Board (GMB) in respect of demand raised by GMB.				
Note 3.6		Inventories		
Particulars		As at		
		March 31, 2025	March 31, 2024	
(As verified, valued and certified by management)				
a) Raw Materials				
- Uncut Ship		290.96	394.08	
b) Traded & Finished Goods		1071.81	825.88	
Total		1362.77	1219.96	

Note 3.7	Current Financial Assets - Trade Receivables		
Particulars	As at		
	March 31, 2025	March 31, 2024	
Trade Receivable considered good - Unsecured	1023.06	322.89	
Less: Allowance for expected credit loss	1.03	0.32	
Trade Receivable considered good - Unsecured	1022.03	322.56	
Trade Receivable - having significant credit risk - Unsecured	-	-	
Less: Allowance for credit risk	-	-	
Trade Receivable - having significant credit risk - Unsecured	-	-	
Trade Receivable - credit impaired - Unsecured	3.31	3.31	
Less: Allowance for credit impairment	3.31	3.31	
Trade Receivable - credit impaired - Unsecured	-	-	
Total	1022.03	322.56	

Notes:

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

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

Particulars	March 31, 2025	March 31, 2024
Balance at the beginning of the year	0.32	0.24
Movement during the year	0.71	0.08
Less : Write off of bad debts	-	-
Balance at the end of the year	1.03	0.32

(ii) Ageing of trade receivables are as below:

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed - considered good	1022.93	0.13	-	-	-	1023.06
	322.89					322.89
Disputed - having significant credit risk	-	-	-	-	-	-
Disputed - credit impaired	-	-	-	-	3.31	3.31
					3.31	3.31

(Previous year Figures are in Italics)

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

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

Note 3.8	Cash and Cash Equivalents		
Particulars	As at		
	March 31, 2025	March 31, 2024	
Cash on hand (as certified by management)	15.21	15.30	
Balances With Banks			
- In current accounts/CC	16.23	22.08	
Total	31.44	37.37	
<i>The details of balances as on balance sheet dates with banks are as follows:</i>			
In current accounts			
- Punjab National Bank CC	16.23	22.08	
Total	16.23	22.08	

Note 3.9		Current Tax Assets (net)	
Particulars	As at		
	March 31, 2025	March 31, 2024	
TDS & TCS Receivable	10.10	1.60	
Less: Current Tax Provision	-	-	
Total	10.10	1.60	

Note 3.10	Other Current Assets		
Particulars	As at		
	March 31, 2025	March 31, 2024	
(Unsecured, considered good)			
a) Staff Advances	4.67	7.00	
c) GST Balances	254.98	118.14	
d) Advance to Suppliers	15.56	32.07	
e) Pre-paid Expenses	2.27	2.18	
Total	277.47	159.39	

Note 3.11	Equity Share Capital			
Particulars	March 31, 2025		March 31, 2024	
	Number	Amount	Number	Amount
AUTHORISED SHARE CAPITAL				
Equity Shares of Rs. 10/- each	55,00,000	550.00	55,00,000	550.00
	55,00,000	550.00	55,00,000	550.00
ISSUED, SUBSCRIBED & PAID UP CAPITAL				
Equity Shares of Rs. 10/- each fully paid	40,17,254	401.73	40,17,254	401.73
Total	40,17,254	401.73	40,17,254	401.73

Notes:

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

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

Particulars	March 31, 2025		March 31, 2024	
	Number	Amount	Number	Amount
At the beginning of the year	40,17,254	401.73	40,17,254	401.73
Forfeited shares	-	-	-	-
Add: Issue of Bonus Shares during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	40,17,254	401.73	40,17,254	401.73

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

Sr. Name of Shareholders	March 31, 2025		March 31, 2024	
	No. of Shares	% of Holding	No. of Shares	% of Holding
1 Rakesh S Reniwal	14,89,988	37.09%	14,89,988	37.09%
2 Babita S Agarwal	2,03,100	5.06%	2,03,100	5.06%
3 Rajeev S Reniwal	3,37,526	8.40%	3,37,526	8.40%
4 Sweety R Reniwal	4,07,745	10.15%	4,07,745	10.15%

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

5. Shares held by promoters as at March 31, 2025:

Promoter Name	No. of Shares	% of total shares	% Change during the year
Shalini S. Reniwal	10	0.00	0.00
Unnati R. Reniwal	10	0.00	0.00
Sanjeev S. Reniwal	500	0.01	0.00
Shantisarup R. Reniwal	2,665	0.07	0.00
Shantisarup Reniwal & Sons	12,255	0.31	0.00
Lalitadevi S Reniwal	1,53,375	3.82	0.00
Sanjeev Reniwal (HUF)	1,86,800	4.65	0.00
Rajeev Reniwal (Huf)	1,93,900	4.83	0.00
Rajeev Shantisarup Reniwal	3,37,526	8.40	0.00
Sweety R. Reniwal	4,07,745	10.15	0.00
Rakesh Shantisarup Reniwal	14,89,988	37.09	0.00

6 Terms/rights attached to equity shares :

- The company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in indian rupees. The dividend proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting. During the year ended 31st March, 2021, the amount of per share dividend recognized as distributions to equity share holders was Rs. Nil

- In the event of liquidation of the company, the holders of the Equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

Note 3.12 Other Equity			
Particulars	Note No.	As at	
		March 31, 2025	March 31, 2024
a) Capital Reserve Reserve	I	1022.37	1022.37
b) General Reserve	II	127.41	127.41
c) Retained Earnings	III	2397.11	2768.96
d) Other Comprehensive Income	IV	0.78	0.45
Total		3547.67	3919.19

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

Notes :

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

Note 3.13 Other Non - Current Liabilities			
Particulars		As at	
		March 31, 2025	March 31, 2024
Accrued defined benefit plan liability		4.23	4.96
Total		4.23	4.96

Refer to Note - 5.2 for detailed disclosure

Note 3.14		Deferred Tax Liabilities (net)	
Particulars	As at		
	March 31, 2025	March 31, 2024	
a) Deferred tax liabilities/(assets)-On Account of Depreciation	-	18.04	
b) Deferred tax liabilities/(assets)-On account of Doubtful Debts and Retirement Benefit:	-	0.90	
Total	-	18.94	

Note 3.15		Current Financial Liabilities - Borrowings	
Particulars	As at		
	March 31, 2025	March 31, 2024	
Secured			
a. Working Capital Finance			
- Punjab National Bank CC	1640.72	318.28	
Unsecured			
- Loan from Related Parties	-	-	
- Loan from Others	-	30.00	
Total	1640.72	348.28	

Details of security:

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

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

Note 3.16		Current Financial Liabilities - Trade Payables	
Particulars	As at		
	March 31, 2025	March 31, 2024	
Trade Payables	22.24	1.69	
Total	22.24	1.69	

Not (i) Ageing of trade payables are as below:

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	1.69	-	-	-	1.69
(ii) Others	22.24	-	-	-	22.24
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

(Previous Year Figures are in Italics)

trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

Note 3.17		Other Current Financial Liabilities	
Particulars	As at		
	March 31, 2025	March 31, 2024	
Accrued expenses	13.00	5.16	
Brokerage Payable	-	6.38	
Total	13.00	11.54	

Note 3.18		Other Current Liabilities	
Particulars	As at		
	March 31, 2025	March 31, 2024	
Statutory Dues	10.49	4.31	
Other Payables	15.28	15.24	
Advance from Customers	4.97	4.84	
Total	30.74	24.39	

Note 3.19		Short Term Provisions	
Particulars	As at		
	March 31, 2025	March 31, 2024	
Provision for Employee Benefits			
i) Salary & Incentives	-	4.67	
ii) Contribution to Provident Funds	0.50	0.51	
iii) ESIC Payable	0.16	0.18	
Total	0.66	5.36	

Note 4.1

REVENUE FROM OPERATIONS

(All amounts in Rs.Lacs except for No. of Shares)

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
a) Sale of products		
- Manufactured	4948.18	7254.32
- Traded	10908.53	3150.52
- By Bond Transfer	-	-
	15856.71	10404.84

Note 4.2

OTHER INCOME

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
a) Interest Income		
i. Other Interest	13.03	49.61
b) Other Income :		
i. MTM Gain on Fair value of Mutual Fund/ Quoted Equity Shares (FVTPL)	0.00	0.00
ii. Other Income	-	0.02
iii. Gain on Foreign Exchange Variation	24.20	94.36
iv. Provision for Expected Credit Loss Reversed	0.32	0.24
v. Subsidy Received for Green Plot	-	33.59
	37.55	177.82

Note 4.3

COST OF CONSUMPTION OF RAW MATERIALS

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Inventory at the Beginning of the Year	394.08	868.85
Less: Stock in Trade converted to Property, Plant & Equipment	(173.90)	-
Add: Ship Purchase for Recycling	4713.54	6099.88
	4933.71	6968.73
Less: Inventory at the end of the Year	290.96	394.08
Cost of Consumption of Raw Materials	4642.76	6574.65

Note 4.4

PURCHASE OF STOCK - IN - TRADE

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Purchases of Traded Goods	11313.21	3975.29
	11313.21	3975.29

Note 4.5

CHANGES IN INVENTORIES

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Inventory at the Beginning of the Year	825.88	11.40
Less : Inventory at the End of the Year	1071.81	825.88
	(245.93)	(814.48)

Note 4.6

MANUFACTURING EXPENSES

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Gases & Carbide	64.19	64.12
Consumable Expenses	4.78	12.08
Plot Rent & Development Charges	15.82	15.70
Repair & Maintenance	0.13	5.43
Power & Fuel Expenses	2.79	3.11
Pollution Control Expenses	1.68	1.63
Other Manufacturing Expenses	1.71	1.25
Vessel Cutting Technical Service Charges	30.00	30.00
	121.09	133.32

Note 4.7		EMPLOYEE BENEFIT EXPENSES	
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
Salaries & Wages	135.49	171.58	
Bonus Expenses	22.97	29.13	
Contribution to Provident Funds	9.83	13.04	
Contribution to ESIC	3.84	4.99	
Staff Welfare Expenses	0.16	0.28	
Ex-Gratia Expenses	0.30	-	
Gratuity Expenses	2.32	2.89	
	174.92	221.91	

Note 4.8		FINANCE COSTS	
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
a) Bank Charges			
Bank Commission & Charges	61.09	12.02	
L C Charges	70.89	219.77	
Bank Processing Charges	-	22.13	
Stamp Duty & Registration Charges	-	20.15	
b) Interest Expenses			
Other Parties	2.75	43.53	
Bank	81.55	36.74	
Late payment of Statutory Dues	0.66	0.60	
Shortfall in payment of advance Income Tax	-	1.61	
	216.94	356.57	

Note 4.9		OTHER EXPENSES	
Particulars	For the year ended		
	March 31, 2025	March 31, 2024	
Advertisements	0.81	0.77	
Accounting Charges	-	2.63	
Duties & Taxes	0.05	0.03	
Donation	0.56	1.59	
Fees & Subscription	0.86	0.69	
Filling Fees	0.10	0.30	
Insurance Expense	1.07	0.92	
Legal & Professional Expenses	20.85	30.25	
Other Expenses	1.00	1.46	
Payment to Auditors	2.75	3.66	
Postage & Courier	0.09	0.09	
Printing & Stationery	0.23	0.26	
GMB Charges	12.10	-	
Rent, Rates & Taxes	-	0.02	
Security Charges	2.64	2.64	
Share Registration Expenses	1.07	0.79	
Telephone Expenses	0.68	0.69	
Travelling Expenses	13.12	21.38	
Late Filing Fees (BSE)	3.47	-	
Vehicle Running & Maintenance	3.02	3.71	
Business Promotion Expenses	1.43	-	
Provision for Expected Credit Loss	1.03	0.32	
Brokerage & Commission Expenses	38.31	9.16	
Share of Loss from Partnership Firm	0.00	0.01	
	105.24	81.37	

Note 5.1 : Income Tax

(All amounts in Rs.Lacs except for No. of Shares)

The major component of Income Tax Expense for the year ended March 31, 2025 and March 31, 2024 are as follows:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Statement of Profit and Loss		
Current tax		
Current income tax	-	7.73
Adjustment of tax relating to earlier periods	1.66	1.35
Deferred tax		
Deferred tax expense	(97.87)	0.38
	(96.21)	9.46
Other comprehensive income		
Deferred tax on		
- Re-measurement gain/ (loss) on defined benefit plans	0.11	0.00
	0.11	0.00
Income tax expense as per the statement of profit and loss	(96.10)	9.47

A) Income tax expense/(benefit)

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

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Profit before tax	(468.07)	25.60
Income tax expense at tax rates applicable	-	6.44
<i>Adjustments for:</i>		
Expenses not allowed as deduction	-	1.02
Others (Net)	-	(0.51)
Exempt Income	-	0.02
Difference of Depreciation	-	0.04
Provision for Gratuity and Doubtful Debts	-	0.73
Tax expense / (benefit) as reported	-	7.73
	-	30.21

B) Deferred tax assets/(liabilities)**(i) For the year ended on March 31, 2025**

Particulars	As at April 1, 2024	Recognised/ (reversed) in the Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at March 31, 2025
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	18.04	(98.06)	-	(80.02)
Allowance for Doubtful Debts & Retirement Benefit Plans	0.90	0.19	0.11	1.20
	18.94	(97.87)	0.11	(78.83)

(ii) For the year ended on March 31, 2024

Particulars	As at April 1, 2023	Recognised/ (reversed) in the Statement of Profit and Loss	Recognised/ (reversed) in Other Comprehensive Income	As at March 31, 2024
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	18.47	(0.43)	-	18.04
Allowance for Doubtful Debts & Retirement Benefit Plans	0.09	0.81	0.00	0.90
	18.55	0.38	0.00	18.94

C) Current tax assets and liabilities

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Current tax assets	10.10	1.60
Current tax liabilities	-	-

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

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

Amount of Rs. 13.67 Lakhs (FY 2023-24 : Rs. 18.03 Lakhs) is recognised as expenses and included in Note 4.7 : Employee benefit expense.

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Provident fund	9.83	13.04
ESIC	3.84	4.99
	13.67	18.03

B. Defined benefit plans:

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

(a) Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for payment to vested employees at retirement, death while in employment or on termination of employment in accordance with the scheme of the company. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation.

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

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Discount rate (per annum)	7.20%	7.20%
Expected rate of salary increase	7.00%	7.00%
Attrition rate	Up to 30 Years - 3%	Up to 30 Years - 3%
	31-44 Years - 2%	31-44 Years - 2%
	Above 44 Years - 1%	Above 44 Years - 1%
Mortality rate during employment (% of IALM 2012-14)	100%	100%

2. Movements in present value of obligation and plan assets

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Opening defined benefit obligation	4.96	2.08
Current service cost	1.97	2.74
Interest cost	0.36	0.16
Actuarial (gain)/loss arising from changes in financial assumptions	0.36	0.20
Actuarial (gain)/loss arising from experience adjustments	(0.81)	(0.22)
Benefits paid	(2.60)	-
Closing defined benefit obligation	4.23	4.96

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

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Remeasurement on the net defined benefit liability comprising:		
- Actuarial (gain)/loss arising from changes in financial assumptions	0.36	0.20
- Actuarial (gain)/loss arising from experience adjustments	(0.81)	(0.22)
Components of defined benefit costs recognised in other comprehensive income	(0.45)	(0.01)

4. Sensitivity analysis of significant assumptions are as follows:

Particulars	Sensitivity level	Defined benefit obligation	
		31-Mar-25	31-Mar-24
Defined benefit obligation (Base)		4.23	4.96
Discount Rate	1% increase	3.68	4.28
	1% decrease	4.92	5.78
Salary Growth Rate	1% increase	4.91	5.77
	1% decrease	3.68	4.28
Attrition Rate	1% increase	4.15	4.90
	1% decrease	4.31	5.01
Mortality Rate	1% increase	4.23	4.96
	1% decrease	4.23	4.96

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

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Gratuity		
Within the next 12 months (next annual reporting period)	0.02	0.06
Between 2 and 5 years	1.44	0.55
Beyond 5 years	13.77	17.35
Total expected payments	15.22	17.95

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

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Weighted average duration	16 Years	16 Years

C. Other Long term employee benefit plans

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

Note 5.3 : Earnings per Share (EPS)

Particulars	Year ended	
	31-Mar-25	31-Mar-24
Earning per share		
- Basic	-9.26	0.40
- Diluted	-9.26	0.40
Face value per share	10	10
Basic & Diluted EPS		
Profit for the year attributable to equity shareholders	(371.86)	16.14
Weighted average number of equity shares used in the calculation of earnings per share	40,17,254	40,17,254

Note 5.4 : Capital Management

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

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

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

Particulars	As at	
	31-Mar-25	31-Mar-24
Borrowings, Trade and other payables	1706.71	385.90
Less: cash and cash equivalent	31.44	37.37
Net debt	1675.27	348.53
Equity share capital	401.73	401.73
Other equity	3547.67	3919.19
Total capital	3949.39	4320.91
Capital and net debt	5624.67	4669.44
Gearing ratio	29.784	7.464

Note 5.5 : Financial Instruments**(a) Financial assets and liabilities**

The following tables present the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2025 and March 31, 2024 :

Particulars	As at	
	31-Mar-25	31-Mar-24
Financial Assets		
a. Measured at cost:		
Investments		
- in Partnership Firms	0.25	0.25
- in Associate	0.10	0.10
b. Measured at amortised cost:		
Cash & cash equivalents (including other bank balances)	31.44	37.37
Trade receivables	1022.03	322.56
c. Mandatorily measured at fair value through profit or loss (FVTPL) / other comprehensive income (OCI):		
Investments		
- Equity shares (Quoted)	0.01	0.01
Financial Liabilities		
a. Measured at amortised cost:		
Borrowings	1640.72	348.28
Trade Payables	22.24	1.69
Other financial liabilities	13.00	11.54

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

(i) Quantitative disclosures fair value measurement hierarchy for assets :

Particulars	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
As at March 31, 2025				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.01	-	-	0.01
As at March 31, 2024				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.01	-	-	0.01

(ii) Quantitative disclosures fair value measurement hierarchy for liabilities :

Company does not have any financial liability which is measured either at Fair value through profit and loss account or measured at Fair value through other comprehensive income.

(c) Financial risk management

In the course of its business, the Company is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimise potential adverse effects and achieve greater predictability to earnings. In line with the overall risk management framework and policies, the management monitors and manages risk exposure through an analysis of degree and magnitude of risks.

Market risk

Market risk Market risk is the risk of any loss in future earnings, in realising fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

Interest rate risk

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs. The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to debt obligations.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Change in basis	Effect on profit before tax
March 31, 2025		
Interest bearing borrowings (in INR)	+50	(8.20)
	-50	8.20
March 31, 2024		
Interest bearing borrowings (in INR)	+50	(1.74)
	-50	1.74

This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Foreign currency risk

The fluctuation in foreign currency exchange rates may have a potential impact on the statement of profit and loss and equity.

The Company, as per its risk management policy, uses foreign currency forward contracts primarily to hedge foreign exchange exposure. Any weakening of the functional currency may impact the Company's cost of imports and cost of borrowings and consequently may increase the cost of financing the Company's capital expenditures.

Given below is the foreign currency exposure arising from the non derivative financial instruments:

Particulars	Foreign Currency Amount (in USD)		Reporting Currency Amount	
	As at		As at	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Trade payables	-	-	-	-

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant.

Particulars	Change in USD rate	Effect on profit before tax
March 31, 2025		
Trade Payables	+5%	-
	-5%	-
March 31, 2024		
Trade Payables	+5%	-
	-5%	-

Equity price risk

Equity price risk is related to change in market reference price of investments in equity securities held by the Company. The fair value of quoted investments held by the Company exposes the Company to equity price risks. In general, these investments are not held for trading purposes.

The fair value of quoted investments in equity, classified as fair value through profit and loss as at March 31, 2025 and March 31, 2024 was ₹1006 and ₹678, respectively.

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, balances with bank, bank deposits. None of the financial instruments of the Company result in material concentration of credit risk.

Trade receivables

Customer credit risk is managed by the Company's internal policies, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on market feedback and credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in independent markets.

Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity riskmanagement is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company monitors its risk of shortage of funds through using a liquidity planning process that encompasses an analysis of projected cash inflow and outflow.

The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

(i) The table below summarises the maturity analysis for its financial liabilities based on the undiscounted cash flows at the end of reporting period :

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
As at March 31, 2025						
Borrowings	-	-	1640.72	-	-	1640.72
Trade payables	-	22.24	-	-	-	22.24
Other current financial liabilities	-	13.00	-	-	-	13.00
As at March 31, 2024						
Borrowings	-	-	348.28	-	-	348.28
Trade payables	-	1.69	-	-	-	1.69
Other current financial liabilities	-	11.54	-	-	-	11.54

Note 5.6 : Segment information

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

Particulars	Mumbai	Bhavnagar	Total
i. Segment Revenue			
Gross Revenue	10299.16	5557.55	15856.71
	<i>2479.62</i>	<i>7925.22</i>	<i>10404.84</i>
Less: Intersegmental revenue	-	-	-
	-	-	-
Revenue from operations	10299.16	5557.55	15856.71
	<i>2479.62</i>	<i>7925.22</i>	<i>10404.84</i>
Other Income (after inter segment eliminations)	34.24	3.31	37.55
	<i>49.30</i>	<i>128.52</i>	<i>177.82</i>
ii. Segment Results			
Total Segment Profit before Interest and Tax	(108.59)	(142.54)	(251.13)
	<i>103.88</i>	<i>278.29</i>	<i>382.17</i>
Interest Expenses (after inter segment eliminations)			216.94
			<i>356.57</i>
Profit before Tax			(468.07)
			<i>25.60</i>
Taxes			(96.21)
			<i>9.46</i>
Profit after Tax (including share of profit / (loss) of associates)			(371.86)
			<i>16.14</i>
iii. Segment Assets	4699.59	961.41	5660.99
	<i>3683.58</i>	<i>1052.49</i>	<i>4736.07</i>
Investment in Equity Accounted Associates (included in above segment assets)			0.10
			<i>0.10</i>
iv. Segment Liabilities	1682.59	29.01	1711.60
	<i>351.16</i>	<i>64.00</i>	<i>415.16</i>

(* Figures in italics are in respect of the previous year)

Notes:

- a) Revenue from external sources includes income from sale of manufactured goods.
b) Carrying amount of segment assets comprises of non-current assets and current assets identified to respective segments.

Operating Revenue

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
- From Outside India	-	-
- From India	15856.71	10404.84

Productwise Revenue

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
- Waste & Scrap of Iron and Steel	15856.71	10404.84

Note 5.7 : Related Party transactions

Related party disclosures, as required by Ind AS 24, "Related Party Disclosures" are given below.

(A) Particulars of related parties and nature of relationships**A. Companies over which Key Management Personnel and their relatives are able to exercise significant influence**

1. Shree Balaji Associates
2. Hariyana Ship Demolition Private Limited
3. Aplomb Enterprises Private Limited
4. RSNM Enterprise

B. Associate

1. Calvin Divine Enterprise LLP

C. Key Management Personnel**Managing directors**

1. Rajeev Reniwal

Non Executive directors

2. Sweety Reniwal

Chief Financial Officer

3. Dilip Kaushik

Company Secretary

4. Bhoomi Rathod - Company Secretary (Resigned w.e.f. September 30, 2022)
5. Fulvanti Jain - Company Secretary (Joined w.e.f. March 23, 2023)

(B) Related party transactions and balances

The details of material transactions and balances with related parties are given below:

a) Transactions during the year	Year ended	
	31-Mar-25	31-Mar-24
Other income		
<u>Share of Profit/ (Loss) from the partnership firm</u>		
Shree Balaji Associates	(0.00)	(0.01)
<u>Share of Profit/ (Loss) from associate</u>		
Calvin Divine Enterprise LLP	(0.00)	(0.05)
	(0.00)	(0.06)
Remuneration Paid		
Dilip Kaushik (Incl. Gratuity)	9.49	9.97
Fulvanti Jain	4.60	6.00
	14.09	15.97
Purchases		
Rajeev Reniwal	1171.93	318.64
	1171.93	318.64
Veseel Cutting Technical Servie		
RSNM Enterprise (Relative of Rajeev Reniwal)	30.00	30.00
	30.00	30.00
Loan Taken		
Rajeev Reniwal	13.08	1138.00
	13.08	1138.00
Loan Repaid		
Rajeev Reniwal	13.08	2685.58
	13.08	2685.58
Investment in Partnership Firm		
<u>Capital Introduced</u>		
Shree Balaji Associates - Current Capital	7694.00	5964.00
	7694.00	5964.00
<u>Capital Withdrawn</u>		
Shree Balaji Associates - Current Capital	7963.50	6970.00
	7963.50	6970.00
Interest Paid		
Rajeev Reniwal	-	36.07
	-	36.07
Loan Given		
Dilip Kaushik	-	2.85
	-	2.85
Loan Received Back		
Dilip Kaushik	2.65	0.20
	2.65	0.20

b) Balances at the end of the year	As at	
	31-Mar-25	31-Mar-24
<u>Current Financial Borrowings</u>		
Rajeev Reniwal	-	-
	-	-
<u>Short Term Loans & Advances</u>		
Dilip Kaushik	-	2.65
	-	2.65
<u>Investments in partnership firm</u>		
Shree Balaji Associates - Fixed Capital	0.25	0.25
Shree Balaji Associates - Current Capital	2157.28	2426.78
	2157.53	2427.03
<u>Investments in associate</u>		
Calvin Divine Enterprise LLP - Fixed Capital	0.10	0.10
Calvin Divine Enterprise LLP - Current Capital	43.02	43.02
	43.12	43.12

Note 5.9 : Contingencies and commitments

Particulars	As at	
	31-Mar-25	31-Mar-24
<u>Contingent Liabilities</u>		
<u>Disputed liabilities not acknowledged as debts*</u>		
a. Disputed demand under :		
- Income tax	359.83	359.83
- Excise Duty	12.38	12.38
<u>Claims against the Company</u>		
- Gujarat Maritime Board (GMB)	155.63	155.63
- Customs & Excise	12.51	12.51

* The Company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

Notes:

- The Company has ongoing disputes with income tax authorities relating to tax treatment of certain items. These mainly include disallowance of expenses, tax treatment of certain expenses claimed by the Company as deduction and the computation of or eligibility of the Company's use of certain allowances.
- The Company has deposited Rs.6.19 Lacs (March 31,2024: Rs.6.19 Lacs) under protest against demand of Rs. 12.38 Lacs raised by Excise & Customs Department. The matter is pending before the appellate authority (CESTAT). The company expects to sustain its position on ultimate resolution of the said appeal.
- The Company has deposited Rs.155.63 Lacs (March 31,2024:Rs.155.63 Lacs) under protest against demand raised by Gujarat Maritime Board (GMB) on account of amendment fees and delayed interest.The matter is pending before the appellate authority of GMB. The company expects favourable resolution of the said appeal.
- The Company has deposited amount under protest of Rs.12.51 Lacs (March 31, 2024 : Rs. 12.51 Lacs) in respect of various demands relating to customs and excise duty. The matters are pending before the various appellate authorities. The company expects favourable resolution of the said appeals.

Note 5.10 : Other Information (including foreign currency transactions)

Particulars	Year ended	
	31-Mar-25	31-Mar-24
1. Information regarding Imports (CIF) (in INR)		
a) Raw materials and components	4713.54	6072.98
b) Traded Goods	3115.63	1762.41
	7829.16	7835.39
2. Auditors' remuneration		
Included under Other Expenses		
i) For Financial Audit	2.30	3.66
ii) For Tax Audit	0.45	-
iii) For other services - limited review,	-	-
	2.75	3.66

(All amounts in Rs.Lacs except for No. of Shares)

Note 5.8 : Basis of consolidation

1. The Consolidated Financial Statements relate to Inducto Steel Limited (the Parent Company) and its one associate.

2. Principles of consolidation

a. The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standard 110 (IND AS 110) "Consolidated Financial Statements", Indian Accounting Standard 28 (IND AS 28) "Investments in Associates and Joint Ventures" prescribed under Section 133 of the Companies Act, 2013.

b. The following associates have been considered in the preparation of Consolidated Financial Statements of the Group in accordance with Indian Accounting Standard (IND AS) 28 "Investments in Associates (as per Equity Method) :

Sr. No.	Name of the Associates	Country of Incorporation	% of ownership interest	
			31-Mar-25	31-Mar-24
1	Calvin Divine Enterprise LLP	India	20.00%	20.00%

3. Additional Information, as required under Schedule III to the Companies Act, 2013 entities consolidated as associates

Name of the Entity	Net Assets		Share of Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % Consolidated Net Assets	Amount	As % Consolidated Profit or (Loss)	Amount	As % Consolidated Profit or (Loss)	Amount	As % Consolidated Profit or (Loss)	Amount
Parent Company								
1. Inducto Steel Limited	98.91	3906.27	100.00	(371.86)	100.00	0.33	100.00	(371.52)
Associates (Investment as per the equity method)								
2. Calvin Divine Enterprise LLP	1.09	43.12	0.00	(0.00)	-	-	0.00	(0.00)
Sub Total	100	3949.39	100	(371.86)	100.00	0.33	100.00	(371.52)
Add/ (Less): Effect of intercompany adjustments/ eliminations	0.00	-	-	-	0.00	-	-	-
Total	100	3949.39	100	(371.86)	100.00	0.33	100.00	(371.52)

Notes:

Net Assets and Share of Profit or Loss for Parent Company and Associate are as per the Standalone/ Consolidated Financial Statements of the respective entities .

Note 5.11 : Financial Ratios

The ratios as per the latest amendment to Schedule III are as below:

Particulars	Numerator	Denominator	Year ended		Variance (in %)	Remarks for variance more than 25%
			31-Mar-25	31-Mar-24		
(1) Current ratio	Total current assets	Total Current liabilities	1.58	4.45	-64.41%	Due to availment of short term borrowings during the year by the company.
(2) Debt equity ratio	Debt (Debt: Non-current borrowings + Current borrowings)	Average Equity (Equity: Equity share capital + Other Equity)	0.42	0.08	-415.41%	Due to availment of short term borrowings during the year by the company.
(3) Debt service coverage ratio	EBITDA (EBITDA : Profit before taxes + depreciation & Amortisation + Interest)	Long Term Debts + Interest Expense	-4.11	1.65	-348.33%	Due to loss during the year the DSCR has reduced.
(4) Return on Equity (%)	Profit After Tax	Average Equity (Equity: Equity share capital + Other Equity)	-8.99%	0.37%	-2503.55%	The company has incurred loss during the year due to high purchase price during the year leading to negative ROE.
(5) Inventory turnover ratio (in Times)	Cost of Goods Sold	Average Inventory	12.39	9.61	28.99%	This indicates better management of inventory during the year by the company.
(6) Debtors turnover ratio (in Times)	Revenue From Operation	Average Trade Receivables	23.59	37.09	-36.42%	This indicates higher credit given by the company to its customers.
(7) Trade payables turnover ratio (in days)	Total Purchase	Average Trade Payables	1339.40	11937.83	-88.78%	This indicates higher credit received from the suppliers.
(8) Net capital turnover ratio (in days)	Revenue From Operation	Average working capital	13.52	12.69	6.50%	Not Applicable
(9) Net profit ratio (%)	Profit after tax	Revenue From Operation	-2.35%	0.16%	-1612.18%	The company has incurred loss during the year due to high purchase price during the year.
(10) Return on Capital Employed (%)	EBIT (EBIT: Profit Before Tax + Finance Cost)	Average Capital Employed (Capital Employed: Equity share capital + Other Equity + Non Current Liabilities + Current Liabilities)	-4.44%	8.07%	-154.98%	The company has incurred loss during the year due to high purchase price during the year leading to negative ROCE.
(11) Return on investment (%)	Return on Investments	Non Current Investments	0.00%	0.00%	102.95%	Investment income is not material to the company.

Previous year ratios are reworked on account of proper reworking of applicable parameters

Note 5.12 : Disclosures required under section

The company has communicated suppliers to provide confirmations as to their status as Micro, Small or Medium Enterprise registered under the applicable category as per the provisions of the Micro, Small and Medium Enterprises (Development) Act, 2006 (MSMED Act, 2006). The company has classified suppliers into Micro, Small and Medium Enterprises as per the confirmations received by the company upto the date of the financial statements.

Note 5.13 : Other Notes

i) The figures for the previous year have been reclassified/ regrouped wherever necessary for better understanding and comparability.

ii) The balances of trade receivables, other current and non current assets, trade payables and other current and non current liabilities are unsecured and subject to confirmation from the respective parties.

iii) The company has invested in two partnership firms and balance outstanding in current capital account as on March 31, 2025 is Rs.22.01 Crores (As on March 31, 2024 Rs.24.70 Crores). Pursuant to partnership deed executed among partners no interest is payable or recoverable to or from partners on balances outstanding in current capital account.

iv) In the opinion of the Management Long Term Loans and Advances, Other Non Current Assets, Current Assets and Other Current Assets fetch approximately the value as stated in the Financial Statement if realised in the ordinary course of business subject to balance confirmation. The provision for all known liabilities is adequate and is not in excess of amounts considered reasonably necessary.

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

As per our report of even date

For LLB & Co
Chartered Accountants
 FRN.117758W

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

For and on behalf of the Board
Inducto Steels Limited

CA Lalit Bajaj
Partner
 Membership No. 104234
 UDIN: 25104234BMKXKA1732

CA Dhruvin Joshi
Partner
 Membership No. 612290
 UDIN: 25612290BMITXX4062

Rajeev Reniwal
Director
 DIN: 00034264

Sweety Reniwal
Director
 DIN: 00041853

Place: Mumbai
 Date: 30-05-2025

Place: Ahmedabad
 Date: 30-05-2025

Diana Palia
Company Secretary
 Place: Mumbai
 Date: 30-05-2025

Nishant Reniwal
Chief Financial Officer
